



1. Respondent Par Petroleum Corporation is a corporation organized, existing, and doing business under, and by virtue of, the laws of the State of Delaware, with its corporate office and principal place of business located at 800 Gessner Road, Suite 875, Houston, Texas 77010.
2. The Federal Trade Commission has jurisdiction of the subject matter of this proceeding and of the Respondents and the proceeding is in the public interest.

## **ORDER**

### **I.**

**IT IS HEREBY ORDERED** that, as used in this Order, the following definitions shall apply:

- A. “Respondent” means Par Petroleum Corporation, its directors, officers, employees, agents, representatives, successors, and assigns; and the subsidiaries, divisions, groups, and affiliates in each case controlled by Par Petroleum Corporation including Hawaii Independent Energy, LLC (and after the Acquisition, Koko’oha Investments, Inc., and Mid Pac Petroleum, LLC) and the respective directors, officers, employees, agents, representatives, successors, and assigns of each.
- B. “Commission” means the Federal Trade Commission.
- C. “Acquisition” means the proposed acquisition described in the Agreement and Plan of Merger by and among Par Petroleum Corporation, Bogey, Inc., Koko’oha Investments, Inc., and Bill D. Mills, dated as of June 2, 2014.
- D. “Aloha” means Aloha Petroleum, Ltd., a corporation organized, existing, and doing business under and by virtue of the laws of the State of Hawaii, with its offices and principal place of business located at 1132 Bishop Street, Suite 1700, Honolulu, Hawaii 96813.
- E. “Amended Honolulu Terminal Agreement” means the Terminalling Agreement between Aloha Petroleum, Ltd. and Tesoro Hawaii Corporation (now known as Hawaii Independent Energy, LLC), executed on September 23, 2010, relating to the storage and throughput of petroleum products at Aloha’s terminal located at 789 N. Nimitz Highway, Honolulu, Hawaii 96817, including the First Amendment To Terminalling Agreement between Aloha Petroleum, Ltd. and Hawaii Independent Energy, LLC, dated January 28, 2015, attached to this Order as Confidential Appendix B.
- F. “Barbers Point Terminal” means Aloha’s petroleum products storage facility located at 91-119 Hanua Street, Kapolei, Hawaii 96707.

G. “Barbers Point Terminal Agreement” means the Terminalling Agreement between Aloha Petroleum, Ltd. and Mid Pac Petroleum, LLC, dated September 30, 2005, (including any amendments), relating to the Barbers Point Terminal, attached to this Order as Confidential Appendix A.

H. “Bulk Supply” means the provision of larger-than-truckITan

(iii) petroleum product terminals or other storage facilities not capable of receiving imports of at least 150,000 barrels of petroleum products in a single delivery from out of state on ocean-going vessels.

- B. The prior notification required by this Paragraph III. shall be given on the Notification and Report Form set forth in the Appendix to Part 803 of Title 16 of the Code of Federal Regulations as amended (hereinafter referred to as “the Notification”), and shall be prepared and transmitted in accordance with the requirements of that part, except that no filing fee will be required for any such notification, notification shall be filed with the Secretary of the Commission, notification need not be made to the United States Department of Justice, and notification is required only of the Respondent and not of any other party to the transaction. Respondent shall provide the Notification to the Commission at least thirty (30) days prior to consummating the transaction (hereinafter referred to as the “first waiting period”). If, within the first waiting period, representatives of the Commission make a written request for additional information or documentary material (within the meaning of 16 C.F.R. § 803.20), Respondent shall not consummate the transaction until thirty (30) days after submitting such additional information or documentary material. Early termination of the waiting periods in this Paragraph III. may be requested and, where appropriate, granted by letter from the Bureau of Competition. Provided, however, that prior notification shall not be required by this Paragraph for a transaction for which notification is required to be made, and has been made, pursuant to Section 7A of the Clayton Act, 15 U.S.C. § 18a.

#### IV.

**IT IS FURTHER ORDERED** that Respondent shall file a verified written report with the Commission setting forth in detail the manner and form in which it intends to comply, is complying, and has complied with this Order no later than (i) thirty (30) days from the date this Order is issued; and (ii) one (1) year after the date this Order is issued and annually thereafter until this Order terminates, and at such other times as the Commission staff may request.

#### V.

**IT IS FURTHER ORDERED** that Respondent shall notify the Commission at least thirty (30) days prior to:

- A. Any proposed dissolution of Respondent;
- B.

compliance with this Order, and subject to any legally recognized privilege, and upon written request and upon five (5) days' notice to Respondent, Respondent shall, without restraint or interference, permit any duly authorized representative of the Commission:

- A. Access, during business office hours of the Respondent and in the presence of counsel, to all facilities and access to inspect and copy all books, ledgers, accounts, correspondence, memoranda and all other records and documents in the possession, or under the control, of the Respondent related to compliance with this Order, which copying services shall be provided by the Respondent at its expense; and
- B. To interview officers, directors, or employees of the Respondent, who may have counsel present, regarding such matters.

## **VII.**

**IT IS FURTHER ORDERED** that this Order shall terminate ten (10) years from the date it is issued.

By the Commission.

Donald S. Clark  
Secretary

SEAL:

ISSUED:

**Confidential Appendix A**

**[Redacted From The Public Record Version]**

**Confidential Appendix B**

**[Redacted From The Public Record Version]**