



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

MAY 05 2005

Office of the Director
Bureau of Competition

Clifford H. Aronson, Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, New York 10036

Re: Wrigley/Altria, FTC File No. 051-0037

Dear Mr. Aronson:

The Commission has conducted an investigation to determine whether the proposed acquisition by Wm. Wrigley Jr. Company of certain non-chocolate confectionery businesses from the Altria Group 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, 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.

Sincerely,

A handwritten signature in black ink, appearing to read "Susan A. Creighton".

Susan A. Creighton
Director