



Office of the Secretary

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

August 24, 2005

Stuart Meiklejohn, Esq.
Sullivan & Cromwell
125 Broad Street
New York, NY 10004-2498

Re: *In the Matter of Cytec Industries Inc., Docket No. C-4132*

Dear Mr. Meiklejohn:

This letter responds to the Petition of Cytec Industries Inc. for Approval of Proposed Divestiture ("Petition") filed by Cytec Industries Inc. ("Cytec"), on June 20, 2005, seeking prior approval by the Federal Trade Commission of the acquirer and the manner of the divestiture of the UCB Amino Resins Business and the Fechenheim Additives Business as required by the order issued by the Commission on April 7, 2005, in Docket No. C-4132. The Commission has determined to approve Cytec's Petition. The Commission further has determined to grant Cytec's request to extend the deadline to divest these businesses to September 1, 2005.

In according its approval to the Petition, the Commission has relied upon the information submitted and representations made in connection with Cytec's Petition and has assumed them to be accurate and complete.

By direction of the Commission.

Donald S. Clark
Secretary

cc: Richard M. Klein