



Office of the Secretary

United States of America
FEDERAL TRADE COMMISSION
WASHINGTON, D.C. 20580

August 16, 2018

David Gelfand, Esq.
Cleary Gottlieb Steen & Hamilton LLP
2000 Pennsylvania Avenue, NW
Washington, D.C. 20006

Re: *In the Matter of Alimentation Couche-Tard Inc. and CrossAmerica Partners LP,*
Docket No. C-4635

Dear Mr. Gelfand:

This is in reference to the petition for approval of the proposed divestiture of certain assets filed by Alimentation Couche-Tard Inc. and CrossAmerica Partners LP (collectively "ACT"), received on May 15, 2018 and amended on July 10, 2018 ("Petition"). Pursuant to the Decision and Order in Docket No. C-4635, ACT requests prior Commission approval of its proposal to divest two retail fuel outlets to Northern Tier Retail LLC ("Northern Tier"), a wholly-owned subsidiary of Andeavor Corporation.

After consideration of ACT's Petition and other available information, the Commission has determined to approve the proposed divestiture to Northern Tier as set forth in the Petition. In according its approval, the Commission has relied upon the information submitted and the representations made by ACT and Northern Tier in connection with the Petition and has assumed them to be accurate and complete.

By direction of the Commission, Commissioner Ohlhausen not participating.

Donald S. Clark
Secretary

cc: David Mock