

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

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In the Matter of )

- a. any further procedural steps;
  - b. the requirement that the Decision and Order and the Order to Maintain Assets contain a statement of findings of fact and conclusions of law;
  - c. all rights to seek judicial review or otherwise to challenge or contest the validity of the Decision and Order or the Order to Maintain Assets entered pursuant to this Consent Agreement; and
  - d. any claim under the Equal Access to Justice Act.
5. This Consent Agreement is for settlement purposes only and does not constitute an admission by Proposed Respondents that law has been violated as alleged in the Draft Complaint, or that the facts as alleged in the Draft Complaint, other than jurisdictional facts, are true.
  6. Proposed Respondents shall submit an initial compliance report pursuant to Commission Rule 2.33, 16 C.F.R. § 2.33, no later than thirty (30) days after the date on which Proposed Respondents execute this Consent Agreement and subsequent compliance reports every thirty days thereafter until the Order to Maintain Assets becomes final. After the Order to Maintain Assets becomes final, the reporting obligations contained in the Order to Maintain Assets shall control and the reporting obligations under this Consent Agreement shall cease. Each compliance report shall set forth in detail the manner in which Proposed Respondents have complied, are preparing to comply, or are complying, and will comply with the Consent Agreement, Decision and Order, and the Order to Maintain Assets. Proposed Respondents shall provide sufficient information and documentation to enable the Commission to determine independently whether Proposed Respondents are in compliance with the Consent Agreement, the Decision and Order, and the Order to Maintain Assets.
  7. Each compliance report submitted pursuant to Paragraph 6 above shall be verified by a notarized signature or sworn statement of the Chief Executive Officer or other officer or employee of Proposed Respondents specifically authorized to perform this function, or self-verified in the manner set forth in 28 U.S.C. § 1746. Commission Rule (a), 16 C.F.R. § 2.41(a) requires that the Commission receive an original and t-10Tc 0 chuntu P-0.004 T

Decision and Order, the Order to Maintain Assets, an explanation of the provisions of the proposed Decision and Order and the Order to Maintain Assets and any other information that may help interested persons understand the Commission's decision. The Commission will post the Decision and Order, the Order to Maintain Assets, and the explanation of the provisions of the proposed Decision and Order and the Order to Maintain Assets on the public record for the receipt of comments for thirty days.

9. Because there may be interim competitive harm, the Commission may issue its Complaint (in such form as the circumstances may require) the Order to Maintain Assets in this matter at any time after it accepts the Consent Agreement for public comment.

10. This Consent Agreement contemplates that if the Commission accepts the Consent Agreement, the Commission thereafter may withdraw its acceptance of this Consent Agreement and notify Proposed Respondent which event the Commission will take such action as it may consider appropriate. If the Commission does not subsequently withdraw such acceptance pursuant to the provisions of Commission Rule 2.34(e)(6) C.F.R. § 2.34, and it has already issued the Complaint and Order to Maintain Assets, the Commission may, without further notice to Proposed Respondent, issue the attached Decision and Order to Maintain Assets.

b. all parents, subsidiaries, affiliates, and successors necessary to effectuate the full relief contemplated by this Consent Agreement, the Decision and Order and the Order to Maintain Assets are parties to this Consent Agreement and are bound as if they had signed this Consent Agreement and were made parties to this proceeding with- in the control of parties to this Consent Agreement, the Decision and Order, and the Order to Maintain Assets, or will be after the acquisition

14. Proposed Respondents have read the Draft Complaint, the proposed Decision and Order and the Order to Maintain Assets. Proposed Respondents agree to comply with the terms of the proposed Decision and Order and the Order to Maintain Assets from the date they sign this Consent Agreement. Proposed Respondents understand that once the Commission has issued the Decision and Order and the Order to Maintain Assets, they will be required to file one or more compliance reports setting forth in detail the manner in which they have complied, have prepared to comply, are complying, and will comply with the Decision and Order and the Order to Maintain Assets. When final the Decision and Order and the Order to Maintain Assets all have the same force and effect and may be altered, modified, or set aside in the same manner and within the same time as provided by statute for other orders. Proposed Respondents further understand that they may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order and of the Order to Maintain Assets.

Alimentation CoucheTard Inc.