ALIMENTATION COUCHE-TARD INC.

REVISED ANNUAL INFORMATION FORM

Fiscal year ended April 29, 2001

September 6, 2001

TABLE OF CONTENTS

ITEM 2 - THE COMPANY

2.1 Name and Incorporation

Alimentation Couche-Tard Inc. (the "**Company**") was incorporated under Part IA of the *Companies Act* (Québec) by certificate of amalgamation dated May 1, 1988. On December 15, 1994, the Company changed its corporate name from "Actidev Inc." to "Alimentation Couche-Tard Inc.". The Company's share capital was also changed at that time so that it consists of an unlimited number of first preferred shares, an unlimited number of second preferred shares, an unlimited number of multiple voting shares and an unlimited number of subordinate voting shares. By certificate of amendment dated September 11, 1995, the Company redesignated the multiple voting shares as Class A multiple voting shares (the "**Multiple Voting Shares**") and the subordinate voting shares as Class B subordinate voting shares (the "**Subordinate Shares**").

In this Annual Information Form, the term "Company" means Alimentation Couche-Tard Inc. alone and "Couche-Tard" means Alimentation Couche-Tard Inc. and one or more of its subsidiaries.

The head office of the Company is located at 1600 St-Martin Blvd. East, Tower B, Suite 200, Laval, Québec H7G 4S7.

2.2 Subsidiaries

The Company's principal subsidiaries are Dépan-E$compte Couche-Tard Inc. ("**Dépan-E$compte**"), a wholly-owned subsidiary incorporated under Part IA of the *Companies Act* (Québec), C-Corp. Inc., a wholly-owned subsidiary of DépanE$compte which is incorporated under the *Canada Business Corporations Act*, Mac's Convenience Stores Inc. (formerly Silcorp Ltd.) ("**Mac's**"), a wholly-owned subsidiary incorporated under the *Business Corporations Act* (Ontario), 3887961 Canada Inc., a wholly-owned subsidiary incorporated under the *Canada Business Corporations Act*, and, since June 22, 2001, Bigfoot Food Stores LLC, a wholly-owned subsidiary incorporated under the laws of Delaware.

ITEM 3 – GENERAL BUSINESS DEVELOPMENT

3.1 Profile and Mission

Couche-Tard is the leading Canadian chain of convenience stores, specializing in the sale of convenience items, gas, lottery tickets and quality fast-food products and the provision of automated bank machine withdrawal services through a network of 1,906 company, dealer and franchise operated and affiliated outlets. Couche-Tard is the largest independent retailer of gasoline products in Québec where it operates a network of 303 stores offering both convenience store products and gas. With a workforce of 13,100 full and part-time persons working in its network, Couche-Tard operates 667 stores in Québec under the banners Couche-Tard, Provi-Soir and Dépanneur 7 jours, as well as 1,014 stores in western Canada and Ontario under the Mac's, Mike's Mart, Becker's and Daisy Mart banners. As a result of the Company's acquisition of Johnson Oil Company, Inc. ("**Johnson Oil**") on June 22, 2001, Couche-Tard now also operates 225 stores in the United States in the states of Illinois, Indiana and Kentucky under the Bigfoot banner.

Couche-Tard distinguishes itself from its competition through innovative marketing strategies, its acquisition policy and its solid financial performance. Couche-Tard's principal competitive advantages are the location of its stores, the size of its network, its knowledge of consumers' needs, in terms of convenience items and services, and its constant use of market analysis to predict consumer habits likely to influence convenience store operators and to adequately respond to differing needs in the regions in which it operates. The Company continues to concentrate on managing its resources and activities with a view to maintaining a strong balance sheet and achieving profitable growth in an ever-changing and increasingly competitive market.

Its mission is clear:

> To develop and operate a network of convenience stores and offer its customers a range of products and services at competitive prices coupled with customer service superior to that offered by anyone else in the business.

3.2 Fiscal 1999-2001 Highlights

Fiscal 1999:

In January 1999, Couche-Tard considered the strategic acquisition of Mac's. The Company had previously made a take-over bid in August 1996 for all the shares of Mac's, whose network included at that time 520 convenience stores in Ontario and western Canada, as well as 51 stores in the United States. The bid was withdrawn in January 1997. Following a series of meetings among senior officers of the Company, Mac's, and their respective financial advisors, a pre-acquisition support agreement was entered into by Mac's and the Company pursuant to which the Company agreed to make an offer to purchase all of the outstanding common shares of Mac's. The offer was successfully completed on April 16, 1999 and Mac's is now an indirect wholly-owned subsidiary of the Company.

Fiscal 2000:

Integration of Mac's was completed during the 2000 fiscal year. The Company continued the transformation of its network in order to increase the number of Strategy stores/Store 2000.

