Revised items for discovery: Wal-Mart / Massmart merger

1. Definitions / clarification

1.1 Any reference to Wal-Mart includes references to ASDA and all other subsidiaries of Wal-Mart.

1.2 "Locally produced" is defined as products which involve local production and value-add (even if some components are imported in the process) and does not include products that are purely imported through locally-based agents. This is in contrast to the terminology used by the merging parties where 'local procurement' is defined to include both imports from local agents and locally produced products.

1.3 "Correspondence" includes all hardcopy and email correspondence.

2. Documents in respect of Wal-Mart's global operations

2.1 Any and all complaints, orders, judgements awards and decisions in respect of Wal-Mart's activities relevant to competition matters in any and all countries for the past 3 years.

2.2 Copies of judgements in all court proceedings referred to in affidavits, including those dealing with race and gender, as detailed in paragraph 68, 69 and 70 to 80 of the Witness Statement by Bond.

2.3 All documents relating to its claims, measurements of and methodology in support of Wal-Mart's contentions on local procurement in Mexico, Brazil, India, Chile and USA; including the complete underlying data and measurement methodology in respect of the claims made in para 32.1 of Bond's statement. To the extent that the claims of 'locally sourced' includes products imported through local agents (as per the parties definition of 'local procurement'), then in addition the provision of data for each of the countries cited in para 32.1 in respect of the proportion of products that are locally produced (as per the definition above). Further, provide a breakdown for each of the following major categories: general merchandise, perishable grocery products, non-perishable grocery products and non-edible grocery products.

2.4 Data (and the underlying methodology) in respect of the proportion of purchases by D&S in Chile that are locally produced (as defined above) for 2008, 2009 and 2010 rather than the locally procured definition and data as used in RBB table 10. Further, provide a breakdown for each of the following major categories: general merchandise, perishable grocery products, non-perishable grocery products and non-edible grocery products.

2.5 In respect of D&S in Chile, documents containing data for the past three years on:

2.5.1 employment;

2.5.2 the split in employment between full-time and part-time employees, and

2.5.3 annual increases in wages and benefits for full-time and part-time employees, d) union membership in total and membership of the company-wide union (as alleged by Claudio Alvarez) specifically.

2.6 In respect of D&S in Chile, the underlying data and measurement methodology in respect of the claims made by RBB and Layton concerning the JBP programme.

2.7 In respect of all countries in which Wal-Mart operates, documents relating to a benchmarking of Wal-Mart against the industry for:

2.7.1 the split in employment between full-time and part-time employees;

2.7.2 wages and benefits for full-time and part-time employees, and

2.7.3 union membership.

2.8 Both Bond and Pattison refer to the global procurement network and capabilities of Wal-Mart in their Witness Statements. Provide documentation indicating details of the current offices, distribution centres, assets and personnel of Wal-Mart that are utilised in this global procurement network for each country from which Wal-Mart sources globally. Also provide the total value of products shipped annually from each of these countries that Wal-Mart sources globally, and a breakdown of value by broad product category, namely general merchandise, perishable grocery products, non-perishable grocery products and non-edible grocery products.

2.9 The "UK grocery report" as referred to in the RBB report:

2.10 Reports, analysis and other documentation which support the claims made about Brazil in footnote 6 on page 15 of the RBB report that:

> "… [P]rior to its acquisition by Wal-Mart in 2004, prices at the Brazilian retailer Bompreço were [CONFIDENTIAL]% higher than the market for a basket of 3,000 top-selling items. However, an equivalent basket of items in Bompreço is now [CONFIDENTIAL]% lower than the market average. Similarly, prior to its acquisition by Wal-Mart in 2005, prices at Brazilian retailer Sonae were around [CONFIDENTIAL]% lower than the market average, but are now around [CONFIDENTIAL]% lower."

