



PROPOSED CHARGING LETTER

FEDERAL EXPRESS - OVERNIGHT

W.R. Grace & Co. - Conn.
Grace Construction Products
62 Whittemore Avenue
Cambridge, Massachusetts 02 140

Attention: Robert F. Jenkins
Vice President
of Engineering and Manufacturing Support

Dear Mr. Jenkins:

The Bureau of Industry and Security, United States Department of Commerce (BIS), has reason to believe that W.R. Grace & Co. - **COM.**, acting through its Construction Products business unit having a place of business at 62 Whittemore Avenue, Cambridge, Massachusetts 02 140 (Grace) violated the Export Administration Regulations (15 C.F.R. Parts 730-774 (2002)) (the Regulations),¹ issued pursuant to the Export Administration Act of 1979, as amended (50 U.S.C. app. §§ 2401-2420 (1994 & Supp. V 1999)) (the Act),² on 5 1 occasions. Specifically, BIS charges that Grace committed the following violations:

¹ The Regulations are currently codified in the Code of Federal Regulations at 15 C.F.R. Parts 730-774 (2002). The Regulations governing the violations at issue. are found in the 1997 version of the Code of Federal Regulations. These Regulations are codified at 15 C.F.R. Parts 730-774 (1997) and, to the degree to which they pertain to this matter, are substantially the same as the 2002 version.

² From August 2 1, 1994 through November 1 2, 2000, the Act was in lapse. During that period, the President, through Executive Order 12924, which had been extended by successive Presidential Notices, the last of which was August 3, 2000 (3 C.F.R., 2000 Comp. 397 (2001)), continued the Regulations in effect under the International Emergency Economic Powers Act (50 U.S.C. §§ 1701 - 1706 (1994 & Supp. V 1999)) ("IEEPA"). On November 13, 2000, the Act was reauthorized and it remained in effect through August 20, 200 1. Since August 2 1, 2001, the Act has been in lapse and the President, through Executive Order 13222 of August 17, 2001 (66 *Fed. Reg.* 44025 (August 22, 2001)), has continued the Regulations in effect under IEEPA.



**Charges 1-18 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of
Triethanolamine Without the Required Licenses**

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about January 16, 1997 through **on** or about December 16, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United **States to** Mexico without obtaining a license from the Department of Commerce as required by Section **742.2** of the Regulations. In doing so, Grace committed 18 violations of Section **764.2(a)** of the Regulations.

**Charges 19-24 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of
Triethanolamine Without the Required Licenses**

As described in greater detail in Schedule A, which is **enclosed and** incorporated herein by reference, from on or about January 19, 1997 through on or about August 14, 1997, **Grace** exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Thailand without obtaining a license from the Department of Commerce as required by Section **742.2** of the Regulations. In doing so, Grace committed six violations of Section 764.2(a) of the Regulations.

**Charges 25-31 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of
Triethanolamine Without the Required Licenses**

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about January 26, 1997 through on or about August 26, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Hong Kong without **obtaining a** license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed seven violations of Section 764.2(a) of the Regulations.

**Charges 32-35 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of
Triethanolamine Without the Required Licenses**

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about February 3, 1997 through on or about November 10, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Venezuela without obtaining a license from the Department of Commerce as required by Section **742.2** of the Regulations. In doing so, Grace committed four violations of Section 764.2(a) of the Regulations.

Charges 36-38 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about February 23, 1997 through on or about October 10, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Philippines without obtaining a license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed three violations of Section 764.2(a) of the Regulations.

Charges 39-40 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about March 2, 1997 through on or about April 15, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Taiwan without obtaining a license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed two violations of Section 764.2(a) of the Regulations.

Charges 41-43 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about May 1, 1997 through on or about October 25, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to the Dominican Republic without obtaining a license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed three violations of Section 764.2(a) of the Regulations.

Charges 44-50 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, from on or about August 8, 1997 through on or about November 15, 1997, Grace exported chemical products containing triethanolamine (ECCN 1 C3 SO) from the United States to Brazil without obtaining a license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed seven violations of Section 764.2(a) of the Regulations.

