



Donald S. Clark
Office of the Secretary

United States of America
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

July 13, 2015

Ann Malester, Esq.
Weil, Gotshal & Manges LLP
1300 Eye Street NW, Suite 900
Washington, DC 20005-3314

Adam C. Hemlock, Esq.
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153

Re: *In the Matter of Panasonic Corporation and Sanyo Electric Co., Ltd.*
Docket No. C-4274

Dear Ms. Malester and Mr. Hemlock:

This is in reference to the Petition of Panasonic Corporation and Sanyo Electric Co., Ltd., for Approval of Sale of Assets to FDK Corporation that was filed by Panasonic Corporation ("Panasonic") on May 14, 2015. Pursuant to the Decision and Order in Docket No. C-4274, Panasonic requests prior Commission approval of its proposal to sell certain assets related to the manufacture of NiMH batteries to FDK Corporation.

After consideration of Panasonic's Application and other available information, the Commission has determined to approve the proposed sale as set forth in the Petition. In according its approval, the Commission has relied upon information and representations by Panasonic and FDK Corporation in connection with Panasonic's Petition and has assumed the information and representations to be accurate and complete.

By direction of the Commission.

Donald S. Clark
Secretary

cc: Jeffrey A. Jaeckel
Morrison & Foerster LLP
2000 Pennsylvania Ave., NW
Washington, D.C. 20006-1888