



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

Office of the Secretary

March 1, 2018

David I. Gelfand, Esq.  
Cleary Gottlieb Steen & Hamilton LLP  
2000 Pennsylvania Avenue NW  
Washington, DC 20006

**Re: Proposed Acquisition of Luxottica Group S.p.A. by Essilor International  
(Compagnie Generale d'Optique) S.A., File No. 171-0060**

Dear Mr. Gelfand:

The Federal Trade Commission's Bureau of Competition has been conducting a non-public investigation to determine whether the acquisition of Luxottica Group S.p.A. by Essilor International (Compagnie Generale d'Optique) S.A. 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. The Commission reserves the right to take such further action as the public interest may require.

By direction of the Commission.

Donald S. Clark  
Secretary