**Charge 51 15 C.F.R. § 764.2(a) - Engaging in Prohibited Conduct - Export of
Triethanolamine Without the Required Licenses**

As described in greater detail in Schedule A, which is enclosed and incorporated herein by reference, on or about November 21, 1997, Grace exported chemical products containing triethanolamine (ECCN 1C350) from the United States to Singapore without obtaining a license from the Department of Commerce as required by Section 742.2 of the Regulations. In doing so, Grace committed one violation of Section 764.2(a) of the Regulations.

BIS alleges that Grace committed 51 violations of Section 764.2(a) of the Regulations, for a total of 51 violations.

Accordingly, Grace is hereby notified that an administrative proceeding is instituted against it pursuant to Section 13(c) of the Act and Part 766 of the Regulations for the purpose of obtaining an order imposing administrative sanctions, including any or all of the following:

The maximum civil penalty allowed by law of \$11,000 per violation;³

Denial of export privileges; and/or

Exclusion from practice before BIS.

If Grace fails to answer the charges contained in this letter within 30 days after being served with notice of issuance of this letter, that failure will be treated as a default. (Regulations, Sections 766.6 and 766.7). If Grace defaults, the Administrative Law Judge may find the charges alleged in this letter are true without hearing or further notice to Grace. The Under Secretary of Commerce for Export Administration may then impose up to the maximum penalty on each of the charges in this letter.

Grace is further notified that it is entitled to an agency hearing on the record if Grace files a written demand for one with its answer. (Regulations, Section 766.6). Grace is also entitled to be represented by counsel or other authorized representative who has power of attorney to represent it. (Regulations, Sections 766.3(a) and 766.4).

The Regulations provide for settlement without a hearing. (Regulations, Section 766.18). Should you have a proposal to settle this case, you or your representative should transmit it to me through the attorney representing BIS named below.

³ Pursuant to the Federal Civil Penalties Adjustment Act of 1990 (23 U.S.C. §2461, note (1994 & Supp. V 1999)), and 15 C.F.R. §6.4(a)(2) (2002), the maximum penalty for each violation committed after October 33, 1996 and before November 1, 2000 is \$11,000.

W.R. Grace
Proposed Charging Letter
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The U.S. Coast Guard is providing administrative law judge services in connection with the matters set forth in this letter. Accordingly, Grace's answer must be filed in accordance with the instructions in Section 766.5(a) of the Regulations with:

U.S. Coast Guard ALJ Docketing Center
40 S. Gay Street
Baltimore, Maryland 21202-4022

In addition, a copy of Grace's answer must be served on BIS at the following address:

Chief Counsel for Industry and Security
Attention: Christine Lee
Room H-3839
United States Department of Commerce
14th Street and Constitution Avenue, N. W.
Washington, D.C. 20230

Christine Lee is the attorney representing BIS in this case; any communications that you may wish to have concerning this matter should occur through her. Ms. Lee may be contacted by telephone at (202) 482-5304.

Sincerely,

Mark D. Menefee
Director
Office of Export Enforcement

Enclosure

SCHEDULE A

CHARGE NUMBER	EXPORT DATE (on or about)	COMMODITY	DESTINATION	INVOICE NUMBER	BILL OF LADING/ DOCUMENT NUMBER
33	08/10/97	TRIETHANOLAMINE	VENEZUELA	90087359	7336HOPC051449
34	08/26/97	TRIETHANOLAMINE	VENEZUELA	90092308	7338HOPC191405
35	11/10/97	TRIETHANOLAMINE	VENEZUELA	90125718	7252HOPC281348
36	02/23/97	TRIETHANOLAMINE	PHILIPPINES	90017338	ATLA204706
37	06/26/97	TRIETHANOLAMINE	PHILIPPINES	90069598	71733000
38	10/10/97	TRIETHANOLAMINE	PHILIPPINES	90711253	71753552
39	03/02/97	TRIETHANOLAMINE	TAIWAN	90021340	ATLA219709
40	04/15/97	TRIETHANOLAMINE	TAIWAN	90040576	ATLA219709
41	05/01/97	TRIETHANOLAMINE	DOMINICAN REPUBLIC	90050748	12231/14924
42	08/26/97	TRIETHANOLAMINE	DOMINICAN REPUBLIC	90096147	HOU-77251
43	10/25/97	TRIETHANOLAMINE	DOMINICAN REPUBLIC	90120324	HOU-81171
44	08/08/97	TRIETHANOLAMINE	BRAZIL	90085010	7PHLIA1379
45	08/15/97	TRIETHANOLAMINE	BRAZIL	90085717	7PHLIA1413
46	10/17/97	TRIETHANOLAMINE	BRAZIL	90116553	7PHLIA2010
47	10/31/97	TRIETHANOLAMINE	BRAZIL	90124297	7PHLIA9052

CHARGE NUMBER	EXPORT DATE (on or about)	COMMODITY	DESTINATION	INVOICE NUMBER	BILL OF LADING/ DOCUMENT NUMBER
48	11/09/97	TRIETHANOLAMINE	BRAZIL	90126728	7PHLJA2279
49	11/15/97	TRIETHANOLAMINE	BRAZIL	90130773	7PHLJA2426
50	11/15/97	TRIETHANOLAMINE	BRAZIL	90130772	7PHLJA2410
51	1 1/21/97	TRIETHANOLAMINE	SINGAPORE	90165677	71762722

UNITED STATES DEPARTMENT OF COMMERCE
BUREAU OF INDUSTRY AND SECURITY
WASHINGTON, D.C. 20230

In the Matter of:)
)
W.R. Grace & Co. - Conn.)
Grace Construction Products)
62 Whittemore Avenue)
Cambridge, Massachusetts 02 140)
)
Respondent)

SETTLEMENT AGREEMENT BETWEEN W.R. GRACE & CO. - CONN. AND
THE BUREAU OF INDUSTRY AND SECURITY

This Settlement Agreement (“Agreement”) is made by and between W.R. Grace & Co. - Conn., acting through its Construction Products business unit having a place of business at 62 Whittemore Avenue, Cambridge, Massachusetts 02140 (“Grace”) and the Bureau of Industry and Security, United States Department of Commerce (“BIS”), pursuant to Section 766.18(a) of the Export Administration Regulations (15 C.F.R. Parts 730-774 (2003)) (the “Regulations”),¹ issued pursuant to the Export Administration Act of 1979, as amended (50 U.S.C. app. §§ 2401-2420 (1994 & Supp. V 1999)) (“Act”).²

¹ The Regulations are currently codified in the Code of Federal Regulations at 15 C.F.R. Parts 730-774 (2003). The Regulations governing the violations at issue are found in the 1997 version of the Code of Federal Regulations. These Regulations are codified at 15 C.F.R. Parts 730-774 (1997) and, to the degree to which they pertain to this matter, are substantially the same as the 2003 version.

² From August 21, 1994 through November 12, 2000, the Act was in lapse. During that period, the President, through Executive Order 12924, which had been extended by successive Presidential Notices, the last of which was issued on August 3, 2000 (3 C.F.R., 2000 Comp. 397 (2001)), continued the Regulations in effect under the International Emergency Economic Powers Act (50 U.S.C. §§1701 - 1706 (1994 & Supp. V 1999)) (“IEEPA”). On November 13, 2000, the Act was reauthorized and it remained in effect through August 20, 2001. Since August 21, 2001, the Act has been in lapse and the President, through Executive Order 13222 of August 17, 2001 (3 C.F.R., 2001 Comp. 783 (2002)), as extended by the Notice of

WHEREAS, Grace voluntarily disclosed to BIS on December 1, 1998, that it had reason to believe it had violated the Regulations by engaging in prohibited conduct - exports of triethanolamine without the required BIS licenses;

WHEREAS, BIS has notified Grace of its intention to initiate an administrative proceeding against Grace pursuant to the Act and the Regulations;

WHEREAS, BIS has issued a proposed charging letter, a copy of which is attached hereto as Exhibit A, to Grace that alleged that Grace committed 51 violations of the Regulations.

