

United States of America



United States of America  
FEDERAL TRADE COMMISSION  
Washington, D.C. 20580

Office of the Secretary

January 13, 2015

Sundiata Ameh-EI  
State of Florida

Re: *In the Matter of Lone Star Fund V (U.S.), L.P.; Bi-Lo Holdings, LLC;  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) SA/NV; and  
Delhaize America, LLC, File No. 131-0162, Docket No. C-4440*

Thank you for your comments regarding the proposed Consent Order accepted by the Federal Trade Commission for public comment in the captioned matter. As we understand your comment and petition, you have concerns that a closure of Harvey's #2364 in Tallahassee, Florida will result in a loss of choice and an increase in the travel burden associated with grocery shopping to the detriment of the Southside communities in Tallahassee, Florida. The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(ii) of the Commission's Rules of Practice, 16 C.F.R. § 4.9(b)(6)(ii), and it has been given careful consideration.

The Commission conducted its public review of the Acquisition pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to address the competitive issues raised by the Acquisition. The Commission evaluated how the Acquisition might lead to diminished supermarket competition in Tallahassee, Florida and found no competitive concerns arising from a violation of federal antitrust law. Walmart and Publix have a significant competitive presence in Tallahassee, and other grocery store operators also provide consumers with meaningful

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January 13, 2015

Richard Bennett  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBI Holdings, LLC;  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A./NV  
Delhaize America, LLC File No. 1310162, Docket No. 0440

Thank you for your comments regarding the proposed Consent Order accepted by the Fed given careful consideration.

The Commission conducted its nonpublic review of the Acquisition pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to address the competitive issues raised by the Acquisition. The Sweetbay store on Ehrlich Road in Tampa, Florida, was closed by Delhaize prior to the Acquisition; therefore, it is not one of the Delhaize stores LBI will acquire. Consequently, the former Sweetbay store was not part of the Commission's review of the Acquisition. Moreover, the closure of a store is not, by itself, a violation of federal antitrust law even though a store closure can be a significant loss to the local community it serves.

After considering your comment and others, the Commission has determined that the public interest would best be served by issuing the Decision and Order as final. A copy of the final Decision and Order is enclosed for your information. Relevant materials also are available from the Commission's website at <http://www.ftc.gov>

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It helps the Commission's analysis to hear from a variety of sources in its work on antitrust and consumer protection issues, and we appreciate your interest in this matter.

By direction of the Commission, Commissioner McSweeney not participating.

Donald S. Clark  
Secretary



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Diane Blake

State of Florida mission for public comment in the above captioned matter. As we understand your comment, you



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January 13, 2015

Eva DeHart  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBi Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A./NV  
Delhaize America, LLC File No. 1310162, Docket No. 0440

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January 13, 2015

Debbie Ganoung  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBI Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A./NV  
Delhaize America, LLC File No. 1310162, Docket No. 0440

Thank you for your comments regarding the proposed Consent Order accepted by the Federal Trade Commission for public comment in the above-captioned matter. As we understand your comment, you have concerns that the Acquisition will stifle competition in Belleview, Florida. The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(ii) of the Commission's Rules of Practice, 16 C.F.R. § 4.9(b)(6)(ii), and it has been given careful consideration.

The Commission conducted its nonpublic review of the Acquisition pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to address the competitive issues raised by the Acquisition. The Commission evaluated how the Acquisition might lead to diminished supermarket competition in Belleview, Florida, and found no competitive concerns arising from a violation of federal antitrust law because both Publix and Walmart have a significant presence in and around the Belleview, Florida area.

After considering your comment and others in light of these factors, the Commission has determined that the public interest would best be served by issuing the Decision and Order as final. A copy of the final Decision and Order is enclosed for your information. Relevant materials also are available from the Commission's website at <http://www.ftc.gov>

It helps the Commission's analysis to hear from a variety of sources in its work on antitrust and consumer protection issues, and we appreciate your interest in this matter.

By direction of the Commission, Commissioner McSweeney not participating.

Donald S. Clark  
Secretary

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January 13, 2015

Sandra George  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBi Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A./NV  
Delhaize America, LLC File No. 1310162, Docket No. 0440



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January 13, 2015

Larry Hendricks  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBI Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A./NV  
Delhaize America, LLC File No. 1310162, Docket No. 0440

Thank you for your comments regarding the proposed Consent Order accepted by the Federal Trade Commission for public comment in the above-captioned matter. As we understand your comment and petition, you have concerns that the closure of Harvey's #2364 in Tallahassee, Florida will result in an increase of grocery prices and a decrease in grocery related quality, selection, and services in the Southside communities in Tallahassee, Florida. The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(ii) of the Commission's Rules of Practice, 16 C.F.R. § 4.9(b)(6)(ii), and it has been given careful consideration.

The Commission conducted its public review of the Acquisition pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to address the competitive issues raised by the Acquisition. The Commission evaluated how the Acquisition might lead to diminished supermarket competition in Tallahassee, Florida and found no competitive concerns arising from a violation of federal antitrust law. Walmart and Publix have a significant competitive presence in Tallahassee and other grocery store operators



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Washington, D.C. 20548  
Pamela Howard  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LSI Holdings, LLC

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January 13, 2015

Mark Isenberg  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; ~~LD~~ Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) ~~SA~~ AND  
Delhaize America, LLC

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January 13, 2015

A. Marie Lopez  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBI Holdings, LLC  
Etablissements Delhaize Freres et Cie "Le Lion" (Group Delhaize) S.A. and  
Delhaize America, LLC File No. 1310162, Docket No. 0440

Thank you for your comments regarding the proposed Consent Order accepted by the Federal Trade Commission for public comment in the above captioned matter. As we understand your comments, you have concerns that the Acquisition will cause you to lose your preferred grocery store, the Sweetbriar Lake Placid, Florida. The Commission has placed your

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Robert Naumes  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; ~~LD~~ Holdings, LLC  
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Delhaize America, LLC



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Herbert Powell  
State of Florida

Re: In the Matter of Lone Star Fund V (U.S.), L.P.; LBI Holdings, LLC  
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Delhaize America, LLC File No. 1310162, Docket No. 0440

Thank you for your comments regarding the proposed Consent Order accepted by the Federal Trade Commission for public comment in the above-captioned matter. As we understand your comment, you have a question regarding whether a Sweetbay store in Florida will open as a WinDixie. The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(p)(I)-21 public Rtanwwwra(sc 0q4onyn

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