

that uses non-branch delivery systems to obtain deposits and to deliver loans may have almost all of its loans outside the institution's assessment area.

Assume that an examiner, after consideration of performance context and other applicable regulatory criteria, concludes that the institution has weak performance under the lending test criteria applicable to lending activity, geographic distribution, and borrower characteristics within the assessment area. The institution may compensate for such weak performance by exceptionally strong performance in community development lending in its assessment area or a broader statewide or regional area that includes its assessment area.

#### Appendix B to Part \_\_\_\_—CRA Notice

Q1. *What agency information should be added to the CRA notice form?*

A1. The following information should be added to the form:

*OCC-supervised institutions only:* The address of the deputy comptroller of the district in which the institution is located should be inserted in the appropriate blank. These addresses can be found at 12 CFR 4.5(a).

*OCC-, FDIC-, and Board-supervised institutions:* "Officer in Charge of Supervision" is the title of the responsible official at the appropriate Federal Reserve Bank.

#### Appendix A—Regional Offices of the Bureau of the Census

To obtain median family income levels of census tracts, MSAs, block numbering areas and statewide nonmetropolitan areas, contact the appropriate regional office of the Bureau of the Census as indicated below. The list shows the states covered by each regional office.

##### Atlanta

(404) 730-3833

*Alabama, Florida, Georgia*

##### Boston

(617) 424-0510

*Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont*

##### Charlotte

(704) 344-6144

*District of Columbia, Kentucky, North Carolina, South Carolina, Tennessee, Virginia*

##### Chicago

(708) 562-1740

*Illinois, Indiana, Wisconsin*

##### Dallas

(214) 640-4470 or (800) 835-9752

*Louisiana, Mississippi, Texas*

##### Denver

(303) 969-7750

*Arizona, Colorado, Nebraska, New Mexico, North Dakota, South Dakota, Utah, Wyoming*

##### Detroit

(313) 259-1875

*Michigan, Ohio, West Virginia*

##### Kansas City

(913) 551-6711

*Arkansas, Iowa, Kansas, Minnesota, Missouri, Oklahoma*

##### Los Angeles

(818) 904-6339

*California*

##### New York

(212) 264-4730

*New York, Puerto Rico*

##### Philadelphia

(215) 597-8313 or (215) 597-8312

*Delaware, Maryland, New Jersey, Pennsylvania*

##### Seattle

(206) 728-5314

*Alaska, Hawaii, Idaho, Montana, Nevada, Oregon, Washington*

#### End of Text of the Interagency Questions and Answers

Dated: April 27, 1999.

**Keith J. Todd,**

*Executive Secretary, Federal Financial Institutions Examination Council.*

[FR Doc. 99-10841 Filed 4-30-99; 8:45 am]

BILLING CODE 4810-33-P; 6210-01-P; 6714-01-P; 6720-01-P

#### FEDERAL RESERVE SYSTEM

##### Change in Bank Control Notices; Acquisitions of Shares of Banks or Bank Holding Companies

The notificants listed below have applied under the Change in Bank Control Act (12 U.S.C. 1817(j)) and § 225.41 of the Board's Regulation Y (12 CFR 225.41) to acquire a bank or bank holding company. The factors that are considered in acting on the notices are set forth in paragraph 7 of the Act (12 U.S.C. 1817(j)(7)).

The notices are available for immediate inspection at the Federal Reserve Bank indicated. The notices also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing to the Reserve Bank indicated for that notice or to the offices of the Board of Governors. Comments

must be received not later than May 18, 1999.

**A. Federal Reserve Bank of Chicago**  
(Philip Jackson, Applications Officer)  
230 South LaSalle Street, Chicago, Illinois 60690-1413:

1. *Edward Salomon*, Chicago, Illinois and Salvatore Scambiaterra (also known as Sam Scott), Park Ridge, Illinois, individually and as voting trustees of shares in a voting trust), to acquire additional voting shares of Greater Chicago Financial Corp., Chicago, Illinois, and thereby indirectly acquire Austin Bank of Chicago, Chicago, Illinois.

Board of Governors of the Federal Reserve System, April 28, 1999.

**Robert deV. Frierson,**

*Associate Secretary of the Board.*

[FR Doc. 99-11033 Filed 4-30-99; 8:45 am]

BILLING CODE 6210-01-F

#### FEDERAL RESERVE SYSTEM

##### Formations of, Acquisitions by, and Mergers of Bank Holding Companies

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act. Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than May 28, 1999.

**A. Federal Reserve Bank of Atlanta**  
(Lois Berthaume, Vice President) 104

Marietta Street, N.W., Atlanta, Georgia 30303-2713:

1. *East Alabama Financial Group, Inc.*, Wedowee, Alabama; to become a bank holding company by acquiring 100 percent of the voting shares of Small Town Bank, Wedowee, Alabama (in organization).

Board of Governors of the Federal Reserve System, April 28, 1999.

**Robert deV. Frierson,**

*Associate Secretary of the Board.*

[FR Doc. 99-11032 Filed 4-30-99; 8:45 am]

BILLING CODE 6210-01-F

## FEDERAL TRADE COMMISSION

[File No. 9910112]

### **Rohm and Haas Company et al.; Analysis To Aid Public Comment**

**AGENCY:** Federal Trade Commission.

**ACTION:** Proposed consent agreement.

**SUMMARY:** The consent agreement in this matter settles alleged violations of federal law prohibiting unfair or deceptive acts or practices or unfair methods of competition. The attached Analysis To Aid Public Comment describes both the allegations in the draft complaint that accompanies the consent agreement and the terms of the consent order—embodied in the consent agreement—that would settle these allegations.

**DATES:** Comments must be received on or before July 2, 1999.

**ADDRESSES:** Comments should be directed to: FTC/Office of the Secretary, Room 159, 600 Pennsylvania Avenue, NW, Washington, DC 20580.

#### **FOR FURTHER INFORMATION CONTACT:**

Timothy Feighery and Wallace Easterling, FTC/S-3627, 601 Pennsylvania Avenue, NW, Washington, DC 20580, (202) 326-3520 or (202) 326-2936.

**SUPPLEMENTARY INFORMATION:** Pursuant to section 6(f) of the Federal Trade Commission Act, 38 Stat. 721, 15 U.S.C. 46, and section 2.34 of the Commission's Rules of Practice, 16 CFR 2.34, notice is hereby given that the above-captioned consent agreement containing a consent order to cease and desist, having been filed with and accepted, subject to final approval, by the Commission, has been placed on the public record for a period of sixty (60) days. The following Analysis To Aid Public Comment describes the terms of the consent agreement, and the allegations in the complaint. An electronic copy of the full text of the consent agreement package can be

obtained from the FTC Home Page (for April 22, 1999), on the World Wide Web, at "<http://www.ftc.gov/os/actions97.htm>." A paper copy can be obtained from the FTC Public Reference Room, Room H-130, 600 Pennsylvania Avenue, NW, Washington, DC 20580, either in person or by calling (202) 326-3627.

Public comment is invited. Comments should be directed to: FTC/Office of the Secretary, Room 159, 600 Pennsylvania Avenue, NW, Washington, DC 20580. Two paper copies of each comment should be filed, and should be accompanied, if possible, by a 3½ inch diskette containing an electronic copy of the comment. Such comments or views will be considered by the Commission and will be available for inspection and copying at its principal office in accordance with section 4.9(b)(6)(ii) of the Commission's Rules of Practice (16 CFR 4.9(b)(6)(ii)).

### **Analysis of Proposed Consent Order To Aid Public Comment**

The Federal Trade Commission ("Commission") has accepted, subject to final approval, an Agreement Containing Consent Order ("Agreement") from Rohm and Haas Company ("Rohm & Haas") and Morton International, Inc. ("Morton") to resolve competitive concerns arising out of Rohm & Haas's proposed acquisition of Morton. Under the proposed Order, Rohm & Haas and Morton ("respondents") would divest the Morton business of producing and selling acrylic water-based polymers for use in the formulation of floor care products.

The proposed Order has been placed on the public record for sixty (60) days for reception of comments by interested persons. Comments received during this period will become part of the public record. After sixty (60) days, the Commission will review the agreement and comments received and decide whether to withdraw its acceptance of the agreement or make final the agreement's proposed Order.

The proposed complaint alleges that the acquisition, if consummated, would violate section 7 of the Clayton Act, 15 U.S.C. 18, as amended, and section 5 of the Federal Trade Commission Act ("FTC Act"), 15 U.S.C. 45, as amended, in the market for the sale of acrylic water-based polymers for use in formulation of floor care products ("Water-Based Floor Care Polymers"). According to the proposed complaint, Water-Based Floor Care Polymers impart essential properties, such as hardness, slip resistance and gloss, to floor care products. Major customers of

Water-Based Floor Care Polymers are product formulators, who sell finished floor care products, such as polishes, mainly to industrial and institutional users, including factories, schools and retail stores. The proposed complaint alleges that the Water-Based Floor Care Polymers market in North America is highly concentrated, with Rohm & Haas and Morton each controlling a significant share of the market. The proposed complaint further alleges that the effect of the acquisition may be to substantially lessen competition and to tend to create a monopoly by, among other things, eliminating direct competition between Rohm & Haas and Morton, increasing the likelihood that purchasers of Water-Based Floor Care Polymers will be forced to pay higher prices, increasing the likelihood that technical and sales services provided to customers will be reduced, and increasing the likelihood that innovation will be reduced. Customers have complained that the effect of the transaction, if permitted to close, would be increased prices for floor care polymers and reduced technical service, support, and innovation.

The proposed complaint further alleges that entry into the Water-Based Floor Care Polymers market would not be timely, likely, or sufficient to deter or offset the adverse effects of the acquisition on competition. Entry is difficult in this market because of the length of time it would take and the expense that would be incurred in building appropriate chemical production facilities, the difficulty in acquiring the technical expertise necessary to produce the polymers, and the difficulty in gaining recognition in a marketplace in which customers are reluctant to switch from proven suppliers.

The proposed Order is designed to remedy the anticompetitive effects of the acquisition in the North American market for Water-Based Floor Care Polymers, as alleged in the complaint, by requiring the divestiture of Morton's Water-Based Floor Care Polymers business. Under the terms of the proposed Order, respondents are required to divest, no later than ten (10) days after the date the Commission accepts the Agreement for public comment, Morton's worldwide Water-Based Floor Care Polymers business to GenCorp, Inc. ("GenCorp"). GenCorp currently produces water-based polymers for use in the graphics industry, a technology and production area closely related to Water-Based Floor Care Polymers. Divestiture of the Morton Water-Based Floor Care Polymers business to GenCorp is