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[REDACTED]

October 2, 1992

VIA FEDERAL EXPRESS COURIER

Proprietary Notification Office

[REDACTED]

6th Street and Pennsylvania Avenue, N.W.,  
Washington, D.C. 20580.  
Attention: Hy Rubenstein, Esq.

5 10 53 AM '92  
FEDERAL TRADE  
COMMISSION  
FOIA INFORMATION  
OFFICE

Dear Mr. Rubenstein:

I write to confirm our recent discussions

regarding certain aspects of the rules promulgated by the

[REDACTED]

SECURITY ACT) 16 C.F.R. § 801.1(e)(2)(i) relating to acquisitions by

[REDACTED]

[REDACTED]

person within the definition of 16 C.F.R. § 801.1(e)(2)(i) (the "Acquiring Person") that proposes to acquire the voting securities of another foreign person (the "Acquired Person") a foreign government (the "Foreign Government")

the Acquired Person; the balance of the outstanding voting securities of the Acquired Person are publicly held by investors located outside the United States. The Acquired Person is its own ultimate parent entity, is organized under the laws of the Foreign Government and has a wholly-owned subsidiary (the "Subsidiary") organized under the laws of the State of Delaware. The indirect acquisition of the

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described herein, be subject to the reporting requirements of the HSR Act.

The Acquiring Person intends to acquire all outstanding voting securities of the Acquired Person, both from the Foreign Government and from the minority non-governmental shareholders, via a tender offer for more than 90% of such securities followed by a freeze-out transaction. The Foreign Government would agree with the Acquiring Person to tender its shares into the tender offer.

You have confirmed, after discussing the matter with Messrs. Sipple and Smith of your office, that, by operation of Section 802.52, both the acquisition of the Acquired Person and the indirect acquisition of the

Subsidiary effected thereby would be exempt from the

constituted the PMO position on this matter

the contents of this letter, please call the undersigned at [redacted] or [redacted] of this office at [redacted]. Our facsimile number is [redacted].

Thank you again for your assistance in, and

attention to, this matter

Very truly yours,

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a / S. B. [redacted]