



Office of the Secretary

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

November 15, 2011

Robert S. Schlossberg, Esq.
Freshfields Bruckhaus Deringer US LLP
701 Pennsylvania Ave., NW
Washington, DC 20004-2692

Re: In the Matter of BASF SE
Docket No. C-4253

Dear Mr. Schlossberg:

This is in reference to the "Petition of BASF SE for Approval of IB Toll Manufacturing Agreement Extension" ("Petition"), dated September 20, 2011 and filed by BASF SE ("BASF"). Pursuant to the Decision and Order in the above matter, BASF requests approval of a proposed change in the toll manufacturing agreement, a document that is part of the divestiture agreement included in the Decision and Order.

After consideration of BASF's Petition and other available information, the Commission has determined to approve the proposed change as set forth in BASF's Petition. In according its approval, the Commission has relied upon the information submitted and the representations made in connection with BASF's Petition and has assumed them to be accurate and complete.

By direction of the Commission.

Donald S. Clark
Secretary

cc: Dan Edmonstone, Esq.
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