

HSR Update: Annual Jurisdictional Thresholds Revisions Effective March 4, 2021; Temporary Suspension of Early Terminations

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Decrease in HSR Thresholds and Early Termination Suspension. The Federal Trade Commission (“**FTC**”) recently announced its annual adjustments to the jurisdictional thresholds for premerger notification filings under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (“**HSR Act**”). This year’s adjustment marks the first time since 2010 that the filing thresholds have decreased. The new thresholds are to become effective March 4, 2021 (the “**Effective Date**”) and will remain in effect until the next annual adjustment, expected in the first quarter of 2022. The FTC also recently announced, jointly with the Department of Justice (“**DOJ**”), that both agencies will temporarily suspend the discretionary practice of granting early terminations of the HSR Act’s waiting period.

- “**Size of Transaction**” **Threshold.** Under the new thresholds, the minimum “size of transaction” requiring an HSR filing has decreased from \$94.0 million to \$92.0 million. For most purposes, a transaction will be reportable only if, as a result of such transaction, the acquiring person will hold voting securities, assets or noncorporate interests valued above \$92.0 million.

[Read the full alert here.](#)