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3. Respondent ACT and the corporate entities under its control are, and at all times relevant herein have been, engaged in commerce, as “commerce” is defined in Section 1 of the Clayton Act as amended, 15 U.S.C. § 12, and Section 4 of the FTC Act, as amended, 15 U.S.C. § 44.

### CAPL

4. Respondent CrossAmerica Partners LP (“CAPL”) is a limited partnership 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 515 Hamilton Street, Suite 200 Allentown, Pennsylvania, 18101. Circle K indirectly owns all of the membership interests in CrossAmerica GP LLC, CAPL’s general partner.

5. Respondent CAPL is, and at all times relevant herein has been, engaged in, among other things, the retail sale of gasoline and diesel fuel in the United States.

6. Respondent CAPL and the corporate entities under its control are, and at all times relevant herein have been, engaged in commerce, as “commerce” is defined in Section 1 of the Clayton Act as amended, 15 U.S.C. § 12, and Section 4 of the FTC Act, as amended, 15 U.S.C. § 44.

## **II. THE PROPOSED ACQUISITION**

7. Pursuant to two Asset Purchase Agreements dated August 4, 2017, Circle K proposes to acquire 18 retail fuel outlets in addition to a fuel terminal and associated trucking assets. Pursuant to a third Asset Purchase Agreement dated August 4, 2017, CAPL proposes to acquire 102 Jet-Pep retail fuel outlets. All three Asset Purchase Agreements are collectively referred to as the “Acquisition.” As a result of the Acquisition, ACT will acquire ownership or operation of all Jet-Pep retail fuel outlets.

8. The Acquisition is subject to Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18.

## **III. THE RELEVAN-0 0( )Tj 0.001 4M ATc 0 Tw 6.05 0 Td (-)Tj -0.004 Tc 0**

10. Relevant geographic markets in which to analyze the effects of the Acquisition include three local markets within: Brewton, Alabama; Monroeville, Alabama; and Valley,

**IN WITNESS WHEREOF**, the Federal Trade Commission, having caused this Complaint to be signed by the Secretary and its official seal affixed, at Washington, D.C., this twenty-first day of November, 2017, issues its Complaint against Respondents.

By the Commission.

Donald S. Clark  
Secretary

SEAL: