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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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AMENDMENT NO. 1  
TO  
SCHEDULE 14D-1  
TENDER OFFER STATEMENT  
Pursuant to Section 14(d)(1) of the Securities Exchange Act of 1934  
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EKCO GROUP, INC.  
(Name of Subject Company)

EG TWO ACQUISITION CO.  
CCPC ACQUISITION CORP.

AND

BORDEN, INC.  
(Bidders)

COMMON STOCK, PAR VALUE \$.01 PER SHARE  
(INCLUDING THE ASSOCIATED PREFERRED STOCK PURCHASE RIGHTS)  
AND  
SERIES B ESOP CONVERTIBLE PREFERRED STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

282636109  
(CUSIP Number of Common Stock)

WILLIAM F. STOLL, JR., ESQ.  
BORDEN, INC.  
180 EAST BROAD STREET  
COLUMBUS, OHIO 43215  
TELEPHONE: (614) 225-4313  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications on Behalf of Bidder)

COPIES TO:

DAVID J. SORKIN, ESQ.  
SIMPSON THACHER & BARTLETT  
425 LEXINGTON AVENUE  
NEW YORK, NEW YORK 10017  
TELEPHONE: (212) 455-2000  
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This Amendment No. 1 amends and supplements the Tender Offer Statement on Schedule 14D-1 filed on August 11, 1999 (as amended, the "Schedule 14D-1") relating to the offer by EG Two Acquisition Co., a Delaware corporation (the "Purchaser"), and a subsidiary of CCPC Acquisition Corp., a Delaware corporation (the "Parent"), and an affiliate of Borden, Inc., a New Jersey corporation ("Borden"), to purchase all of the outstanding shares of Common Stock, par value \$0.01 per share (the "Common Stock") including the associated preferred stock purchase rights (the "Rights") issued pursuant to the Rights Agreement dated March 27, 1987, as amended on June 9, 1988, January 10, 1989, March 23, 1992 and December 22, 1992 and as amended and restated as of March 21, 1997 and as amended on August 4, 1999 (as so amended, the "Rights Agreement") between the Company and American Stock Transfer & Trust Company, as rights agent (the "Rights Agent"), and all of the outstanding shares of Series B ESOP Convertible Preferred Stock, par value \$0.01 per share (the "ESOP Preferred Stock", and together with the Common Stock, the "Shares"), of EKC0 Group, Inc., a Delaware corporation (the "Company"), at a purchase price of \$7.00 per Share (including, if applicable, the associated Right), net to the seller in cash, without interest thereon, upon the terms and subject to the conditions set forth in the Offer to Purchase dated August 11, 1999 (the "Offer to Purchase"), and in the related Letter of Transmittal (which, together with the Offer to Purchase, constitute the "Offer"). Unless otherwise indicated, all capitalized terms used but not defined herein shall have the meanings assigned to them in the Schedule 14D-1.

ITEM 5. PURPOSE OF THE TENDER OFFER AND PLANS OR PROPOSALS OF THE BIDDER.

Item 5 of the Schedule 14D-1 is hereby amended and supplemented as follows:

On September 2, 1999, the Parent issued a press release announcing that the waiting period under the HSR Act had expired. The full text of the press release is set forth in Exhibit 11(a)(9) and is incorporated herein by reference.

ITEM 10. ADDITIONAL INFORMATION.

Items 10(b), (c) and (f) of the Schedule 14D-1 are hereby amended and supplemented as follows:

The information provided in this Amendment No. 1 under Item 5 is incorporated herein by reference.

ITEM 11. MATERIAL TO BE FILED AS EXHIBITS.

(a)(9) Press release issued by the Parent on September 2, 1999.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify the information set forth in this Statement is true, complete and correct.

BORDEN, INC.

By: /s/ WILLIAM H. CARTER

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NAME: William H. Carter  
TITLE: Executive Vice President and  
Chief Financial Officer

CCPC ACQUISITION CORP.

By: /s/ PHYLLIS R. YEATMAN

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NAME: Phyllis R. Yeatman  
TITLE: President, Treasurer and Secretary

EG TWO ACQUISITION CO.

By: /s/ PHYLLIS R. YEATMAN

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NAME: Phyllis R. Yeatman  
TITLE: Vice President and Assistant  
Treasurer

Date: September 2, 1999

EXHIBIT INDEX

EXHIBITS NO.	DESCRIPTION	PAGE NO.
11(a)(9)	Press release issued by the Parent on September 2, 1999	

(BW)(NY-CORNING/EKCO-GROUP) CCPC Acquisition Corp. Announces Expiration of the Hart-Scott-Rodino Waiting Period Relating to Its Tender Offer for the Stock of EKCO Group, Inc.

Business Editors

WILMINGTON, Del.--(BUSINESS WIRE)--Sept. 2, 1999--CCPC Acquisition Corp. (the parent of Corning Consumer Products Company) announced today that the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 in connection with its pending acquisition of the EKCO Group, Inc. pursuant to a tender offer commenced on August 11, 1999 expired at 11:59 p.m. Eastern Daylight Savings Time on September 1, 1999.

The tender offer and withdrawal rights thereunder are currently scheduled to expire at 12:00 Midnight, New York City time, on Wednesday September 8, 1999, unless the tender offer is extended. The tender offer is subject to the valid tender of more than 50% of the outstanding shares of EKCO Group, Inc. and to certain other conditions.

Corning Consumer Products Company has been an affiliate of Borden, Inc. and a member of the Borden Family of Companies since April 1998. Each member of the Borden Family is privately owned by its own management and by affiliates of the investment firm Kohlberg, Kravis, Roberts & Co.

Headquartered in Elmira, N.Y., Corning Consumer Products Company markets housewares products under the Corningware-Registered Trademark-, Corelle-Registered Trademark-, Revere-Registered Trademark-, Pyrex-Registered Trademark- and Visions-Registered Trademark- brand names. The company posted sales of \$533 million in 1998, employs approximately 3,000 people and has facilities in Asia, Australia, Latin America and the United States.

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CONTACT: Corning Consumer Products Company, Elmira  
David T. Lanzillo, 607/377-8259  
Anthony P. Deasey, 607/377-8005

KEYWORD: OHIO NEW YORK INTERNATIONAL ASIA PACIFIC LATIN AMERICA  
INDUSTRY KEYWORD: FOODS/BEVERAGES RETAIL SUPERMARKETS  
MERGERS/ACQ