PF120102/GAW

STATE OF MINNESOTA
COMMISSIONER OF COMMERCE

In the Matter of the Gasoline Sales Practices of Murphy Oil USA, Inc.

CONSENT ORDER

TO: Murphy Oil USA, Inc.
422 N. Washington
El Dorado, AR 71730

Based upon the information available to the parties on the effective date of this Consent Order, and without trial or adjudication of any issues of fact or law, the parties hereto agree, and it is hereby ordered as follows:

WHEREAS, Murphy Oil USA, Inc. (hereinafter "Respondent") is an entity subject to the requirements of Minnesota Statutes section 325D.04; and

WHEREAS, an investigation into Respondent's activities has been conducted under the authority of the Minnesota Commissioner of Commerce Mike Rothman (hereinafter "Commissioner") pursuant to Minnesota Statutes section 325D.71; and

WHEREAS, as a result of this investigation, Respondent agrees to take certain actions described herein and to make certain payments; and

WHEREAS, Respondent elects to permanently waive any right to a hearing and appeal under Minnesota Statutes chapter 14 with respect to this Consent Order;

NOW, THEREFORE, the Commissioner, Pursuant to Minnesota Statutes chapter 325D, the Commissioner hereby enters this Consent Order.

FINDINGS OF FACT

1. Respondent admits the jurisdiction of the Commissioner and consents to entry of this Consent Order by the Commissioner.

2. The Commissioner has conducted a thorough investigation of Respondent pursuant to the Commissioner's authority granted by Minnesota Statutes section 325.71 and Minnesota Statutes section 45.027.

3. During the course of the investigation, the Commissioner confirmed that Respondent had repeatedly engaged in the offer and sale of gasoline below the minimum allowable price on thirty (30) separate occasions during the months of January and February 2012 at its gasoline stations in Detroit Lakes, Bemidji, Hibbing and Hutchinson, Minnesota, in violation of Minnesota Statutes section 325D.04.

4. Respondent acknowledges that it has been advised of its rights to have a hearing in this matter, to present argument to the Commissioner, and to appeal from any adverse determination after a hearing. Respondent hereby expressly waives those rights.

5. Respondent further acknowledges that it has been represented by legal counsel throughout these proceedings or has been advised of its right to counsel, which right it hereby waives.

6. Respondent has agreed to an informal disposition of this matter without a hearing, as provided under Minnesota Statutes section 14.59 and Minnesota Rules 1400.5900. The following Order is in the public interest.

CONCLUSIONS OF LAW

1. The Commissioner has jurisdiction over this matter pursuant to Minnesota Statutes section 325D.71 and Minnesota Statutes section 45.027 for purposes of addressing and investigating certain violative conduct.

2. Respondent repeatedly violated the requirements of Minnesota Statutes section 325D.04 by engaging in the offer and sale of gasoline below the minimum allowable price under Minnesota law.

3. As a result of Respondent's repeated violations, the Commissioner finds the terms of this Consent Order appropriate, in the public interest, and consistent with Minnesota Statutes Chapter 325D.

NOW, THEREFORE, IT IS HEREBY ORDERED, pursuant to Minnesota Statutes section 45.027, subdivision 6, that Respondent shall pay to the State of Minnesota a civil penalty of $30,000 within thirty days of the effective date of this Consent Order which shall be effective upon the signature of Steven E. Carlson, Deputy Commissioner of Commerce, on behalf of the Commissioner.

Dated: April 26, 2012.

Michael Rothman
Commissioner of Commerce
State of Minnesota

By: _____
Steven E. Carlson
Deputy Commissioner of Commerce
State of Minnesota

85 Seventh Place East, Suite 500
St. Paul, Minnesota 55101
Telephone: (651) 296-6025

CONSENT TO ENTRY OF ORDER

The undersigned, acting on behalf of Murphy Oil USA, Inc., states the following: that he has read the foregoing Consent Order; that he knows and fully understands its contents and effect; that he is authorized to execute this Consent to Entry of Order on behalf of Respondent; that he has been advised of Respondent's right to a hearing; that Respondent has been represented by legal counsel in this matter or that he has been advised of Respondent's right to be represented by legal counsel and that he has waived this right; and that he consents to entry of this Order by the Commissioner of Commerce. It is further expressly understood that this Order constitutes the entire settlement agreement between the parties hereto, there being no other promises or agreements, either expressed or implied.

Murphy Oil USA, Inc.

By: _____

JM

Its: Marn Cheng
VICE PRESIDENT, FUELS

STATE OF Arkansas

COUNTY OF Union

This instrument was acknowledged before me on 4/19/12 (date) by Marn Cheng (name(s) of person(s)) as V.P., Fuels (type of authority, e.g., officer, trustee, etc.) of Murphy Oil USA, Inc. (name of party on behalf of whom the instrument was executed).

(stamp) ROBIN M NEW Commission No. 12371873 NOTARY PUBLIC My Commission Expires July 6, 2019 UNION CO., ARKANSAS

Robin M. New
(Signature of notary officer)

NOTARY PUBLIC
Title (and Rank)

My commission expires: 7/6/2019