

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

COMMISSIONERS: **Joseph J. Simons, Chairman**
 Noah Joshua Phillips
 Rohit Chopra
 Rebecca Kelly Slaughter
 Christine S. Wilson

_____)	
In the Matter of)	
)	
Arko Holdings Ltd.,)	
a corporation,)	
)	
GPM Southeast, LLC,)	Docket No. C-4726
a limited liability company,)	
)	
GPM Petroleum, LLC,)	
a limited liability company, and)	
)	
Empire Petroleum Partners, LLC,)	
a limited liability company.)	
)	
_____)	

COMPLAINT

Pursuant to the Clayton Act and the Federal Trade Commission Act (“FTC Act”), and its authority thereunder, the Federal Trade Commission (“Commission”), having reason to believe that Respondent Arko Holdings Ltd., through its indirectly controlled subsidiaries GPM Southeast, LLC, and GPM Petroleum, LLC, entered into an agreement to acquire retail fuel outlets and other interests from Empire Petroleum Partners, LLC, that such acquisition, 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 that a proceeding in respect thereof would be in the public interest, hereby issues this Complaint, stating its charges as follows.

I. RESPONDENTS

GPM

1. Respondent Arko Holdings Ltd. (“Arko”) is a corporation organized, existing, and doing business under, and by virtue of, the laws of Israel, with its executive offices and principal place of business located at 3 Hanechushet Street, Building B, 3rd Floor, Tel-Aviv 6971068, Israel,

a new retail fuel outlet, and the time associated with obtaining necessary permits and approvals.

VI. EFFECTS OF THE ACQUISITION

17. The effects of the Acquisition, as described in Paragraph 9, if consummated, may be to substantially lessen competition or to tend to create a monopoly in each of the relevant markets, with each constituting an independent violation of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, by:

- a. increasing the likelihood that GPM would unilaterally exercise market power in each relevant market; and
- b. increasing the likelihood of collusive or coordinated interaction between any