Office of the Secretary

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UNITED STATES OF AMERICA

FEDERAL TRADE COMMISSION WASHINGTON, D.C. 20580

June 21, 2011

Re: Proposed acquisition of Shamir Optical Industry Ltd. by Essilor International S.A.,
FTC File No. 111-0015

Dear Ms. Feinstein:

The Federal Trade Commission's Bureau of Competition has been conducting a
nonpublic investigation to determine whether the acquisition of Shamir Optical Industry Ltd. by Essilor International S.A. may violate Section 7 ofthe Clayton Act or Section 5 ofthe Federal Trade Commission Act.

Upon further review ofthis matter, it now appears that no additional action is warranted
by the Commission at this time. Accordingly, the investigation has been closed. This action is not to be construed as a determination that a violation may not have occurred, just as the pendency of an investigation should not be construed as a determination that a violation has occurred. The Commission reserves the right to take such further action as the public interest may reqUire.

By direction ofthe Commission. ~ >I.. r!V---

Donald S. Clark
Secretary