

PUBLIC VERSION



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[REDACTED]

[REDACTED]

[REDACTED]

PUBLIC VERSION

**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

In the Matter of)
)

Valero Energy Corporation,)
a corporation)

vs)

) Docket No. C-4031

) Filed 01/01/11

Ultramar Diamond Shamrock)
Corporation,)
a corporation)









**PETITION OF VALERO ENERGY CORPORATION
FOR APPROVAL OF PROPOSED DIVESTITURE**

Pursuant to Section 2.41(f) of the Federal Trade Commission ("Commission") Rules of Practice and Procedure, 16 C.F.R. §2.41 (2001), and paragraph II.A of the Decision and Order in the above-captioned matter (the "Decision and Order"), Valero Energy Corporation ("Valero") hereby petitions the Commission to approve the divestiture of Valero's Golden Eagle CARB Refining and Marketing Assets (as such term is defined in the Decision and Order) to a wholly-

the public record on December 18, 2001, and is presently before the Commission for finalization.

On December 31, 2001, Valero completed its acquisition of Ultramar. Currently, Valero's wholly-

Valero requests that the Transaction Documents and other information provided in Confidential Appendix A be treated by the Commission as strictly confidential and not be made available to the public. Confidential Appendix A contains commercially and competitively sensitive information relating to the divestiture of the Golden Eagle CAPP Refining and Marketing Assets



[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

B. Financial

Tesoro has the financial stability to ensure the continued use of the Golden Eagle CARB Refining and Marketing Assets as viable, on-going businesses. As a publicly-traded company, it has access to public financial markets. It anticipates financing its acquisition of the Golden Eagle CARB

Refining and Marketing Assets through either a combination of (i) a senior secured credit facility,

a combination of (i) a senior secured credit facility which would include revolving and term loans,

refining and marketing companies in the western United States, has been involved in the petroleum

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

viability of the Golden Eagle CARB Refining and Marketing Assets. Since May, 1998, it has

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

**CONFIDENTIAL APPENDIX A
REDACTED FOR PUBLIC VERSION**