

# SENATE BILL No. 219

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## DIGEST OF INTRODUCED BILL

**Citations Affected:** IC 23-0.7.

**Synopsis:** Uniform Antitrust Pre-merger Notification Act. Incorporates into Indiana's law governing businesses and other associations the Uniform Antitrust Pre-Merger Notification Act, as approved and recommended for enactment in all states by the Uniform Law Commission. Provides that upon filing a pre-merger notification under the federal Hart-Scott-Rondino Act, a person shall file contemporaneously a complete electronic copy of the form required under that act with the attorney general if: (1) the person's principal place of business is in Indiana; or (2) the person conducts a specified level of sales in Indiana with respect to the goods or services involved in the proposed merger transaction. Provides that: (1) a form or additional documentary material under the federal act; and (2) other specified information related to the proposed merger transaction; are confidential for purposes of Indiana's public records act and may not be disclosed or made public by the attorney general. Provides an exception to this confidentiality requirement if: (1) the attorney general's disclosure is made pursuant to a protective order issued by an agency, court, or judicial officer in an administrative proceeding or judicial action; and (2) the proposed merger transaction is relevant to the proceeding or action. Authorizes the attorney general to: (1) share information with; and (2) disclose a form or additional documentary material under the federal act to; the attorney general of another state that has enacted the Uniform Antitrust Pre-Merger Notification Act or a substantively equivalent act. Authorizes the attorney general to impose on a person that violates the bill's filing requirement a civil penalty of not more than \$10,000 per day for each day that the violation remains unremedied.

**Effective:** July 1, 2026.

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## Charbonneau

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January 8, 2026, read first time and referred to Committee on Judiciary.

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Second Regular Session of the 124th General Assembly (2026)

PRINTING CODE. Amendments: Whenever an existing statute (or a section of the Indiana Constitution) is being amended, the text of the existing provision will appear in this style type, additions will appear in **this style type**, and deletions will appear in ~~this style type~~.

Additions: Whenever a new statutory provision is being enacted (or a new constitutional provision adopted), the text of the new provision will appear in **this style type**. Also, the word **NEW** will appear in that style type in the introductory clause of each SECTION that adds a new provision to the Indiana Code or the Indiana Constitution.

Conflict reconciliation: Text in a statute in *this style type* or ~~this style type~~ reconciles conflicts between statutes enacted by the 2025 Regular Session of the General Assembly.

## SENATE BILL No. 219

A BILL FOR AN ACT to amend the Indiana Code concerning business and other associations.

*Be it enacted by the General Assembly of the State of Indiana:*

1       SECTION 1. IC 23-0.7 IS ADDED TO THE INDIANA CODE AS  
2       A **NEW** ARTICLE TO READ AS FOLLOWS [EFFECTIVE JULY 1,  
3       2026]:  
4       **ARTICLE 0.7. UNIFORM ANTITRUST PRE-MERGER**  
5       **NOTIFICATION ACT**  
6       **Chapter 1. General Provisions**  
7       **Sec. 1. This article may be cited as the Uniform Antitrust**  
8       **Pre-Merger Notification Act.**  
9       **Sec. 2. This article applies to a pre-merger notification filed**  
10      **after June 30, 2026.**  
11      **Sec. 3. For purposes of applying and construing this article,**  
12      **consideration shall be given to the need to promote uniformity of**  
13      **the law among jurisdictions that enact the Uniform Antitrust**  
14      **Pre-Merger Notification Act.**  
15      **Chapter 2. Definitions**  
16      **Sec. 0.5. The definitions in this chapter apply throughout this**  
17      **article.**



1       **Sec. 1. "Additional documentary material"** means the additional  
2       documentary material filed with a Hart-Scott-Rodino form.

3       **Sec. 2. "Electronic"** means relating to technology having  
4       electrical, digital, magnetic, wireless, optical, electromagnetic, or  
5       similar capabilities.

6       **Sec. 3. "Filing threshold"** means the minimum size of a  
7       transaction that requires the transaction to be reported under the  
8       Hart-Scott-Rondino Act, as in effect at the time a person files a  
9       pre-merger notification.

10       **Sec. 4. "Hart-Scott-Rondino Act"** refers to Section 201 of the  
11       Hart-Scott-Rondino Antitrust Improvements Act of 1976 (15  
12       U.S.C. 18a), as amended.

13       **Sec. 5. "Hart-Scott-Rondino form"** means the form filed with a  
14       pre-merger notification. The term does not include additional  
15       documentary material.

