



UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

Office of the Secretary

January 15, 2003

Stuart Meiklejohn, Esq.
Sullivan & Cromwell
125 Broad Street
New York, NY 10004-2498

Re: Solvay S.A.
Docket No. C-4046

Dear Mr. Meiklejohn:

This letter responds to the Petition of Solvay S.A. for Approval of Proposed Divestiture ("Petition") filed by Solvay S.A. ("Solvay"), on November 25, 2002, seeking prior approval by the Federal Trade Commission of the acquirer and the manner of the divestiture of the Solvay Fluoropolymers Business and the Solvay VF₂ Joint Venture Business as required by the order issued by the Commission on June 21, 2002, in Docket No. C-4046. The Commission has determined to approve Solvay's Petition.

In according its approval to the Petition, the Commission has relied upon the information submitted and representations made in connection with Solvay's Petition and has assumed them to be accurate and complete.

By direction of the Commission.

A handwritten signature in black ink that reads "Donald S. Clark".

Donald S. Clark
Secretary

cc: Rajiv Gupta