THE COMPETITION APPEAL COURT

CAC CASE NO: 111/CAC/JUL11

In the matter between:

THE MINISTER OF ECONOMIC DEVELOPMENT	First Applicant
THE MINISTER OF TRADE AND INDUSTRY	Second Applicant
THE MINISTER OF AGRICULTURE, FORESTRY AND FISHERIES	Third Applicant

and

THE COMPETITION TRIBUNAL	First Respondent
THE COMPETITION COMMISSION	Second Respondent
WAL-MART STORES INC	Third Respondent
MASSMART HOLDINGS LIMITED	Fourth Respondent
SACCAWU	Fifth Respondent
SACTWU	Sixth Respondent
SASMMEF	Seventh Respondent

APPLICATION FOR REVIEW

---

1. In this application,

- *"the merger"* means the merger between the third and fourth respondents;
- *"the merger hearing"* means the hearing by the Competition Tribunal to consider the merger;
- *"the discovery order"* means the order the Competition Tribunal made in the course of the merger hearing on 25 March 2011, in the applicants' application against the merging parties for the discovery of certain documents;
- *"the scheduling decisions"* mean the decisions of the Competition Tribunal made in the course of the merger hearing, to impose, adhere to and enforce its schedule of witnesses and timetable for the merger hearing; and
- *"the merger approval"* means the decision of the Competition Tribunal made on 31 May 2011 to approve the merger with conditions.

2. The applicants apply to this court for orders in the following terms:

2.1. The applicants' delay, if any, in bringing this application, is condoned.

2.2. The merger approval is reviewed and set aside.

2.3. Alternatively to 2.2, the discovery order, the scheduling decisions and the merger approval are reviewed and set aside.

2.4. The matter is remitted to the Competition Tribunal for reconsideration of the merger.

2.5. This application is enrolled to be heard in conjunction with the appeal lodged by SACCAWU on 27 June 2011 under case number CAC CASE NO:110/CAC/June11

2.6. The parties opposing this application, if any, are jointly and severally ordered to pay the applicants' costs.

2.7. The applicants are afforded alternative relief.

3. The Competition Tribunal is called upon in terms of rule 23(4)(d) of the rules of this court, to provide the following to the applicants and the Registrar of this court within 15 business days of receipt of this application:

3.1. A written record of the merger hearing, the discovery order, the scheduling decisions and the merger approval.

3.2. The Competition Tribunal's reasons for the discovery order, the scheduling decisions and the merger approval.

4. This application is supported by the accompanying affidavit of Heather Pamela Mary Irvine. The documents relevant and material to this application are those which are referred to in and accompany her affidavit.

5. The applicants will accept notice and service of all documents in these proceedings at the address of their attorneys mentioned below.

6. If you intend to oppose this application, you must within 15 days of receipt of this application, deliver your answering affidavit. If you fail to do so, this application may be heard and decided in your absence.

Dated at Sandton on this the 20th day of July 2011

Norton Rose South Africa
(incorporated as Deneys Reitz Inc)
Attorneys for the Government Departments
15 Alice Lane, Sandton 2196
P O Box 784903, Sandton 2146
Docex 215, Johannesburg
Tel +27 (0)11 685 8500
Fax +27 (0)11 301 3200
Ref SAT 181

The Registrar of the
Competition Appeal Court
3rd Floor Mulayo, the DTI Campus
77 Meintjies Street
Sunnyside
PRETORIA
Fax: (012) 394-0169
Email: cac@comptrib.co.za

and to

Competition Tribunal
First Respondent
3rd Floor, Mulayo
The DTI Campus
77 Meintjies Street
Sunnyside
Pretoria
0001
Email: ctsa@compcom.co.za
Tel: 012 394 3300
Fax: 012 394 0169

and to

The Competition Commission
Second Respondent
The DTI Campus
Mulayo (Block C)
77 Meintjies Street
Sunnyside
Pretoria
Tel: 012 394 3406
Fax: 012 394 4406
Maarten van Hoven/Themba Mahlangu
Email : ccsa@compcom.co.za ;
maartnv@compcom.co.za;
Thembam@compcom.co.za

and to

Webber Wentzel Bowen

Attorneys for Wal-Mart Stores Inc.
10 Fricker Road
Illovo Boulevard
Johannesburg
2196
Tel: 011 530 5000
Fax: 011 530 5111
Desmond Rudman
Email: desmond.rudman@webberwentzel.com

and to

Edward Nathan Sonnenbergs
Attorneys for Massmart Holdings Limited
150 West street
Sandton
Johannesburg
South Africa
2196
Tel: 011 269 7600
Fax: 011 269 7899
Justin Balkin
Email: jbalkin@ens.co.za

and to

Cheadle Thompson Haysom
Attorneys for SACCAWU
7th Floor, Braamfontein Centre
23 Jorissen Street
Braamfontein
Johannesburg
2001
Tel: 011 403 2765
Fax: 011 403 1764
Doris Tshepe
Email: Doris@cth.co.za

and to

Werksmans Attorneys
Attorneys for SACTWU
155 5th Street
Sandown
Sandton
Johannesburg
Tel: 011 535 8000
Fax: 011 535 8600
Paul Cleland
Email: pcleland@werksmans.com

and to

Norton Rose South Africa
(incorporated as Deneys Reitz Inc)
Attorneys for the SA SMME Forum
15 Alice Lane, Sandton 2196
P O Box 784903, Sandton 2146
Docex 215, Johannesburg

Tel +27 (0)11 685 8500
Fax +27 (0)11 301 3200
Ref PBO 744

Received on _____
2011

_____

For