



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

Office of the Secretary

April 25, 2000

Robert D. Agdern, Esq.
BP-Amoco p.l.c.
Law Department
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Chicago, IL 60601

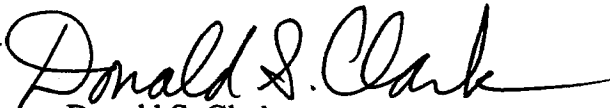
Re: BP-Amoco p.l.c./Atlantic Richfield Company
FTC File No. 991-0192

Dear Mr. Agdern:

This letter responds to BP-Amoco's request for prior approval for the "Intellectual Property License Agreement" and "Intellectual Property Assignment and Patent License Grantback Agreement" submitted to the Commission on April 13, 2000, and the "Transition Services Agreement" submitted to the Commission on April 18, 2000, pursuant to Paragraph II.C of the proposed Decision and Order. Paragraph II.C requires Respondents to enter into and receive prior Commission approval for certain license agreements and a transition services agreement prior to the divestiture of the ARCO Alaska Assets to Phillips Petroleum Company.

The Commission has determined to approve the agreements submitted by BP-Amoco. In according its approval, the Commission has relied upon the information submitted and representations made by BP-Amoco in connection with its submissions, and has assumed them to be accurate and complete.

By direction of the Commission.


Donald S. Clark
Secretary