

Form - item 6-B  
item 8

[REDACTED]

July 19, 1994

**BY FACSIMILE**

Mr. Patrick Sharpe  
Premerger Notification Office  
Federal Trade Commission  
6th Street & Pennsylvania Avenue, N.W.  
Washington, D.C. 20580

Dear Mr. Sharpe:

I am writing to confirm the content of our two telephone conversations on Thursday, July 14, 1994. During those conversations, I asked you several questions about Items 8 and 6(b) of the Pre-Merger Notification Form.

First, I inquired about what type of information should be supplied for Item 8 when the [REDACTED] relationship at issue involves the [REDACTED] contracting to [REDACTED] for the [REDACTED] a fully equipped factory. You informed me that, with respect to Item 8, the only information that needs to be supplied in this situation is a general description of the parties' contractual relationship, the type of products supplied by the [REDACTED], and the approximate value of the contract.

In regard to Item 6(b), I asked whether it was necessary, when the reporting party has one class of common stock and several classes of convertible preferred stock, to aggregate the voting rights of the common stock and the potential voting rights of the preferred stock, and then determine each reported holder's percentage with respect to the total outstanding voting rights. You informed me that it was only necessary to report the individual holders' percentages with respect to the class of securities held by the holder.

Disagree.  
aggregate  
current  
voting  
power

[REDACTED]

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I appreciate your assistance in this matter. Please contact me if I have incorrectly described the content of any portion of our telephone conversations.

Sincerely yours,

[REDACTED]  
[REDACTED]

*called* [REDACTED] 7-21-94

[REDACTED]