

the other agencies to implement section 350 of the Riegle Community Development and Regulatory Improvement Act of 1994, which deals with the regulatory reporting and capital treatment of certain recourse transactions, as discussed in greater detail on page 28 of Section One of this report.

Push-Down Accounting

When a depository institution is acquired in a purchase transaction, but retains its separate corporate existence, the institution is required to revalue all of the assets and liabilities at fair value at the time of acquisition. When push-down accounting is applied, the same revaluation made by the parent holding company is made at the depository institution level.

The three banking agencies require push-down accounting when there is at least a 95 percent change in ownership. This approach is generally consistent with interpretations of the Securities and Exchange Commission.

The OTS requires push-down accounting when there is at least a 90 percent change in ownership.

Negative Goodwill

The three banking agencies require that negative goodwill be reported as a liability, and not be netted against goodwill assets. Such a policy ensures that all goodwill assets are deducted in regulatory capital calculations, consistent with the Basle Accord.

The OTS permits negative goodwill to offset goodwill assets reported in the financial statements.

Offsetting

The three banking agencies generally prohibit netting of assets and liabilities in the Call Report. However, FASB Interpretation No. 39 (FIN 39) netting requirements have been adopted for Call Report purposes *solely* for assets and liabilities that arise from off-balance-sheet instruments. For example, under FIN 39, the assets and liabilities arising from these contracts may be netted when there is a legally enforceable bilateral master netting agreement.

The OTS policy on netting for all assets and liabilities is consistent with GAAP, as set forth in FIN 39. FIN 39 allows institutions to offset assets and liabilities (e.g., loans and deposits) when four conditions are met. Moreover, the OTS permits netting for off-balance sheet conditional and exchange contracts to the same extent as the banking agencies.

By order of the Board of Governors of the Federal Reserve System, January 9, 1995.

William W. Wiles,

Secretary of the Board.

[FR Doc. 95-900 Filed 1-12-95; 8:45 am]

BILLING CODE 6210-10-P

National Westminster Bank PLC.; Acquisitions of Companies Engaged in Permissible Nonbanking Activities

The organizations listed in this notice have applied under § 225.23(a)(2) or (f) of the Board's Regulation Y (12 CFR 225.23(a)(2) or (f)) for the Board's approval under section 4(c)(8) of the Bank Holding Company Act (12 U.S.C. 1843(c)(8)) and § 225.21(a) of Regulation Y (12 CFR 225.21(a)) to acquire or control voting securities or assets of a company engaged in a nonbanking activity that is listed in § 225.25 of Regulation Y as closely related to banking and permissible for bank holding companies. Unless otherwise noted, such activities will be conducted throughout the United States.

Each application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether consummation of the proposal can "reasonably be expected to produce benefits to the public, such as greater convenience, increased competition, or gains in efficiency, that outweigh possible adverse effects, such as undue concentration of resources, decreased or unfair competition, conflicts of interests, or unsound banking practices." Any request for a hearing on this question must be accompanied by a statement of the reasons a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute, summarizing the evidence that would be presented at a hearing, and indicating how the party commenting would be aggrieved by approval of the proposal.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated for the application or the offices of the Board of Governors not later than January 27, 1995.

A. Federal Reserve Bank of New York (William L. Rutledge, Senior Vice President) 33 Liberty Street, New York, New York 10045:

1. *National Westminster Bank PLC*, London, England, and NatWest Holdings, New York, New York; to

acquire BRS Capital Management, Inc., Boston, Massachusetts, and thereby engage in investment advisory activities, pursuant to § 225.25(b)(4) of the Board's Regulation Y.

A. Federal Reserve Bank of Kansas City (John E. Yorke, Senior Vice President) 925 Grand Avenue, Kansas City, Missouri 64198:

1. *First National of Nebraska, Inc.*, Omaha, Nebraska; to acquire Platte Valley Finance Company, North Platte, Nebraska, and thereby engage in consumer finance lending, pursuant to § 225.25(b)(1) of the Board's Regulation Y, and credit insurance activities pursuant to § 225.25(25)(b)(8)(i) of the Board's Regulation Y.

Board of Governors of the Federal Reserve System, January 9, 1995.

Jennifer J. Johnson,

Deputy Secretary of the Board.

[FR Doc. 95-901 Filed 1-12-95; 8:45 am]

BILLING CODE 6210-01-F

James A. Redding, et al.; 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. Once the notices have been accepted for processing, they will also 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 January 27, 1995,

A. Federal Reserve Bank of Minneapolis (James M. Lyon, Vice President) 250 Marquette Avenue, Minneapolis, Minnesota 55480:

1. *James A. Redding and Mary G. Clark*, both of Windom, Minnesota; each to acquire 25.51 percent of the voting shares of Windom State Investment Company, Windom, Minnesota, and thereby indirectly acquire Southwest State Bank, Windom, Minnesota.

B. Federal Reserve Bank of Kansas City (John E. Yorke, Senior Vice President) 925 Grand Avenue, Kansas City, Missouri 64198:

1. *Gary D. Grable*, Kansas City, Missouri; to acquire 8.81 percent; John

H. Ferguson, Liberty, Missouri, to acquire 2.94 percent; Russell J. Bysel, Prairie Village, Kansas, to acquire 5.87 percent; Richard L. Bond, Overland Park, Kansas, to acquire 4.41 percent; Carl Edward Bradley, Lake Waukomis, Missouri, to acquire .73 percent; Gregory R. Walton, Leawood, Kansas, to acquire 3.67 percent; Angela L. Mitchell, Overland Park, Kansas, to acquire 1.47 percent; James D. Robertson, Liberty, Missouri, to acquire 2.94 percent; and W. Jackson Letts, Mission Hills, Kansas, to acquire 1.47 percent, of the voting shares of Guaranty Bancshares Corporation, Kansas City, Missouri, and thereby indirectly acquire Guaranty Bank and Trust, Kansas City, Kansas.