Fiscal 2001:

In March 2001, Couche-Tard and Irving Oil Limited created a joint venture to operate 56 stores in Eastern Québec.

Subsequent Events to Fiscal 2001:

In June 2001, Couche-Tard acquired the assets of Johnson Oil in Indiana, Illinois and Kentucky. The acquired network from Johnson Oil included 172 corporate stores, 35 dealer locations and 18 commission retailer sites under the Bigfoot banner, all with gasoline sales.

In July 2001, the Multiple Voting Shares and the Subordinate Shares of Couche-Tard were split on a two-for-one basis.

ITEM 4 - DESCRIPTION OF THE BUSINESS

4.1 Products – Services and Markets

Couche-Tard offers its customers over 2,500 different products in its convenience stores, which have in effect become multi-service centres since a large range of products and services are available throughout most of the network: gas stations, bank machines, a wide range of confectionery and grocery items, "ready to serve" counters, "fresh daily" products and lottery tickets.

In the central (Ontario) and western Canada markets, a continuing focus is the expansion of the branded food service program. Approximately 90 branded kiosks are currently operated, the majority with Subway. Other branded sites include Pizza Hut, Taco Bell, KFC, Chester Fried Chicken, Pizza Pizza and Country Style Donuts.

These products and services meet the consumers' need for convenience seven days a week and even 24 hours a day in most areas.

The convenience store consumer base is predominantly customers aged 12 to 35. Socio-demographic factors have an impact on the product mix and services that Couche-Tard offers in its stores. Given such trends, Couche-Tard is converting several locations to its distinctive Strategy 2000 concept. This innovative concept is based on a micro-market approach tailored to local market needs.

4.2 Supply

In Québec, the main sources of supply for Couche-Tard's multi-service centres for regular grocery products, cigarettes, tobacco and wine are the Métro-Richelieu wholesaler, via its Éconogros division, and Provigo Distribution.

For all other products (soft drinks, chips, etc.), Couche-Tard obtains its supplies directly from the manufacturers through agreements intended to provide the best possible service to its points of sale. These transactions involve the selection of popular name-brand products in popular sizes, at the best possible prices.

In central Canada, Couche-Tard operates its own distribution centres through its Northmar division. Stores in western Canada are supplied by conventional wholesalers. In the Midwestern United States, Couche-Tard is supplied directly by the manufacturers and by the wholesaler Ebby-Brown.

To ensure its gas station service, Couche-Tard obtains its supply mainly from large petroleum companies with which it has signed long-term agreements. When the Company sells its own brand name of gasoline, it obtains its supply on the "rack" market directly from refineries or depots, or it buys imported products.

Couche-Tard negotiates all agreements with suppliers for its network stores. Inventory is shipped directly from the supplier to its stores.

4.3 Marketing

Couche-Tard markets its products and services through its 1,906 points of sale.

Promotional campaigns take place periodically throughout the network. They are supported by radio and television advertising at appropriate times.

All promotional planning for Couche-Tard multi-service centres, including identification of stores and marketing, is designed and implemented by Couche-Tard with the help of consultants when necessary.

4.4 Human Resources

Couche-Tard employs 13,100 persons at its head office and throughout the network.

Human resources for the network include employees of franchised, dealer operated and affiliated stores as well as Couche-Tard employees in corporate stores and at the head office.

Each store has an average of 8 employees.

All employees at the head office work full-time. Approximately 70% of employees within the network are hired part-time and 30% work on a full-time basis.

Twenty-three employees at Couche-Tard's wholesale distribution centre in North Bay, Ontario are represented by the Warehousemen, Transportation and General Workers Union. Sixty-eight employees at the Becker's dairy facility in Scarborough, Ontario are members of the Milk and Bread Drivers, Dairy Employees, Caterers and Allied Workers, Local Union No. 647, affiliated with the International Brotherhood of Teamsters, Chauffeurs, Warehousemen and Helpers of America.

Couche-Tard considers its employee relations to be very good.

4.5 Competition

The convenience store industry in Canada is highly competitive and the number of competitors as well as the degree of competition varies by location or region. In order to remain the leader in the Canadian convenience store industry, Couche-Tard's network must compete with other businesses offering the same type of products or services, i.e. convenience stores under other banners, supermarkets, grocery stores, mini-convenience stores selling gas, fast food outlets, pharmacies and tobacco stores. Certain of Couche-Tard's major competitors have greater financial and other resources at their disposal than are available to Couche-Tard. Each of Couche-Tard's stores competes primarily in its surrounding neighbourhood and the ability of each store to compete is largely dependent upon location, access, visibility, area demographics, service and product mix.