16       **Sec. 6. "Person"** means an individual, estate, business or  
17       not-for-profit entity, government or governmental subdivision,  
18       agency, or instrumentality, or other legal entity.

19       **Sec. 7. "Pre-merger notification"** means a notification filed  
20       under the Hart-Scott-Rondino Act with:

21               (1) the Federal Trade Commission; and

22               (2) the Antitrust Division of the United States Department of  
23               Justice;

24       or a successor of either agency.

25       **Sec. 8. "State"** means a state of the United States, the District of  
26       Columbia, Puerto Rico, the United States Virgin Islands, or any  
27       other territory or possession subject to the jurisdiction of the  
28       United States.

### 29       **Chapter 3. Filing Requirement**

30       **Sec. 1. (a)** Upon filing a pre-merger notification under the  
31       Hart-Scott-Rondino Act, a person shall file contemporaneously a  
32       complete electronic copy of the Hart-Scott-Rondino form with the  
33       attorney general if:

34               (1) the person's principal place of business is in Indiana; or

35               (2) either:

36                       (A) the person; or

37                       (B) a person controlled directly or indirectly by the person;  
38       has annual net sales in Indiana, with respect to the goods or  
39       services involved in the proposed merger transaction, in an  
40       amount equal to at least twenty percent (20%) of the filing  
41       threshold.

42       **(b)** A person that files a Hart-Scott-Rondino form with the



attorney general under subsection (a)(1) shall include with the filing a complete electronic copy of the additional documentary material.

(c) A person that files a Hart-Scott-Rondino form with the attorney general under subsection (a)(2) shall, upon request of the attorney general, provide a complete electronic copy of the additional documentary material to the attorney general not later than seven (7) days after the date of receipt of the attorney general's request.

(d) The attorney general may not charge a person a fee in connection with:

(1) filing a Hart-Scott-Rondino form; or

(2) filing or providing the additional documentary material; under this section.

#### Chapter 4. Confidentiality

Sec. 1. (a) Except as provided in subsection (b) or IC 23-0.7-5-1, the following are confidential for purposes of IC 5-14-3 and may not be disclosed or made public by the attorney general:

(1) A Hart-Scott-Rondino form filed under IC 23-0.7-3-1.

(2) Additional documentary material filed or provided under IC 23-0.7-3-1.

(3) A Hart-Scott-Rondino form or additional documentary material provided to the attorney general by the attorney general of another state.

(4) The fact that a Hart-Scott-Rondino form or additional documentary material has been:

(A) filed or provided under IC 23-0.7-3-1; or

(B) provided by the attorney general of another state.

(5) The fact that the merger transaction that is the subject of a Hart-Scott-Rondino form has been proposed or any information related to the proposed merger transaction.

(b) The attorney general may disclose:

(1) a Hart-Scott-Rondino form;

(2) additional documentary material; or

(3) other information described in subsection (a);

pursuant to a protective order issued by an agency, court, or judicial officer in an administrative proceeding or judicial action if the proposed merger transaction is relevant to the proceeding or action.

(c) This section does not:

(1) limit or annul any other:

(A) confidentiality; or



- (B) information security;
- obligation of the attorney general;
- (2) preclude the attorney general from sharing information with:
  - (A) the Federal Trade Commission; and
  - (B) the Antitrust Division of the United States Department of Justice;
- or a successor of either agency; or
- (3) preclude the attorney general from sharing information with the attorney general of another state that has enacted:
  - (A) the Uniform Antitrust Pre-Merger Notification Act; or
  - (B) a substantively equivalent act that includes confidentiality provisions that are at least as protective as the confidentiality provisions of the Uniform Antitrust Pre-Merger Notification Act.

#### **Chapter 5. Reciprocity**

**Sec. 1. (a)** The attorney general may disclose a Hart-Scott-Rondino form and additional documentary material filed with or provided to the attorney general under IC 23-0.7-3-1 to the attorney general of another state that has enacted:

- (1) the Uniform Antitrust Pre-Merger Notification Act; or
- (2) a substantively equivalent act that includes confidentiality provisions that are at least as protective as the confidentiality provisions of the Uniform Antitrust Pre-Merger Notification Act.

(b) At least two (2) business days before making a disclosure under subsection (a), the attorney general shall give notice to the person that filed or provided the Hart-Scott-Rondino form or additional documentary material under IC 23-0.7-3-1.

#### **Chapter 6. Enforcement**

**Sec. 1.** The attorney general may impose on a person that violates IC 23-0.7-3-1 a civil penalty of not more than ten thousand dollars (\$10,000) per day for each day that the violation remains unremedied.