Specifically, the charges are:

51 Violations of 1.5 C.F. R. § 764.2(a) of the Regulations: Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses: On 51 separate occasions, from on or about January 16, 1997 through on or about December 16, 1997, Grace exported or caused to be exported triethanolamine (ECCN 1C350), an item subject to the Regulations, from the United States to Brazil, the Dominican Republic, Hong Kong, Mexico, the Philippines, Singapore, Thailand, and Venezuela without licenses from the Department of Commerce as required by Section 742.2 of the Regulations.

WHEREAS, Grace has reviewed the proposed charging letter and is aware of the allegations made against it and the administrative sanctions which could be imposed against it if the allegations are found to be true;

August 14, 2002 (3 C.F.R., 2002 Comp. 306 (2003)), has continued the Regulations in effect under IEEPA.

WHEREAS, Grace fully understands the terms of this Agreement and the Order that will be issued to give effect to this Settlement Agreement (“Order”), a copy of which is attached hereto as Exhibit B;

WHEREAS, Grace enters into this Agreement voluntarily and with full knowledge of its rights;

WHEREAS, Grace states that no promises or representations have been made to it other than the agreements and considerations herein expressed;

WHEREAS, Grace neither admits nor denies the allegations contained in the proposed charging letter; and

WHEREAS, Grace wishes to settle and dispose of all matters voluntarily disclosed as aforesaid, including those alleged in the proposed charging letter, by entering into this Agreement;

NOW THEREFORE, Grace and BIS agree as follows:

1. Grace agrees to be bound by the Order, when entered.
2. BIS has jurisdiction over Grace, under the Regulations, in connection with the matters voluntarily disclosed as aforesaid, including those alleged in the proposed charging letter.
3. BIS and Grace agree that the following sanction shall be imposed against Grace in complete settlement of all matters voluntarily disclosed as aforesaid, including those charges alleged in the proposed charging letter:
 - a. Grace shall be assessed a civil penalty in the amount of \$178,500 which shall be paid to the U.S. Department of Commerce. Payment shall be made in accordance with a confirmed Plan of Reorganization or order for the payment of creditors

approved by the U.S. Bankruptcy Court for the District of Delaware under the Bankruptcy Code and Rules in *In re: W.R. Grace & Co., et al.*, Case No. 01-1 139 (jointly administered) (the "Bankruptcy"). If so made, payment shall be considered timely and in full. Notwithstanding provisions in this subparagraph to the contrary, if the Bankruptcy is dismissed, payment shall be due 30 days from dismissal of the Bankruptcy.

- b. Pursuant to the Debt Collection Act of 1982, as amended (31 U.S.C. §§ 3701-3720E (1994 & Supp. V 1999)), the civil penalty owed under the Order accrues interest as more fully described in the Notice attached to the Order, and, if payment is not made by the due date specified herein, Grace will be assessed, in addition to the full amount of the civil penalty and interest, a penalty charge and an administrative charge, as more fully described in the attached Notice.
- c. The timely payment of the civil penalty and interest, and a penalty charge and an administrative charge, agreed to in subparagraph 3a and 3b, is hereby made a condition to the granting, restoration, or continuing validity of any export license, permission, or privilege granted, or to be granted, to Grace. Failure to make timely payment of the civil penalty and any interest and other applicable charges set forth above shall result in the denial of all of Grace's export privileges for a period of one year from the date of entry of the Order imposing the civil penalty.
- d. Upon this Agreement becoming binding as outlined in paragraphs 9 and 10 hereof, BIS shall be deemed to have an allowed general unsecured claim in the

Bankruptcy in the amount of \$178,500 and BIS may file a proof of claim in said amount to which Grace will not object.

4. Grace agrees that, subject to the approval of this Agreement pursuant to paragraphs 9 and 10 hereof, it hereby waives all rights to further procedural steps in this matter (except with respect to any alleged violations of this Agreement or the Order, when entered), including, without limitation, any right: (a) to an administrative hearing regarding the allegations in the proposed charging letter; (b) to request a refund of any civil penalty paid pursuant to this Agreement and the Order, when entered; and (c) to seek judicial review or otherwise contest the validity of this Agreement or the Order, when entered.

