



**PUBLIC VERSION**

Reference: *Suncor Energy Inc. v. The Commissioner of Competition*, 2013 Comp. Trib. 15  
File No.: CT-2013-008  
Registry Document No.: 6

IN THE MATTER OF the *Competition Act*, R.S.C. 1985, c. C-34, as amended, and the  
*Competition Tribunal Rules*, SOR/2008-141;

AND IN THE MATTER OF the filing and registration of a Consent Agreement on July 22, 2009  
pursuant to section 105 of the *Competition Act* in relation to the amalgamation of Suncor Energy  
Inc. and Petro-Canada;

AND IN THE MATTER OF an application made by Suncor Energy Inc. on the consent of the  
Commissioner of Competition, pursuant to paragraph 106(1)(b) of the *Competition Act*, to  
further vary the Consent Agreement;

B E T W E E N:

**Suncor Energy Inc.**  
(applicant)

and

**The Commissioner of Competition**  
(respondent)



Decided on the basis of the written record.

Before: Rennie J. (Chairman), Scott J. and Dr. D. McFetridge

Date of Order: October 8, 2013.

Order signed by: Mr. Justice D. Rennie

**ORDER ALLOWING AN APPLICATION UNDER PARAGRAPH 106(1)(b) OF THE  
COMPETITION ACT TO VARY A CONSENT AGREEMENT ON CONSENT**

[1] **FURTHER TO** the consent agreement filed on July 22, 2009, by the Commissioner of Competition (the “Commissioner”) in relation to the amalgamation of Suncor Energy Inc. (“Suncor”) and Petro-Canada (the “Consent Agreement”), as amended;

[2] **AND FURTHER TO** an Application made by Suncor on consent of the Commissioner pursuant to paragraph 106(1)(b) of the *Competition Act*, R.S.C. 1985, c. C-34 (the “Act”) to vary the Consent Agreement;

[3] **AND UPON** considering the reasons set out in the Application;

[4] **AND UPON** considering that the Commissioner is satisfied that certain Suncor personnel (“Suncor Personnel”) require restricted access to certain Competitively Sensitive Information (“CSI”) related and strictly limited to a purpose agreeable to the Commissioner;

[5] **AND UPON** considering that the Commissioner and Suncor have agreed that certain Suncor Personnel may receive CSI subject to: an agreed-upon procedure; oversight by a CSI expert appointed by and advising the Commissioner; and the Commissioner’s express approval and sole discretion, and on such terms as he may impose;

[6] **AND UPON** also being satisfied with the explanation provided in the Application;

[7] **AND UPON** noting that the variation of the Consent Agreement is on consent but is nevertheless a discretionary matter for the Tribunal;

[8] **AND UPON** dispensing therefore with the application of the *Competition Tribunal Rules*, SOR/2008-141, which require the filing of pleadings in proceedings under section 106 of the Act, in order to deal with this matter as informally and expeditiously as the circumstances and considerations of fairness permit.

**NOW THEREFORE THE TRIBUNAL ORDERS THAT:**

[9] The Application made pursuant to paragraph 106(1)(b) of the Act is allowed.

[10] The Consent Agreement be and hereby is varied in the manner set out in the Confidential Appendix attached hereto as Schedule A.

DATED at Ottawa, this 8th day of October, 2013.

SIGNED on behalf of the Tribunal by the presiding judicial member.

(s) Donald J. Rennie

[11] Schedule A: Confidential Appendix

[CONFIDENTIAL]

**COUNSEL:**

For the applicant

Suncor Energy Inc.

Randall Hofley

For the respondent

The Commissioner of Competition

Nicholas Cartel