

**COMPLETED ACQUISITION BY SPORTS DIRECT INTERNATIONAL PLC
OF A NUMBER OF STORES FROM JJB SPORTS PLC**

Terms of reference

1. In exercise of its duty under section 22(1) of the Enterprise Act 2002 ("the Act") to make a reference to the Competition Commission ("the CC") in relation to a completed merger the Office of Fair Trading ("the OFT") believes that it is or may be the case that –
 - (a) a relevant merger situation has been created in that:
 - (i) enterprises carried on by or under the control of Sports Direct International plc have ceased to be distinct from enterprises carried on by or under the control of JJB Sports plc; and
 - (ii) as a result, the conditions specified in section 23(3) of the Act will prevail, or will prevail to a greater extent, with respect to the supply of goods in the UK by national sports retailers; and
 - (b) the creation of that situation has resulted or may be expected to result in a substantial lessening of competition within any market or markets in the UK for goods or services, including the supply of sports clothing, sports equipment and/or sports footwear.
2. Therefore, in exercise of its duty under section 22(1) of the Act, the OFT hereby refers to the CC, for investigation and report within a period ending on 21 January 2010, on the following questions in accordance with section 35(1) of the Act –
 - (a) whether a relevant merger situation has been created; and
 - (b) if so, whether the creation of that situation has resulted or may be expected to result in a substantial lessening of competition within any market or markets in the UK for goods or services.
3. In relation to the question whether a relevant merger situation will be created, the CC shall exclude from consideration one of the subsections (1) and (2) of section 23 of the Act if they find that the other is satisfied.

Amelia Fletcher
Senior Director, Mergers, Office of Fair Trading
7 August 2009