



**ExxonMobil**

**PRESS RELEASE**

**COUCHE-TARD ACQUIRES FROM EXXONMOBIL ITS  
U.S. ON THE RUN FRANCHISE SYSTEM AND 43 ARIZONA SITES**

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**ATD.A, ATD.B / TSX**

**(Laval, Québec; Fairfax, Virginia) April 28, 2009.** Alimentation Couche-Tard Inc. and Exxon Mobil Corporation (XOM) announced today that Couche-Tard has agreed to acquire ExxonMobil's *On the Run* convenience store franchise system in the United States and 43 of its company owned and operated sites in the Phoenix, Arizona market area. The transaction is anticipated to close in late May and is subject to standard closing conditions and regulatory approvals.

The agreement transfers to Couche-Tard the franchise agreements for approximately 450 *On the Run* convenience stores currently operated by ExxonMobil branded fuel dealers and distributors. These stores, located in 28 states primarily east of the Mississippi River, would continue to be operated by the franchisee dealers and distributors of ExxonMobil.

"ExxonMobil values the tremendous commitment of its *On the Run* franchisees in helping to build one of the leading convenience store brands in the industry," said Ben Soraci, ExxonMobil's Director of U.S. Retail Sales.

"We recognize the outstanding quality of ExxonMobil *On the Run* franchisees and we are excited to welcome them to the Couche-Tard family", said Alain Bouchard, Couche-Tard's President and CEO.

Also under the agreement, Couche-Tard will acquire the land and buildings for 33 locations and will assume or enter into leases for the remaining ten locations. The 43 Phoenix sites will be converted to Circle K branded convenience stores, offering Circle K branded fuel.

"The Phoenix sites are highly visible, located on well-traveled roads, and occupy prime locations within their respective trade areas," said Geoff Haxel, Couche-Tard's Vice-President, Operations, Arizona. "Strategically, this acquisition is an excellent fit with our network and complements our expansion and growth plans for the Arizona Division."

The purchase price is confidential between the parties. Couche-Tard will fund the acquisition from internal available cash dollars.

**Profile of Alimentation Couche-Tard**

Alimentation Couche-Tard Inc. is the leader in the Canadian convenience store industry. In North America, Couche-Tard is the second largest independent convenience store operator (whether integrated with a petroleum company or not) in terms of number of stores. Couche-Tard currently has a network of 5,444 convenience stores, 3,607 of which include motor fuel dispensing, located in 11 large geographic markets, including eight in the United

States covering 33 states and three in Canada covering ten provinces. More than 46,000 people are employed throughout Couche-Tard's retail convenience network and service centers.

### **About ExxonMobil**

ExxonMobil, the largest publicly traded international oil and gas company, uses technology and innovation to find better, safer and cleaner ways to provide energy to support development and improved living standards around the world. ExxonMobil holds an industry-leading inventory of resources, is the largest refiner and marketer of petroleum products and its chemical company is one of the world's largest.

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