



Office of the Secretary

UNITED STATES OF AMERICA  
Federal Trade Commission  
WASHINGTON, D.C. 20580

October 14, 2016

Keith Fungler  
Newgen Corp  
Commonwealth of Virginia

Re: *In the Matter of Koninklijke Ahold, N.V., and Delhaize Group, NV/SA*  
*File No. 151-0175, Docket No. C-4588*

Dear Mr. Fungler:

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 Koninklijke Ahold, N.V., maintains a leasehold interest in a location in Rockville, Maryland, that it might reopen as a supermarket. 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 Commission conducted its review of this merger pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to remedy violations resulting from the merger. In its consideration of this merger, the Commission evaluated how the merger might lead to diminished supermarket competition and found competitive concerns arising from a violation of federal antitrust law in 46 local geographic markets, 18 of which are located in Maryland. The proposed Consent Order would remedy the alleged violations by requiring divestitures of supermarkets to maintain competition that otherwise would be lost in these relevant markets because of the merger. Accordingly, in the 46 geographic markets where the Consent Order requires divestitures, the number of competing supermarket firms will not be affected by the transaction. In local markets where the Consent Order does not require divestiture, the Commission found that the merger was not likely to substantially lessen competition. Since the Commission's investigation found that the merger was not likely to substantially lessen competition in Rockville, Maryland, the Commission did not require the divestiture of any supermarkets or supermarket leases within that geographic area.

After considering your comment and others in light of these factors, the Commission has determined that the public interest would best be served by issuing the Decision and Order as final. 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



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October 14, 2016

Michael O'Hern  
Edgewood Development Corporation  
State of Maryland

Re: *In the Matter of Koninklijke Ahold, N.V., and Delhaize Group, NV/SA*  
*File No. 151-0175, Docket No. C-4588*

Dear Mr. O'Hern:

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 that the merger will result in fewer choices for consumers in Edgewood, Maryland, and other locations. 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 Commission conducted its review of this merger pursuant to its authority under Section 7 of the Clayton Act, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, 15 U.S.C. § 45. As such, the Commission has jurisdiction only to fashion remedies that are required to fix the competitive concerns that arise from violations of federal antitrust law. Accordingly, the Consent Order is designed to remedy violations resulting from the merger. In its consideration of the merger, the Commission evaluated how the merger might lead to diminished supermarket competition and found competitive concerns arising from a violation of federal antitrust law in 46 local geographic markets, 18 of which are located in Maryland. The proposed Consent Order would remedy the alleged violations by requiring divestitures of supermarkets to maintain competition that otherwise would be lost in the relevant markets because of the merger. Accordingly, in the 46 geographic markets where the Consent Order requires divestitures, the number of competing supermarket firms will not be affected by the transaction. In local markets where the Consent Order does not require divestiture, the Commission found that the merger was not likely to substantially lessen competition. Since the Commission's investigation found that the merger was not likely to substantially lessen competition in Edgewood, Maryland, the Commission did not require the divestiture of any supermarkets or supermarket leases within that geographic area.

After considering your comment and others in light of these factors, the Commission has determined that the public interest would best be served by issuing the Decision and Order as final. 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