

Locke Lord QuickStudy: 2024 HSR Thresholds Announced by FTC

Locke Lord LLP

WRITTEN BY

Joseph A. Farside Jr. | Van M. Jolas

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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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