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Locke Lord QuickStudy: ?2024 HSR Thresholds Announced by ??FTC?

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The FTC has increased the HSR filing thresholds for transactions that will close on or after a date in the last week of February, to be determined. The new 2024 thresholds are as follows:

Size-of-parties thresholds: \$23.9M and \$239.0M (up from \$22.3M and \$222.7M in 2023)

Smaller size-of-transaction threshold (which requires size-of-parties thresholds to be met in order to trigger the filing requirement): \$119.5M (up from \$111.4M in 2023)

Larger size-of-transaction threshold (which triggers a filing requirement regardless of the size-of-parties): \$478M (up from \$445.5M in 2023)

The HSR filing fee thresholds have also changed. Fees range from \$30,000 for the smallest transactions (down from the prior fee of \$45,000) up to \$2.25 million for transactions valued at \$5.365 billion or more (up from the previous high of \$280,000), with fees escalating as deal size increases. The fee required for a particular transaction will be determined based on the below chart. Other HSR-related thresholds were adjusted by the FTC as well.

FILING FEE	SIZE OF TRANSACTION AS DETERMINED UNDER SECTION 7A(a)(2) OF THE ACT
\$30,000	less than \$173.3 million
\$100,000	not less than \$173.3 million but less than

\$536.5 million

\$250,000	not less than \$536.5 million but less than \$1.073 billion
\$400,000	not less than \$1.073 billion but less than \$2.146 billion
\$800,000	not less than \$2.146 billion but less than \$5.365 billion
\$2.25 million	\$5.365 billion or more

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