4.6 Regulatory Matters

The Company's operations require it to hold certain government permits and licences, in particular with respect to the sale of alcohol and gasoline. Management is of the opinion that Couche-Tard holds all licences and permits which it requires for its operations.

4.7 Environment

Couche-Tard stores that operate gas stations are subject to environmental protection laws. Compliance with these laws has not had a major impact on the financial situation or the operating results of the Company, and management does not expect it to do so. Please refer to Note 15, Environment, on page 31, to the Consolidated Financial Statements included in the Company's 2001 Annual Report.

ITEM 5 - SELECTED CONSOLIDATED FINANCIAL INFORMATION

5.1 Financial information for the past three fiscal years

	Year Ended		
	April 29, 2001	April 30, 2000	April 25, 1999 (1)
	$	$	$
	(in thousands of dollars, except for earnings per share)		
Sales	1,673,634	1,573,991	917,068
Net earnings	23,971	18,507	11,480
Net earnings per share			
Basic	1.29	1.00	0.83
Fully diluted	1.25	0.97	0.79
Total assets	556,130	547,338	513,034
Long-term debt	139,094	172,137	185,931

(1) Mac’s was acquired on April 16, 1999, and, as a result, the amounts for consolidated net earnings and net earnings per share, basic and fully diluted, presented above do not include the results of Mac's. However, the balance sheets of the Company and Mac's were consolidated as at April 25, 1999, and the balance sheet items reflect the financial position of the new Couche-Tard organization at the end of fiscal 1999. See "Fiscal 1999-2001 Highlights" at Section 3.2 above.

5.2 Dividends

Since 1989, the Company has not declared any dividends. In addition, the amended and restated credit agreement dated June 20, 2001, among Couche-Tard and the members of its lending syndicate restricts the payment of dividends, return of capital or other distributions to the shareholders of the Company, without the consent of the lenders, except for stock dividends in connection with stock splits of the outstanding equity shares and normal course repurchases, in accordance with applicable rules. The Board of Directors feels that the Company has a strong potential for development and should invest large amounts to keep its network competitive. For this reason, over the near term, the Company plans to invest its liquidity in expansion and renovation projects.

ITEM 6 - MANAGEMENT'S DISCUSSION AND ANALYSIS

The "Management's Discussion and Analysis of Operating Results and Financial Position" on pages 20 to 23 of the Company's 2001 Annual Report is incorporated herein by reference.

	Fiscal Years Ended							
	April 29, 2001				April 30, 2000			
Quarters	1st	2nd	3rd	4th	1st	2nd	3rd	4th
	(in thousands of dollars, except for earnings per share)							
Sales	$406,317	$406,063	$487,808	$373,446	$367,270	$367,888	$449,622	$389,211
Net earnings	$8,430	$8,726	$4,161	$2,654	$6,683	$7,052	$3,121	$1,651
Net earnings per share	---	---	---	---	---	---	---	---
Basic	$0.23	$0.23	$0.11	$0.07	$0.18	$0.19	$0.08	$0.05
Fully diluted	$0.22	$0.22	$0.11	$0.07	$0.17	$0.18	$0.08	$0.05

ITEM 7 - MARKET FOR SECURITIES

The Multiple Voting Shares and Subordinate Shares are listed on the Toronto Stock Exchange since December 6, 1999 under the symbols ATD.A and ATD.B respectively.

ITEM 8 - DIRECTORS AND OFFICERS

The following table lists the Company's directors and officers. All information is accurate as of the date hereof.

Name and municipality of residence	Principal occupation	Director or officer since	Office held with the Company
ALAIN BOUCHARD [1)] Lorraine, Québec	Chairman of the Board, President and Chief Executive Officer of the Company	1988	Chairman of the Board, President and Chief Executive Officer and Director
RICHARD FORTIN [1)] Sainte-Julie, Québec	Executive Vice-President and Chief Financial Officer of the Company	1988	Executive Vice-President and Chief Financial Officer and Director
RÉAL PLOURDE [1)] Westmount, Québec	Executive Vice-President and Chief Operating Officer of the Company	1988	Executive Vice-President and Chief Operating Officer and Director

