SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			0, 0000	5 66(1) 01	and investment company Act of 1				
Patricia Dunne Topper Trust		2. Date of Event Requiring Statement (Month/Day/Year) 11/19/2019		3. Issuer Name and Ticker or Trading Symbol <u>CrossAmerica Partners LP</u> [ CAPL ]					
(Last) (First 645 HAMILTON S					4. Relationship of Reporting Pers (Check all applicable) Director X	son(s) to Issue 10% Owne		5. If Amendment, Da (Month/Day/Year)	ate of Original Filed
SUITE 500					Officer (give title below)	Other (spe below)		<ol> <li>Individual or Joint Applicable Line)</li> </ol>	/Group Filing (Check
(Street) ALLENTOWN PA	18101					20.011)		Form filed b	y One Reporting Person y More than One erson
(City) (Stat	e) (Zip)								
		Ta	able I - Non		ive Securities Beneficial	-			
1. Title of Security (Instr. 4)				E	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Dire or Indirect (Instr. 5)	cṫ(D)   (I	. Nature of Indirect Instr. 5)	Beneficial Ownership
Common Units					7,486,131(1)	I <sup>(2)</sup>	S	See footnote(1) <sup>(1)(3</sup>	2)
Table II - Derivative Securities Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)									
			2. Date Exercisable an Expiration Date (Month/Day/Year)		I 3. Title and Amount of Secur Underlying Derivative Secur			ise Form:	Ownership Form: Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares	Derivativ Security	ve or Indirect		
1. Name and Address o	f Reporting Person*			1	1			I	
Patricia Dunne									
(Last) 645 HAMILTON S	(First)	(Middle)							
SUITE 500									
(Street) ALLENTOWN	PA	18101							
(City)	(State)	(Zip)							
1. Name and Address o		LC							
DM Partners M	anagement Co. L	<u>, LC</u>							
(Last) 645 HAMILTON S SUITE 500	(First) TREET	(Middle)							
(Street) ALLENTOWN	РА	18101							
(City)	(State)	(Zip)							
1. Name and Address o Dunne Manning									
(Last) 645 HAMILTON S SUITE 500	(First) TREET	(Middle)							
(Street) ALLENTOWN	РА	18101							

(City)	(State)	(Zip)				
1. Name and Address of Reporting Person <sup>*</sup> Dunne Manning CAP Holdings I LLC						
(Last) 645 HAMILTON S SUITE 500	(First) TREET	(Middle)				
(Street) ALLENTOWN	РА	18101				
(City)	(State)	(Zip)				

## Explanation of Responses:

1. The Trust disclaims beneficial ownership of these Common Units except to the extent of its pecuniary interest therein, and the inclusion of these Common Units in this report shall not be deemed an admission of beneficial ownership of all of the reported Common Units for purposes of Section 16 or for any other purpose.

2. Pursuant to a Securities Purchase Agreement dated November 19, 2019, Dunne Manning CAP Holdings I LLC, a wholly owned subsidiary of Dunne Manning Partners LLC, acquired 7,486,131 Common Units from certain subsidiaries of Circle K Stores, Inc. Dunne Manning Partners LLC is controlled and managed by DM Partners Management Co. LLC, which is controlled by Joseph V. Topper, Jr., its sole manager. DM Partners Management Co. LLC is a wholly owned subsidiary of the Patricia Dunne Topper Trust for the Family of Joseph V. Topper, Jr. (the "Trust"). Further, the Trust owns a majority of the member interests in Dunne Manning Partners LLC. The Trust is controlled by Joseph V. Topper, Jr. Mr. Topper is the Chairman of the Board of the General Partner of CrossAmerica Partners, L.P.

## **Remarks:**

Joseph V. Topper, Jr. Trustee of the Member of the Manager of 11/19/2019 the Member of Dunne Manning CAP Holdings I LLC Joseph V. Topper, Jr. Trustee of the Member of DM Partners 11/29/2019 Management Co. LLC Joseph V. Topper, Jr. Trustee of the Member of the Manager of 11/29/2019 Dunne Manning Partners LLC Joseph V. Topper, Jr. Trustee of 11/29/2019 Patricia Dunne Topper Trust \*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.