5. BIS agrees that, upon entry of the Order, it will not initiate any administrative proceeding against Grace in connection with any violation of the Act, former Regulations, or the Regulations arising out of the transactions voluntarily disclosed as aforesaid, including those set forth in the proposed charging letter.

6. Grace understands that BIS will make the proposed charging letter, this Agreement, and the Order, when entered, available to the public.

7. BIS and Grace agree that this Agreement is for settlement purposes only. Therefore, if this Agreement does not receive approval by the U.S. Bankruptcy Court for the District of Delaware as specified in paragraph 10 hereof or is not otherwise accepted and the Order is not issued by the Assistant Secretary of Commerce for Export Enforcement pursuant to Section 766.18(a) of the Regulations, BIS and Grace agree that they may not use this Agreement in any administrative or judicial proceeding and that the parties shall not be bound by the terms contained in this Agreement in any subsequent administrative or judicial proceeding.

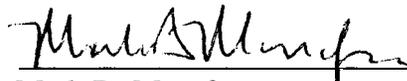
8. No agreement, understanding, representation, or interpretation not contained in this Agreement may be used to vary or otherwise affect the terms of this Agreement or the Order, when entered, nor shall this Agreement serve to bind, constrain, or otherwise limit any action by any other agency or department of the United States Government with respect to the facts and circumstances addressed herein.

9. This Agreement shall become binding on BIS only when the Assistant Secretary of Commerce for Export Enforcement approves it by entering the Order, which will have the same force and effect as a decision and order issued after a full administrative hearing on the record.

10. This Agreement is being executed by Grace, subject to approval by the Bankruptcy Court, whether pursuant to the Omnibus Procedure for Settling Certain Claims and Causes of Action Brought By or Against the Debtors in a Judicial, Administrative, Arbitral or Other Action or Proceeding, or another order of the Bankruptcy Court (collectively referred to as "Bankruptcy Court Approval"). This Agreement shall become binding upon Grace only when such Bankruptcy Court Approval becomes effective. In the event such Bankruptcy Court Approval does not become effective, this Agreement shall be null and void.

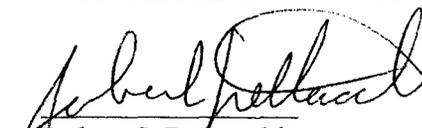
11. Each signatory affirms that he has authority to enter into this Settlement Agreement and to bind his respective party to the terms and conditions set forth herein.

BUREAU OF INDUSTRY AND SECURITY
U.S. DEPARTMENT OF COMMERCE



Mark D. Menefee
Director
Office of Export Enforcement

W.R. GRACE & CO. - CONN.



Robert J. Bertacchi
Senior Vice President
W.R. Grace & Co. - Conn.

Date: 7/7/03

Date: Jun 27, 2003

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UNITED STATES DEPARTMENT OF COMMERCE
BUREAU OF INDUSTRY AND SECURITY
WASHINGTON, D.C. 20230

In the Matter of:)
)
W.R. Grace & Co. - Corm.)
Grace Construction Products)
62 Whittemore Avenue)
Cambridge, Massachusetts 02 140)
)

Respondent)

ORDER RELATING TO RESPONDENT. W.R. GRACE & CO. - CONN.

