

Due Diligence

1. Describe the process by which you purchased the assets. When answering, consider the following: other bidders, third parties used to help assess or value the assets, timing, financing, and any risks that you identified before your purchase. If you experienced problems, could they have been avoided with more due diligence? In general, how did this process compare to any other non-required asset sales or purchases you've done without FTC staff involvement?

The Divestiture Package

2. Was the asset package you acquired sufficient for you to operate the business? When answering, consider whether there were any disadvantages from acquiring a smaller set of assets than those operated by other competitors in the market, or difficulties transitioning the business to your ownership and control. Did the seller cooperate fully to facilitate your purchase and transfer ownership? Were the assets in good shape when you acquired them? Describe any additional, unanticipated investments you made in the business to address these problems.

Transitional Services

3. Describe any transitional services you received from the seller and how useful and effective the services were to your participation in the market. How long after the purchase did you use the transitional services? Were there services that you didn't receive that would have helped your business during the transition?

Post-Divestiture Operations

4. Rank your market position and those of other firms in the market (1) when you acquired the assets, and (2) today. Are you satisfied with your performance with the acquired business? For instance, did you meet, exceed, or fall short of your expectations in the first year after you finalized the purchase? After 2 years? After 3 years? Explain any measurement you used to assess your performance.
5. Describe how the competitive environment has changed since you first acquired the business, and any impact those changes had on your performance in the first three years after your purchase of the divested assets. When answering, consider the following: any new firms that entered or existing firms that exited the market, mergers among firms within the market, growth of the market overall, investments by firms in the market (including your own) to expand or reposition, and whether such investments have affected competition in the market.
6. Do you have any suggestions for improvements to the FTC process that you believe would have made a difference in your experience in buying or operating the divested assets?

¹ Under the Paperwork Reduction Act, as amended, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB control number.