



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

Office of the Director
Bureau of Competition

FEB 21 2013

Jeffrey Schmidt
Counsel for Citigroup
Linklaters
1345 Avenue of the Americas
New York, NY 10105

Re: Acquisition by Koch Industries, Inc. of Hamworthy Combustion, FTC File No.
111-0152

Dear Mr. Schmidt:

The Federal Trade Commission's Bureau of Competition has been conducting a nonpublic investigation to determine whether the acquisition of Hamworthy Combustion by Koch Industries, Inc. may violate Section 7 of the Clayton Act or Section 5 of the Federal Trade Commission Act.

Upon further review of this matter, it now appears that no further action is warranted by the Commission at this time. Accordingly, pursuant to authority delegated by the Commission, 49 Fed. Reg. 6171 (1984), 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.

Sincerely,

Richard A. Feinstein
Director, Bureau of Competition