The Bureau of Industry and Security, United States Department of Commerce (“BIS”), having notified W.R. Grace & Co. - Conn., acting through its Construction Products business unit having a place of business at 62 Whittemore Avenue, Cambridge, Massachusetts 02140 (“Grace”), of its intention to initiate an administrative proceeding against it pursuant to Section 13(c) of the Export Administration Act of 1979, as amended (50 U.S.C. app. §§ 2401-2420 (1994 & Supp. V 1999)) (“Act”), and the Export Administration Regulations (currently codified at 15 C.F.R. Parts 730-774 (2003)) (“Regulations”), based on allegations in a proposed charging

¹ From August 21, 1994 through November 12, 2000, the Act was in lapse. During that period, the President, through Executive Order 12924, which had been extended by successive Presidential Notices, the last of which was issued on August 3, 2000 (3 C.F.R., 2000 Comp. 397 (2001)), continued the Regulations then in effect under the International Emergency Economic Powers Act (50 U.S.C. §§1701 - 1706 (1994 & Supp. V 1999)) (IEEPA). On November 13, 2000, the Act was reauthorized and it remained in effect through August 20, 2001. Since August 21, 2001, the Act has been in lapse and the President, through Executive Order 13222 of August 17, 2001 (3 C.F.R., 2001 Comp. 783 (2002)), as extended by the Notice of August 7, 2003 (68 Fed. Reg. 47833 (August 11, 2003)), has continued the Regulations in effect under IEEPA.

² The Regulations are currently codified in the Code of Federal Regulations at 15 C.F.R. Parts 730-774 (2003). The Regulations governing the violations at issue are found in the 1997 version of the Code of Federal Regulations. These Regulations are codified at 15 C.F.R. Parts 730-774 (1997) and, to the degree to which they pertain to this matter, are substantially the same as the 2002 version.

letter issued to Grace that Grace committed 51 violations of the Regulations. Specifically, the charges are:

51 Violations of 1.5 C.F.R. § 764.2(a) of the Regulations: Engaging in Prohibited Conduct - Exports of Triethanolamine Without the Required Licenses: On 51 separate occasions, from on or about January 16, 1997 through on or about December 16, 1997, Grace exported or caused to be exported triethanolamine (ECCN 1C350), an item subject to the Regulations, from the United States to Brazil, the Dominican Republic, Hong Kong, Mexico, the Philippines, Singapore, Thailand, and Venezuela without licenses from the Department of Commerce as required by Section 742.2 of the Regulations.

BIS and Grace having entered into a Settlement Agreement pursuant to Section 766.18(a) of the Regulations whereby they agreed to settle this matter in accordance with the terms and conditions set forth therein, and the terms of the Settlement Agreement having been approved by me;

IT IS THEREFORE ORDERED:

FIRST, that a civil penalty of \$178,500 is assessed against Grace. Payment of the penalty shall be made to the U.S. Department of Commerce. Payment shall be made in accordance with a confirmed Plan of Reorganization or order for the payment of creditors approved by the U.S. Bankruptcy Court for the District of Delaware under the Bankruptcy Code and Rules in *In re: W. R. Grace & Co., et al.*, Case No. 01- 1139 (jointly administered) (the "Bankruptcy"). If so made, payment shall be considered timely and in full. If the Bankruptcy is dismissed, payment shall be due 30 days from dismissal of the Bankruptcy. Payment shall be made in the manner

specified in the attached instructions,

SECOND, that, pursuant to the Debt Collection Act of 1982, as amended (31 U.S.C. §§ 3701-3720E (1994 & Supp. V 1999)), the civil penalty owed under this Order accrues interest as more fully described in the attached Notice, and, if payment is not made by the due date specified herein, Grace will be assessed, in addition to the full amount of the civil penalty and interest, a penalty charge and an administrative charge, as more fully described in the attached Notice.

THIRD, that the timely payment of the civil penalty and interests, a penalty charge and an administrative charge, set forth above is hereby made a condition to the granting, restoration, or continuing validity of any export license, license exception, permission, or privilege granted, or to be granted, to Grace. Accordingly, if Grace should fail to pay the civil penalty and interest and the other aforementioned charges, in a timely manner, the undersigned may enter an Order denying all of Grace's export privileges for a period of one year from the date of entry of this Order.

FOURTH, that the proposed charging letter, the Settlement Agreement, and this Order shall be made available to the public.

Order
W.R. Grace & Co. - Corm.
Page 4 of 4

This Order, which constitutes the final agency action in this matter, is effective immediately.



Lisa A. Prager
Acting Assistant Secretary of Commerce
for Export Enforcement

Entered this 28th day of August 2003.