



Office of the Secretary

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

August 31, 2016

Elaine Ewing, Esq.
Cleary Gottlieb Steen & Hamilton LLP
2000 Pennsylvania Avenue, NW
Washington, D.C. 20006

Re: *In the Matter of American Air Liquide Holdings, Inc., Docket No. C-4574*

Dear Ms. Ewing:

This is in reference to the petition for the approval of the proposed divestiture of certain assets filed by American Air Liquide Holdings, Inc. ("Air Liquide") and received on June 21, 2016 ("Petition"). Pursuant to the Decision and Order in Docket No. C-4574, Air Liquide requests prior Commission approval of its proposal to divest certain gases assets to Matheson Tri-Gas, Inc. ("Matheson").

After consideration of Air Liquide's Petition and other available information, the Commission has determined to approve the proposed divestiture as set forth in the Petition. In reaching this decision, the Commission has relied upon the information submitted and the representations made by Air Liquide and Matheson in connection with the Petition and has assumed them to be accurate and complete.

By direction of the Commission.

Donald S. Clark
Secretary

cc: Richard Klein
369 Kings Highway
Cherry Hill, NJ 08034