2. *Bill Taylor*, Lansing, Kansas; to acquire an additional 1.13 percent, for a total of 11.12 percent of the voting shares of Lansing Financial Corporation, Lansing, Kansas, and thereby indirectly acquire First State Bank of Lansing, Lansing, Kansas.

Board of Governors of the Federal Reserve System, January 9, 1995.

Jennifer J. Johnson,

Deputy Secretary of the Board.

[FR Doc. 95-902 Filed 1-12-95; 8:45 am]

BILLING CODE 6210-01-F

The Royal Bank of Canada; Notice of Application to Engage *de novo* in Permissible Nonbanking Activities

The company listed in this notice has filed an application under § 225.23(a)(1) of the Board's Regulation Y (12 CFR 225.23(a)(1)) for the Board's approval under section 4(c)(8) of the Bank Holding Company Act (12 U.S.C. 1843(c)(8)) and § 225.21(a) of Regulation Y (12 CFR 225.21(a)) to commence or to engage *de novo*, either directly or through a subsidiary, in a nonbanking activity that is listed in § 225.25 of Regulation Y as closely related to banking and permissible for bank holding companies. Unless otherwise noted, such activities will be conducted throughout the United States.

The application is available for immediate inspection at the Federal Reserve Bank indicated. Once the application has been accepted for processing, it will also be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether consummation of the proposal can "reasonably be expected to produce benefits to the public, such as greater convenience, increased competition, or gains in efficiency, that outweigh possible adverse effects, such as undue concentration of resources,

decreased or unfair competition, conflicts of interests, or unsound banking practices." Any request for a hearing on this question must be accompanied by a statement of the reasons a written presentation would not suffice in lieu of a hearing, identifying specifically any questions of fact that are in dispute, summarizing the evidence that would be presented at a hearing, and indicating how the party commenting would be aggrieved by approval of the proposal.

Comments regarding the application must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than January 27, 1995.

A. Federal Reserve Bank of New York (William L. Rutledge, Senior Vice President) 33 Liberty Street, New York, New York 10045:

1. *The Royal Bank of Canada*, Montreal, Quebec, Canada; to engage *de novo* through its subsidiary BFA Receivables Acquisition Corp., Wilmington, Delaware, in acquiring, making and servicing receivables, loans or other extensions of credit for BFA's account or the account of others, pursuant to § 225.25(b)(1) of the Board's Regulation Y.

Board of Governors of the Federal Reserve System, January 9, 1995.

Jennifer J. Johnson,

Deputy Secretary of the Board.

[FR Doc. 95-903 Filed 1-12-95; 8:45 am]

BILLING CODE 6210-1-

FEDERAL TRADE COMMISSION

[File No. 951-0013]

Reckitt & Colman plc; Proposed Consent Agreement With Analysis To Aid Public Comment

AGENCY: Federal Trade Commission.

ACTION: Proposed consent agreement.

SUMMARY: In settlement of alleged violations of federal law prohibiting unfair acts and practices and unfair methods of competition, this consent agreement, accepted subject to final Commission approval, would allow, among other things, Reckitt & Colman to acquire L&F Products Inc. with the required prior approval on the condition that it sells its own rug cleaning assets, within six months, to a Commission approved acquirer. If the divestiture is not completed on time, the consent agreement would permit the Commission to appoint a trustee to complete the transaction. In addition, the consent agreement would require the respondent to obtain Commission

approval, for ten years, before acquiring any interest in the carpet-deodorizer business in the United States.

DATES: Comments must be received on or before March 14, 1995.

ADDRESSES: Comments should be directed to: FTC/Office of the Secretary, Room 159, 6th Street and Pennsylvania Avenue NW., Washington, D.C. 20580.

FOR FURTHER INFORMATION CONTACT: ANN MALESTER, FTC/S-2224, WASHINGTON, D.C. 20580. (202) 326-2682.

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 following 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. Public comments is invited. 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)).

Agreement Containing Consent Order

Commissioners: Janet D. Steiger, Chairman, Mary L. Azcuenaga, Roscoe B. Starek, III, Christine A. Varney.

The Federal Trade Commission ("Commission"), having initiated an investigation of the proposed acquisition by Reckitt & Colman plc ("Reckitt & Colman"), a United Kingdom corporation, of substantially all of the assets and liabilities of L&F Products Inc., a Delaware corporation, from Eastman Kodak Company, and it now appearing that Reckitt & Colman, hereinafter sometimes referred to as "proposed respondent," is willing to enter into an agreement containing an order to divest certain assets and cease and desist from making certain acquisitions, and providing for certain other relief:

It is hereby agreed by and between proposed respondent, by its duly authorized officers and attorneys, and counsel for the Commission that:

1. Proposed respondent Reckitt & Colman is a corporation organized, existing, and doing business under and by virtue of the laws of England and Wales with its principal executive offices located at One Burlington Lane, London, England W4 2RW. Reckitt & Colman does business in the United States through its wholly-owned subsidiary Reckitt & Colman Inc., with its offices and principal place of