Name and municipality of residence	Principal occupation	Director or officer since	Office held with the Company
JACQUES D'AMOURS [1)] Lorraine, Québec	Vice-President, Administration of the Company	1988	Vice-President, Administration and Director
RODRIGUE BIRON [2)4)] Saint-Augustin, Québec	Partner, Rodrigue Biron & Associates Inc. (corporations manager)	1995	Director
ROBERT BRUNET [3)] Bolton Centre, Québec	President, Socoro (management consulting firm)	1991	Director
JEAN ÉLIE Ville Mont-Royal, Québec	Managing Director, Société Générale (Canada) (Canadian chartered bank)	1999	Director
SIMON SENÉCAL [2)3)] Ville Mont-Royal, Québec	Investment Advisor – National Bank Financial Corporation (securities dealer)	1994	Director
JOSÉE GOULET Montréal, Québec	President and Chief Executive Officer, Bell ActiMedia (directory publisher)	2000	Director
ROGER LONGPRÉ[5)] Brossard, Québec	President, Mergerac Inc. (consultants in mergers and acquisitions)	2001	Director
STÉPHANE GONTHIER Laval, Québec	Vice-President, Eastern Canada Operations and Secretary of the Company	1998	Vice-President, Eastern Canada Operations and Secretary
DAVID RODGERS Barrie, Ontario	Vice-President, Central Canada Operations	1999	Vice-President, Central Canada Operations
KIM TROWBRIDGE Calgary, Alberta	Vice-President, Western Canada Operations	1999	Vice-President, Western Canada Operations
BRIAN HANNASCH Columbus, Indiana	Vice-President, Operations, Midwest	2001	Vice-President, Operations, Midwest
DALE PETTIT London, Ontario	Vice-President and Treasurer	1999	Vice-President and Treasurer
JEFFREY BUSH Columbus, Indiana	Vice-President, Finance, Midwest	2001	Vice-President, Finance, Midwest
YVAN BUSSIÈRES Boucherville, Québec	Vice-President, Distribution	2001	Vice-President, Distribution

Notes:
1) Member of the Executive Committee.
2) Member of the Human Resources Committee.
3) Member of the Audit Committee.
4) Lead director.
5) New appointment.

All members of the Board of Directors will hold their positions until the next annual meeting of shareholders of the Company. The directors and officers have all held various positions in the above-mentioned companies or predecessor companies during the past five years, except for Mr. Rodrigue Biron, who was President of Biron, Lapierre & Associés from 1996 to 1998; Mr. Robert Brunet, who was Assistant to the President of RNG Group Inc. from 1988 to 1998; Mr. Jean Élie, who was Counsel for Coopers Lybrand from 1996 to 1998, Chairman of the Board, Hydro Québec during 1996, and President, Jelinco International since 1995; Mr. Stéphane Gonthier, who was an attorney and a partner with Lozeau

Gonthier Masse Richard from 1994 to 1998; and Josée Goulet who was, from January to May, 2000, President and Chief Executive Officer, Bell Distribution Inc./Bell World (BDI), from March, 1998 to May, 2000, Senior Vice-President – Consumer Market (sales and service), Bell Canada, from June, 1997 to February, 1998, Vice-Presidnet – Office of the President, Bell Canada, from January to June, 1997, Vice-President, Product Management, Bell Canada, and from January, 1996 to December, 1996, Vice-President and Chief Operating Officer, Bell Global Solutions.

The directors and officers, as a group, beneficially own or exercise control or direction over approximately 9,504,659 (66.6%) of the Multiple Voting Shares outstanding and, as a group, beneficially own or exercise control or direction over approximately 340,775 (1.5%) of the Subordinate Shares outstanding.

ITEM 9 - ADDITIONAL INFORMATION

The Company shall provide to any person, upon request to the Secretary of the Company:

(a) when the securities of the Company are in the course of a distribution pursuant to a short form prospectus or a preliminary short form prospectus has been filed in respect of a distribution of its securities,

    (i) one copy of the Company's annual information form, together with one copy of any document, or the pertinent pages of any document, incorporated by reference in the annual information form,

    (ii) one copy of the comparative financial statements of the Company for its most recently completed financial year together with the accompanying report of the auditor and one copy of any interim financial statements of the Company subsequent to the financial statements for its most recently completed financial year,

    (iii) one copy of the management proxy circular of the Company in respect of its most recent annual meeting of shareholders that involved the election of directors, and

    (iv) one copy of any other documents that are incorporated by reference into the preliminary short form prospectus or the short form prospectus and are not required to be provided under (i) to (iii) above; or

(b) at any other time, one copy of any of the documents referred to in (i), (ii) and (iii) above, provided that the Company may require the payment of a reasonable charge if the request is made by a person who is not a security holder of the Company.

Additional information, including officers' and directors' remuneration and loans granted to them, principal shareholders of the Company, share purchase options and the interest of insiders in material transactions, if any, is contained in the management proxy circular dated August 22, 2001 which was prepared for the 2001 annual meeting of shareholders. Other financial information is included in the audited consolidated financial statements and the notes thereto for the fiscal year ended April 29, 2001.

The foregoing documents may be obtained by contacting the office of the Secretary at the head office of the Company, 1600 St-Martin Blvd. East, Tower B, Suite 200, Laval, Québec H7G 4S7.