

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

ALIMENTATION COUCHE-TARD INC.,

and

CROSSAMERICA PARTNERS LP,

Defendants.

Civil Action No.

STIPULATION

It is stipulated by and between the undersigned parties, by their respective attorneys, that:

(1) the parties consent that the Court may file and enter a Final Judgment in the form attached to the Stipulation, on the Court's own motion or on the motion of any party at any time, and without further notice to any party or other proceedings, if Plaintiff has not withdrawn its consent, which it may do at any time before the entry of the Final Judgment by serving notice of its withdrawal on Defendant Alimentation Couche-Tard Inc. and Defendant CrossAmerica Partners LP (collectively, "Defendants"), and filing that notice with the Court;

(2) the parties have entered into the Stipulation to settle in full all claims related to the Defendants' obligations pursuant to Plaintiff's Decision and Order and the Order to Maintain Assets ("Plaintiff's Orders") issued by the Commission in *In the Matter of Alimentation Couche-Tard, Inc. et al.*, FTC Docket No. C-4635;

(3) This Stipulation is for settlement purposes only and does not constitute an admission by Defendants that Plaintiff's Orders have been violated as alleged in the Complaint, or that any of the facts alleged, other than jurisdictional facts, are true;

(4) Defendants waive any objection to venue or jurisdiction for purposes of the Final Judgment and authorize David I. Gelfand, Esq., of Cleary Gottlieb Steen & Hamilton LLP, to accept service of all process in this matter on Defendants' behalf;

(5) Defendants shall abide by and comply with the provisions of the proposed Final Judgment upon entry of the Final Judgment by the Court;

(6) This Stipulation shall apply with equal force and effect to any amended proposed Final Judgment agreed upon in writing by the parties and submitted to the Court;

(7) In the event Plaintiff withdraws its consent or, if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding; and

(8) Plaintiff considers entry of the Final Judgment to be in the public interest.

FOR THE FEDERAL TRADE COMMISSION:

**MARIBETH
PETRIZZI** Digitally signed by
MARIBETH PETRIZZI
Date: 2020.06.19
13:07:35 -04'00'

Maribeth Petrizzi (D.C. Bar # 435204)
Assistant Director
Bureau of Competition

IAN CONNER Digitally signed by IAN
CONNER
Date: 2020.06.19
12:17:00 -04'00'

Ian R. Conner (D.C. Bar # 979696)
Director
Bureau of Competition

**ELIZABETH
PIOTROWSKI** Digitally signed by
ELIZABETH PIOTROWSKI
Date: 2020.06.19 12:23:45
-04'00'

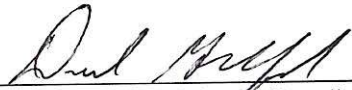
Elizabeth A. Piotrowski (D.C. Bar # 348052)
Senior Attorney
Office of the General Counsel

**JEFFERY
DAHNIKE** Digitally signed by
JEFFERY DAHNKE
Date: 2020.06.19
13:11:30 -04'00'

Jeff Dahnke
Jennifer Lee
Kenneth A. Libby
Bureau of Competition
Federal Trade Commission
600 Pennsylvania Avenue, NW
Mail Drop CC-8422
Washington, D.C. 20580
202-326-2564, mpetrizzi@ftc.gov

Dated: 7/6/20


FOR ALIMENTATION COUCHE-TARD INC.:

By: 
David I. Gelfand (D.C. Bar # 416596)
Cleary Gottlieb Steen & Hamilton LLP
2112 Pennsylvania Ave., NW
Washington, D.C. 20037

Counsel for Defendant Alimentation-Couche Tard Inc.

Dated: April 17, 2020

FOR CROSSAMERICA PARTNERS LP:

By: 
David I. Gelfand (D.C. Bar # 416596)
Cleary Gottlieb Steen & Hamilton LLP
2112 Pennsylvania Ave., NW
Washington, D.C. 20037

Dated: April 17, 2020

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

ALIMENTATION COUCHE-TARD INC.,

and

CROSSAMERICA PARTNERS LP,

Defendants.

Civil Action No.

FINAL JUDGMENT

Plaintiff, the Federal Trade Commission, having commenced this civil action by filing its Complaint herein for alleged violations of Paragraphs II.A. and IX.B. of the Decision and Order issued by the Federal Trade Commission on February 15, 2018, and of Paragraphs II.A., II.B. and II.D. of the Order to Maintain Assets issued by the Federal Trade Commission on December 15, 2017, in FTC Docket No. C-4635 (collectively, the “Orders”), and Defendants Alimentation Couche-Tard Inc. and CrossAmerica Partners LP (collectively, “Defendants”), having agreed to the entry of the Final Judgment in settlement of disputed claims and without any admission by Defendants as to the facts alleged, other than jurisdictional facts:

NOW, THEREFORE, prior to taking of any testimony, civil discovery, and without trial or adjudication of any issue of fact or law herein, and upon the consent of the parties hereto, it is hereby

ORDERED, ADJUDGED, AND DECREED as follows:

I.

The Court has jurisdiction of the subject matter herein and each of the parties consenting hereto. The Complaint asserts claims upon which relief can be granted against Defendants under Section 5(I) and 16(a)(1) of the Federal Trade Commission Act, 15 U.S.C. §§ 45(I) and 56(a)(1).

II.

Judgment is hereby entered upon Stipulation, in settlement of disputed claims, in favor of the Plaintiff, the Federal Trade Commission, and against Defendants, without trial or adjudication of any issue of fact or law herein. Defendants shall comply with the provisions of this Final Judgment.

III.

Defendants shall pay to the Federal Trade Commission a civil penalty in the amount of three million five-hundred thousand dollars (\$3,500,000), which shall be paid and delivered in the following manner:

- A. Payment shall be made within thirty (30) days after entry of this Final Judgment;
- B. Payment shall be made by wire transfer of funds to the Federal Trade Commission pursuant to instructions provided by Plaintiff; and
- C. In the event of a default in payment, interest at the rate of eighteen (18) percent per annum shall accrue thereon from the date of the default to the date of payment.

IV.

Each party shall bear its own costs, including attorney fees, of this action.

V.

This Final Judgment resolves all of the allegations in the Complaint. Entry of this Final Judgment is in the public interest.

Dated: _____

United States District Judge