



Office of the Secretary

UNITED STATES OF AMERICA
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

August 16, 2012

Mr. Stan Miller
Commonwealth of Pennsylvania

Re: *In the Matter of Koninklijke Ahold N.V. and Safeway Inc.*
File No. 121-0055, Docket No. C-4367

Dear Mr. Miller:

Thank you for your comment regarding the proposed consent order accepted by the Federal Trade Commission for public comment in the above-captioned matter. As we understand your comment, you have concerns about whether there will be sufficient competition in Springfield, Pennsylvania, following Ahold's acquisition of Safeway's Genuardi's supermarket in Springfield. The Commission has reviewed your comments in connection with its decision concerning whether to accord final approval to the proposed consent order.

The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(ii) of the Commission's Rules of Practice, 16 C.F.R. § 4.9(b)(6)(ii), and it has been given careful consideration. The investigation examined all of the geographic markets in which the transaction was likely to have a competitive impact, including the area surrounding Springfield, Pennsylvania. After careful consideration, the transaction appears unlikely to result in competitive harm in Springfield, Pennsylvania, in part because of the various other supermarket competitors operating within a close proximity to the Genuardi's supermarket in Springfield.

With respect to Newtown, Pennsylvania, the proposed order remedies the anticompetitive effects of the acquisition by requiring Koninklijke Ahold N.V. ("Ahold") and Safeway Inc. to divest the Newtown Genuardi's supermarket to McCaffrey's, which will operate the facility in direct competition with Ahold, thus restoring the competition lost from the merger in that market. In light of these considerations, among others, the Commission has determined that the public interest would best be served by issuing the Decision and Order in final form. A copy of the final Decision and Order is enclosed for your information. Relevant materials also are available from the Commission's website at <http://www.ftc.gov>.

It helps the Commission's analysis to hear from a variety of sources in its work on antitrust and consumer protection issues, and we appreciate your interest in this matter.

By direction of the Commission.

Donald S. Clark
Secretary