2.11 Reports, analysis and other documentation which support the claims made about Mexico in footnote 6 on page 15 of the RBB report that:

> "Another example is Mexico where prices at Wal-Mart stores are currently [CONFIDENTIAL]% lower than the market…"

2.12 Copies of the ABRAS and AC Nielsen reports which support the claims made in footnote 23 on page 44 of the RBB report that:

> "in Brazil the three major retailers account for only 39% of grocery sales, while in Argentina the top four grocery retailers account for 65% of the market"

2.13 Representations and objections to Wal-Mart's entry into Germany and copies of all minutes of board and management meetings relating to its decision to exit from the German market.

2.14 The total number of individual cases brought against Wal-Mart relating to any matter involving employment matters, including discrimination, dismissal, victimisation, retrenchment and non-appointment. Including the number of persons in total affected by such cases, for the period 2000 to 2010, in all countries in operates in and in each the US, Brazil, Chile, Mexico, India and China as detailed in paragraph 28 and 67 of the Witness Statement by Bond.

3. Wal-Mart documents in respect of the merger transaction

3.1 All correspondence (including documents exchanged) and minutes of meetings between the merging parties between February 2009 (when the reciprocal confidentiality undertaking was signed) and 26 September 2010 (when the indicative offer was made).

3.2 All Wal-Mart documents and reports generated in the evaluation of Massmart as a potential acquisition / target.

3.3 All Wal-Mart documents dealing with proposals for increasing efficiencies and/or lowering prices and/or increasing market share of Massmart post acquisition.

3.4 All Wal-Mart documents dealing with labour issues in respect of Massmart and/or South Africa including any evaluation of current labour laws, current labour practices at Massmart and any proposed strategy in respect of labour relations post acquisition since February 2009.

3.5 All Board minutes, management minutes, notes and transcripts of Wal-Mart relating to its strategy on or entry into South Africa and or African market and or bid for Massmart as detailed in paragraph 7, 8, 19 and 44 to 48 of the Witness Statement by Bond.

3.6 The Massmart Due Diligence report done by Wal-Mart, following the indicative offer of 26 September 2010.

4. Massmart documents

4.1 Any documents evidencing and or in support of Massmart's approach to procurement and procurement philosophy as detailed in paragraph 6 of the Witness Statement by Pattison. Without limiting the generality of the above any

documents evidencing and or support of the 'variety of sources' that Massmart envisages to procure supplies from and any and all market research documents in support of Massmart's procurement philosophy.

4.2 Any documents evidencing and or in support of Massmart's local procurement strategy as detailed in paragraph 6.8 of the Witness Statement by Pattison.

4.3 Any Massmart Procurement Department (or relevant department that conducts procurement) documents that detail the imported goods strategy of Massmart.

4.4 Provide details of the current offices, distribution centres, assets and personnel of Massmart that are utilised for direct imports to South Africa (including such items located abroad).

4.5 Provide further information in respect of Massmart development and use of suppliers in particular SMME and historically disadvantaged suppliers (Pattison statement para 6.14-6.17).

4.6 A document providing the breakdown of sales, direct imports and local content by major sub-categories of the product categories listed in tables 7 and 8 of the RBB report (e.g. provide such details for the major sub-categories of non-edible groceries).

4.7 The Massbuild Strategy Document 2010 regarding home improvement shares in South Africa (see table 5, page 13 of the RBB report).

4.8 Presentations to retail analysts, presentations to asset managers, presentations to shareholders, presentations to the Massmart senior management team and presentations to the Massmart board on the proposed acquisition of Massmart by Wal-Mart.

5. Data from both merging parties

5.1 For the top and bottom 10 locally produced products by Rand value purchased by Massmart in 2010 in each of the categories listed in tables 7 and 8 of the RBB report, the ex-factory price (ex VAT) paid by Massmart to the local producer and the likely lowest delivered price to South Africa (provide the ex-factory price and likely per unit transport costs to South Africa) from Wal-Mart's global suppliers.