[Sender Name]
[Sender Title]
[Company Name]
[Date]

[Recipient Name]
[Recipient Title]
[Recipient Company Name]

Subject: NOTICE OF ANTITRUST COMPLIANCE AND GUN-JUMPING PROHIBITION

Dear [Recipient Name],

In connection with the proposed transaction between [Company A] and [Company B], this letter serves to outline the mandatory compliance protocols regarding "gun-jumping" and antitrust regulations prior to formal closing and the receipt of necessary regulatory clearances.

Until the transaction has received all required approvals from relevant antitrust authorities and has officially closed, the parties remain independent competitors. To ensure compliance with [Applicable Law, e.g., the Sherman Act and Hart-Scott-Rodino Act], the following guidelines must be strictly observed:

- **Independence:** Both companies must continue to operate as separate and independent entities. No party shall exercise control, or attempt to exercise control, over the ordinary business operations of the other.
- **Sensitive Information:** The exchange of competitively sensitive information (CSI), including pricing, margins, customer-specific data, or future strategic plans, is prohibited unless managed through an approved "Clean Team" or redacted in accordance with legal counsel's advice.
- **Market Conduct:** Parties must not coordinate on prices, bids, production levels, or the allocation of customers or territories.
- **Integration Planning:** While planning for post-merger integration is permitted, no actual integration of operations, sales forces, or management structures may occur prior to closing.
- **Public Statements:** All joint communications must be vetted by legal counsel to ensure they do not suggest that the merger is a "done deal" or that the entities are already operating as a single unit.

Failure to adhere to these restrictions can result in significant financial penalties, injunctions, and potential criminal liability for both the organizations and the individuals involved.

Please ensure that all employees involved in the transaction process are briefed on these requirements. If you have any questions regarding whether a specific action or information exchange is permissible, please consult [Name of Legal Counsel] immediately.

Sincerely,

[Signature]
[Sender Name]
[Company Name]