UNITED STATES OF AMERICA BEFORE FEDERAL TRADE COMMISSION

COMMISSIONERS:	Edith Ramirez, Chairwoman Julie Brill Maureen K. Ohlhausen Joshua D. Wright Terrell McSweeny	
In the Matter of)))	1
Par Petroleum Corporation a corporation.) Docket No. C n,))	-

COMPLAINT

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Pursuant to the Clayton Act and the Federal Trade Commission Act, and its authority thereunder, the Federal Trade Commission ("Commission"), having reason to believe that Respondent Par Petroleum Corporation ("Respondent" or "Par") has agreed to acquire 100% of the outstanding voting securities of Koko'oha Investments, Inc. ("Koko'oha"), which owns all of the membership interests of Mid Pac Petroleum, LLC ("Mid Pac"), in violation of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and which, if consummated, would violate Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45, and it appearing to the Commission that a proceeding in respect thereof would be in the public interest, hereby issues its Complaint, stating its charges as follows:

I. THE RESPONDENT

1. Respondent Par is a publicly-traded corporation organized, existing, and doing business under and by virtue of the laws of the State of Delaware, with its office and principal place of business located at 800 Gessner Road, Suite 875, Houston, Texas 77024.

2. Respondent, a diversified energy company, is engaged in, among other things, the

ua a l a t t ee re§145, ThcThbeAt(qt)i at(i) at (vt) al(d) lucaskent the threat of imports as a constraint on local refiners' HIBOB bulk supply prices. By acquiring Mid Pac's storage rights at Barbers Point Terminal, Par could limit Aloha's use of the terminal to import bulk supply of HIBOB. The Acquisition likely would increase prices for bulk supply of HIBOB, and, ultimately, gasoline prices for Hawaii consumers.

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WHEREFORE, THE PREMISES CONSIDERED, the Federal Trade Commission on this _____ day of _____, 2015, issues its Complaint against Respondent.

By the Commission.

Donald S. Clark Secretary

SEAL: