

Volume I  
**TRANSCRIPT OF RECORD**

---

---

SUPREME COURT OF THE UNITED STATES

OCTOBER TERM, 1965

\_\_\_\_\_  
No. 303  
\_\_\_\_\_

UNITED STATES, APPELLANT,

vs.

VON'S GROCERY COMPANY, ET AL.

\_\_\_\_\_  
APPEAL FROM THE UNITED STATES DISTRICT COURT FOR THE  
DISTRICT OF CALIFORNIA  
\_\_\_\_\_

FILED JUNE 28, 1965  
PROBABLE JURISDICTION NOTED OCTOBER 11, 1965

---

---

(Pages 1 to 596)

SUPREME COURT OF THE UNITED STATES

OCTOBER TERM, 1965

No. 303

UNITED STATES, APPELLANT,

vs.

VON'S GROCERY COMPANY, ET AL.

APPEAL FROM THE UNITED STATES DISTRICT COURT FOR THE  
DISTRICT OF CALIFORNIA

Volume I

INDEX

	Original	Print
Record from the United States District Court, Southern District of California, Central Division.....		1
Complaint .....		1
Answer to complaint (excerpt).....		6
Order allowing defendant leave to file an amended answer .....		6
Amended answer to complaint.....		8
Pre-trial conference order, dated April 24, 1961, as amended, June 17, 1963.....		12
Notice that trial date postponed from August 1, 1961 to October 31, 1961 on the Court's own motion, dated June 21, 1961.....		25
Minute entry of Order that trial date is continued from October 31, 1961 until November 14, 1961, dated September 21, 1961.....		26
Minute entry of Order that trial date of November 14, 1961 is vacated and case set for pretrial hearing December 18, 1961, dated November 14, 1961.....		26
Minute entry of Order that trial date is set for June 11, 1963, dated February 19, 1963.....		27
Transcript of proceedings, June 11, 12, 13 and 14, 1963	1	28
Appearances .....	2	28
Colloquy between court and counsel.....	4	28
Plaintiff's Exhibit No. 72 read into record—Stipu- lation filed May 7, 1963.....	23	39

Record from the United States District Court, Southern District of California, Central Division—Continued		
Transcript of proceedings, June 11, 12, 13 and 14, 1963—Continued		
	Original	Print
Testimony of Lloyd E. Allen		
by narrative statement.....	24	40
Testimony of Solomon Barondess		
by narrative statement.....	30	43
by deposition—direct (by Mr. Alsup).....	36	47
—cross (by Mr. Hughes).....	72	69
—redirect (by Mr. Alsup).....	75	71
—recross (by Mr. Hughes).....	76	71
—redirect (by Mr. Alsup).....	76	71
Testimony of Adrian Bynum		
by narrative statement.....	77a	72
Testimony of Artie L. Carpenter		
by narrative statement.....	78	76
by deposition—direct (by Mr. Alsup).....	84	80
—cross (by Mr. Hughes).....	158	124
—redirect (by Mr. Alsup).....	167	130
Testimony of Kasper Chitjean		
by narrative statement.....	180	137
by deposition—direct (by Mr. Alsup).....	186	141
—cross (by Mr. Hughes).....	224	164
—redirect (by Mr. Alsup).....	232	169
—recross (by Mr. Hughes).....	237	172
Testimony of Kenneth Craun		
by narrative statement.....	239	173
by deposition—direct (by Mr. Vaughn).....	245	177
—cross (by Mr. Coyle).....	291	205
—redirect (by Mr. Vaughn).....	293	206
—recross (by Mr. Coyle).....	309	216
—redirect (by Mr. Vaughn).....	310	217
—recross (by Mr. Coyle).....	312	218
Testimony of Richard Dick		
by narrative statement.....	314	219
by deposition—direct (by Mr. Alsup).....	320	222
—cross (by Mr. Hughes).....	380	258
—redirect (by Mr. Alsup).....	385	261
—recross (by Mr. Hughes).....	388	263
Testimony of Lester L. Eaton		
by narrative statement.....	390	264
by deposition—direct (by Mr. Vaughn).....	397	268
—cross (by Mr. Coyle).....	437	292
—redirect (by Mr. Vaughn).....	440	294
—recross (by Mr. Coyle).....	442	295
—redirect (by Mr. Vaughn).....	443	295
—recross (by Mr. Coyle).....	444	296
—redirect (by Mr. Vaughn).....	444	296

Record from the United States District Court, Southern District of California, Central Division—Continued		
Transcript of proceedings, June 11, 12, 13 and 14, 1963—Continued		
	Original	Print
Testimony of Don Henry Fairbank		
by narrative statement . . . . .	446	298
by deposition—direct (by Mr. Alsup) . . . . .	453	302
—cross (by Mr. Coyle) . . . . .	518	341
—redirect (by Mr. Alsup) . . . . .	544	357
—recross (by Mr. Coyle) . . . . .	559	366
—redirect (by Mr. Alsup) . . . . .	559	367
Fairbank Exhibit No. 1—Graph showing “Percentage of Total Grocery Store Sales by Various Groups of Chains in the Los Angeles Metropolitan Area 1950-1960” . . . . .	560a	360
Testimony of Jerry Fleishman		
by narrative statement . . . . .	561	371
by deposition—direct (by Mr. Alsup) . . . . .	569	375
—cross (by Mr. Hughes) . . . . .	629	411
—redirect (by Mr. Alsup) . . . . .	636	415
Fleishman Exhibit No. 3—Hand printed sign “Under New Management, etc.” . . . . .	637a	417
Testimony of Manuel Gertmenian		
by narrative statement . . . . .	638	419
by deposition—direct (by Mr. Alsup) . . . . .	644	423
—cross (by Mr. Hughes) . . . . .	708	461
—redirect (by Mr. Alsup) . . . . .	717	466
Testimony of Edward Hasson		
by narrative statement . . . . .	724	470
Testimony of Thomas P. Hubbard		
by narrative statement . . . . .	730	474
Testimony of Roderick A. Irvine		
by narrative statement . . . . .	736	477
by deposition—direct (by Mr. Alsup) . . . . .	743	481
—cross (by Mr. Hughes) . . . . .	797	514
—redirect (by Mr. Alsup) . . . . .	803	517
—recross (by Mr. Hughes) . . . . .	812	523
Testimony of Leo Arthur Jenkins		
by narrative statement . . . . .	814	525
by deposition—direct (by Mr. Bates) . . . . .	820	529
—cross (by Mr. Hughes) . . . . .	884	567
—redirect (by Mr. Alsup) . . . . .	893	573
—recross (by Mr. Hughes) . . . . .	895	575
Testimony of James E. Ledgerwood		
by narrative statement . . . . .	897	575
Testimony of Jack Levitan		
by narrative statement . . . . .	904	579
Testimony of Robert J. Logue		
by narrative statement . . . . .	910	583

Record from the United States District Court, Southern  
 District of California, Central Division—Continued  
 Transcript of proceedings, June 11, 12, 13 and 14,  
 1963—Continued

	Original	Print
Testimony of Morris Maltz		
by narrative statement.....	916	586
Testimony of George Matsumura		
by narrative statement.....	922	590
Testimony of Spencer L. McKernan		
by narrative statement.....	929	593
Volume II		
by deposition—direct (by Mr. Vaughn)....	935	597
—cross (by Mr. Knight).....	970	618
—redirect (by Mr. Vaughn)....	976	622
—recross (by Mr. Knight)....	978	623
—redirect (by Mr. Vaughn)....	979	624
—recross (by Mr. Knight)....	981	625
—redirect (by Mr. Vaughn)....	982	626
Testimony of Ernest A. Mekjian		
by narrative statement.....	983	626
by deposition—direct (by Mr. Bates).....	989	630
—cross (by Mr. Coyle).....	1031	656
—redirect (by Mr. Vaughn)....	1033	657
—recross (by Mr. Coyle).....	1043	663
Testimony of Jean H. Muntifering		
by narrative statement.....	1046	665
Testimony of Paul Palmer		
by narrative statement.....	1051	668
by deposition—direct (by Mr. Alsup).....	1057	672
—cross (by Mr. Hughes).....	1128	716
—redirect (by Mr. Alsup).....	1141	723
Testimony of Kenneth Richey		
by narrative statement.....	1157	732
by deposition—direct (by Mr. Bates).....	1166	738
—cross (by Mr. Hughes).....	1206	762
—redirect (by Mr. Alsup).....	1209	764
—recross (by Mr. Hughes)....	1213	766
Testimony of Charles I. Rubin		
by narrative statement.....	1215	766
by deposition—direct (by Mr. Vaughn).....	1221	770
—cross (by Mr. Knight).....	1253	789
—redirect (by Mr. Vaughn)....	1263	796
Testimony of Frank Rush		
by narrative statement.....	1267	798
Testimony of Jack Swerdlick		
by narrative statement.....	1273	801
by deposition—direct (by Mr. Vaughn).....	1279	805
—cross (by Mr. Hughes).....	1329	835

Record from the United States District Court, Southern  
District of California, Central Division—Continued  
Transcript of proceedings, June 11, 12, 13 and 14,  
1963—Continued

	Original	Print
Testimony of John Taylor		
by narrative statement . . . . .	1331	835
by deposition—direct (by Mr. Bates) . . . . .	1337	839
—cross (by Mr. Knight) . . . . .	1380	865
—redirect (by Mr. Vaughn) . . . . .	1394	873
—recross (by Mr. Knight) . . . . .	1419	888
—redirect (by Mr. Vaughn) . . . . .	1419	888
—recross (by Mr. Knight) . . . . .	1421	890
Testimony of Morris Wallen		
by narrative statement . . . . .	1423	890
Testimony of Gerald D. Harrison		
by affidavit . . . . .	1434	896
Testimony of Harrison F. Houghton		
by affidavit . . . . .	1436	897
Plaintiff's Exhibit No. 87—Appendix—Spe- cial Tabulation by Department of Com- merce on Multiunit Grocery Companies in the Los Angeles-Long Beach, California, Standard Metropolitan Statistical Area, compiled from returns made in the 1948, 1954 and 1958 Censuses of Business with certificate . . . . .	1442a	902
Testimony of Thomas H. Linden, Sr.		
by affidavit . . . . .	1443	903
Testimony of Willard F. Mueller		
by affidavit . . . . .	1445	905
Testimony of Joseph T. De Silva		
by affidavit . . . . .	1449	907
Plaintiff's Exhibit No. 91—Map of Los An- geles County showing jurisdiction of Local 770 . . . . .		
Testimony of John B. Marshall		
by affidavit . . . . .	1453	913
by deposition—direct (by Mr. Vaughn) . . . . .	1459	916
—cross (by Mr. Coyle) . . . . .	1577	990
—redirect (by Mr. Vaughn) . . . . .	1590	998
—recross (by Mr. Coyle) . . . . .	1593	1000
Opening statement on behalf of plaintiff by Mr. Coyle . . . . .	1595	1002
Opening statement on behalf of defendants by Mr. Alsup . . . . .	1667	1044
Colloquy between court and counsel . . . . .	1756	1095
Testimony of Kenneth Craun		
—direct (by Mr. Coyle) . . . . .	1784	1111
—cross (by Mr. Alsup) . . . . .	1798	1120
—redirect (by Mr. Coyle) . . . . .	1815	1129
—recross (by Mr. Alsup) . . . . .	1817	1131

Record from the United States District Court, Southern  
District of California, Central Division—Continued  
Transcript of proceedings, June 11, 12, 13 and 14,  
1963—Continued

	Original	Print
Testimony of Richard Dick		
—direct (by Mr. Coyle) . . . . .	1818	1132
—cross (by Mr. Alsup) . . . . .	1828	1138
—redirect (by Mr. Coyle) . . . . .	1840	1144
Colloquy between court and counsel . . . . .	1840	1145

Volume III

Testimony of Theodore A. Von Der Ahe		
—direct (by Mr. Alsup) . . . . .	1941	1199
—cross (by Mr. Coyle) . . . . .	2046	1258
—redirect (by Mr. Alsup) . . . . .	2137	1312
Colloquy between court and counsel . . . . .	2148	1319
Testimony of Theodore A. Von Der Ahe		
—redirect (resumed)		
(by Mr. Alsup) . . . . .	2162	1325
—recross (by Mr. Coyle) . . . . .	2192	1343

Defendants' Exhibits

BI —Affidavit of W. D. Hayden sworn to January 23, 1963 with List showing Discount Houses with Food Depart- ments, dated October 19, 1962 . . . . .	2199a	1348
—Deposition of William Delbert Hayden taken May 21, 1963 . . . . .	2199-1	1355
—direct (by Mr. Coyle) . . . . .	2199-3	1355
—cross (by Mr. Alsup) . . . . .	2199-40	1379
—redirect (by Mr. Coyle) . . . . .	2199-44	1381
—recross (by Mr. Alsup) . . . . .	2199-45	1382
—redirect (by Mr. Coyle) . . . . .	2199-46	1383
—Affidavit of W. D. Hayden sworn to June 10, 1963 . . . . .	2199-48	1385
AX —Affidavits of Defendant's Industry Witnesses Who Operate One Grocery Store . . . . .		1387
—W. H. Crawford sworn to December 24, 1962 . . . . .		1387
—J. R. Dahl sworn to November 6, 1962		
—Cecil W. Dobson sworn to February 8, 1963 . . . . .		1390
—Reynold Elkin sworn to January 11, 1963 . . . . .		1396
—Joseph Goldberg sworn to February 20, 1963 . . . . .		1402

Record from the United States District Court, Southern District of California, Central Division—Continued  
 Transcript of proceedings, June 11, 12, 13 and 14, 1963—Continued

Defendants' Exhibits—Continued

	Original	Print
—Albert Goldstein sworn to February 20, 1963 .....		1407
—Harlos Gross sworn to October 25, 1962 .....		
—Paul A. Hines, Jr. sworn to January 10, 1963 .....		1411
—John H. Irwin sworn to November 9, 1962 .....		1413
—O. W. Richard sworn to February 14, 1963 .....		1417
—Mrs. Leila M. Roberts sworn to February 19, 1963 .....		1422
—Robert Sherry sworn to December 19, 1962 .....		1429
AY —Affidavits of Defendant's Industry Witnesses Who Operate from Two to Nine Grocery Stores .....		1431
—Eugene Gelson sworn to January 8, 1963 .....		1434
—Nathan Gilbert sworn to February 18, 1963 .....		1439
—Marcus L. Godfrey, Jr. sworn to January 22, 1963 .....		1445
—Joe B. Goodnight sworn to October 26, 1962 .....		1448
—Yosbi Inadomi sworn to January 11, 1963 .....		1452
—Arthur C. Jones, Jr. sworn to January 19, 1963 .....		1455
—A. J. Miller sworn to February 19, 1963 .....		1458
—O. J. Schoen sworn to January 11, 1963 .....		1463
—Daniel H. Wilson sworn to January 11, 1963 .....		1464
AZ —Affidavits of Defendant's Industry Witnesses Who Operate Ten or More Grocery Stores .....		1468
—Sam Alexander sworn to October 26, 1962 .....		1468
—Claude W. Edwards sworn to January 11, 1963 .....		1474
—Charles J. Futterman sworn to October 26, 1962 .....		1478
—George F. Fitzpatrick (not dated) .....		1481
—Joseph P. Hughes sworn to January 24, 1963 .....		1483



Record from the United States District Court, Southern  
District of California, Central Division—Continued  
Transcript of proceedings, June 11, 12, 13 and 14,  
1963—Continued

Defendants' Exhibits—Continued

	Original	Print
—Roger Lavery, Sr. sworn to January 10, 1963.....		1487
—Richard Ralphs sworn to February 18, 1963.....		1491
—Neal D. Ramsey sworn to October 19, 1962.....		1492
—Ted R. Wood sworn to October 25, 1962.....		1495
BA —Affidavits of Von's Officers.....		1500
—Charles Von Der Ahe sworn to January 11, 1963.....		1500
—W. R. Hayden sworn to February 19, 1963.....		1506
—Theodore A. Von Der Ahe sworn to February 26, 1963.....		1515
Exhibit A—Table B—Analysis of the Gross Sales of Grocery Stores with Estimated Annual Sales of Less than \$500,000 that Opened in 1960 and Closed by November 15, 1961, the Los Angeles Metropolitan Area, Dated April 6, 1962....		1547
—Deposition of Theodore A. Von Der Ahe taken May 23, 1963		
—direct (by Mr. Coyle).....	3	1548
—cross (by Mr. Alsup).....	28	1565
—redirect (by Mr. Coyle).....	38	1571
—recross (by Mr. Alsup).....	42	1574
—redirect (by Mr. Coyle).....	43	1574
—recross (by Mr. Alsup).....	46	1577
—redirect (by Mr. Coyle).....	50	1579
—recross (by Mr. Alsup).....	53	1581
—redirect (by Mr. Coyle).....	55	1582

Von Der Ahe Exhibits

No. 1—Article from the January 12, 1962 Commercial Bulletin.....	58	1585
No. 2—Article from the Food Mart News for February 17, 1961.....	59	1586
No. 3—Clipping from the Southern California Grocers Journal for August 25, 1961 and Clipping from the Commercial Bulletin for August 25, 1961.....	60	1587
No. 4—Clipping from the Commercial Bulletin for October 6, 1961....	61	1588

Record from the United States District Court, Southern District of California, Central Division—Continued  
 Transcript of proceedings, June 11, 12, 13 and 14, 1963—Continued

	Original	Print
Defendants' Exhibits—Continued		
Von Der Ahe Exhibits—Continued		
No. 5—Article from Food Merchandising for April 1962 entitled "Price Reduction Only Stopgap Measure"	62	1589
No. 6—Article from the Commercial Bulletin for February 16, 1962 . . .	63	1590
No. 7—Clipping from the Commercial Bulletin for March 29, 1963 entitled "Southern California Discount Centers" (Volume General Stores with Food Departments) . . . . .	64	1591
BB —Affidavits of Defendants' Other Industry Witnesses . . . . .		1593
—John Coker sworn to February 13, 1963 . . . . .		1593
—Charles Chamberlain sworn to February 15, 1963 . . . . .		1596
—Cyril C. Nigg sworn to February 11, 1963 . . . . .		1602
—Edward F. Pasini sworn to December 18, 1962 . . . . .		1604
—Campbell Stewart sworn to December 20, 1962 . . . . .		1641
—Thomas H. Linden, Sr. sworn to February 5, 1962 . . . . .		1646
—M. W. Engleman sworn to February 14, 1963 . . . . .		1649
—Clive W. Johnson sworn to January 18, 1963 . . . . .		1651
—Howard Kruger sworn to October 31, 1962 . . . . .		1653
—Franklin L. Miller sworn to October 18, 1962 . . . . .		1654
BC —Affidavit of William Dover sworn to February 21, 1963 . . . . .		1660
BD —Affidavit of Dorothy D. Corey sworn to October 22, 1962 . . . . .		1662
Attachment—Los Angeles Times "Continuing Home Audit—Grocery Purchases" . . . . .		1671
—Deposition of Dorothy D. Corey taken May 22, 1963 and May 24, 1963		
—direct (by Mr. Coyle) . . . . .	3	1673
—cross (Mr. Vaughn) . . . . .	67	1714
—redirect (by Mr. Coyle) . . . . .	74	1718

Record from the United States District Court, Southern  
District of California, Central Division—Continued  
Transcript of proceedings, June 11, 12, 13 and 14,  
1963—Continued

Defendants' Exhibits—Continued Original    Print

Cory Exhibits

	No. 1—Document entitled "Monthly News Letter Prepared for Western Advertising by Facts Consolidated"	84	1725
BE	—Affidavit of Victor Hinson sworn to October 22, 1962.....		1728
BF	—Affidavit of Roy L. Bouque sworn to April 17, 1963 with Appendices I and II.....		1730

Volume IV

	—Deposition of Roy Lawrence Bouque taken May 28, 1963 and June 4, 1963		
	—direct (by Mr. Coyle).....	3	1806
	—cross (by Mr. Vaughn).....	132	1889
	—redirect (by Mr. Coyle).....	135	1892
	Bouque Exhibit No. 1—Table show- ing "Total Grocery Store Sales and Food Store Sales for each of the years 1950 through 1960 in the Los Angeles Metropolitan Area".....		1894
BH	—Affidavit of Godfrey M. Lebbar sworn to October 11, 1962.....		1895
	—Deposition of Godfrey M. Lebbar taken May 16, 1963.....		
	—direct (by Mr. Coyle).....	2	1902
	—cross (by Mr. Vaughn).....	63	1937
	—redirect (by Mr. Coyle).....	65	1938
	—recross (by Mr. Vaughn).....	75	1944
	Transcript of proceedings, June 14, 1963.....	2249	1946
	Defendants rest.....	2249	1946
Defendants' Exhibit			
BB	—Affidavit of Roy King sworn to Octo- ber 17, 1962.....		1947
	—Deposition of Roy King taken on May 24, 1963.....		
	—direct (by Mr. Hughes).....	3	1952
	—cross (by Mr. Alsup).....	28	1969
	—redirect (by Mr. Hughes)....	40	1977
	—recross (by Mr. Alsup).....	42	1978

Record from the United States District Court, Southern  
District of California, Central Division—Continued

Transcript of proceedings, June 14, 1963—Continued  
Defendants' Exhibits—Continued

	Original	Print
King Exhibits		
No. 1—Article from magazine, Food Topics, pages 34 & 35—entitled “Host of Chains, Independents Thrive in Cooperative-Led City”..		1981
No. 2—Article from magazine, Su- permarket News, dated October 22, 1962 .....		1984
No. 3—Article from magazine, Su- permarket News, dated October 15, 1962 .....		1986
No. 4—Article from magazine, Su- permarket News, dated May 6, 1963		1988
Transcript of proceedings, June 14, 1963.....	2294	1991
Testimony of William F. Brown		
—direct (by Mr. Coyle).....	2295	1992
—cross (by Mr. Vaughn).....	2308	1999
Examination by court.....	2310	2000
—cross (by Mr. Vaughn).....	2315	2003
Examination by court.....	2325	2009
—redirect (by Mr. Coyle).....	2329	2011
Examination by court.....	2330	2011
Colloquy between court and counsel.....	2345	2020
Rebuttal testimony of Ward J. Jenssen		
—direct (by Mr. Coyle).....	2363	2022
—cross (by Mr. Alsup).....	2396	2039
Surrebuttal testimony of Theodore A. Von Der Abe (recalled) —direct (by Mr. Alsup).....	2440	2065
—cross (by Mr. Coyle).....	2451	2072
Both sides rest.....	2458	2076
Colloquy between court and counsel.....	2459	2076
Transcript of proceedings March 23 and 24, 1964....	2467	2081
Appearances .....	2470	2081
Submission vacated.....	2471	2082
Stipulation signed by court.....	2472	2082
Argument on behalf of the Government re issues	2473	2083
Argument on behalf of the defendants.....	2537	2120
Argument on behalf of the Government.....	2558	2133
Argument on behalf of the defendants.....	2701	2215
Argument on behalf of the Government.....	2748	2241
Argument on behalf of the defendants.....	2753	2244

Record from the United States District Court, Southern District of California, Central Division—Continued		
Transcript of proceedings, December 7 and 8, 1964 . . .	Original 2756	Print 2246
Colloquy between court and counsel . . . . .	2759	2246
Argument re findings . . . . .	2768	2251
Reporter's certificate (omitted in printing) . . . . .	2849	
Plaintiff's request for findings of fact and conclusions of law . . . . .		2300
Government's memorandum on the issues presented (omitted in printing) . . . . .		
Volume V		
Appendix—Chronology of the Case . . . . .		2323
Stipulation after trial ordered March 23, 1964 . . . . .		2324
Plaintiff's Exhibits		
No. 1—List of "The 20 Largest Grocery Chains in the Los Angeles Metropolitan Area Ranked According to Sales in 1958" . . . . .		2328
No. 2—Statement showing "Comparison of Population of Los Angeles Metropolitan Area and 10 Leading States in the United States" . . . . .		2328
No. 3—Statement showing "Comparison of Population of Los Angeles Metropolitan Area with 11 States and the District of Columbia" . . . . .		2329
No. 4—Statement showing "Position of Von and Shopping Bag Among the Ten Largest Grocery Chains in the Los Angeles Metropolitan Area" . . . . .		2329
No. 5—Statement of "Pre-Merger Growth (1954-1958) of Von and Shopping Bag Within the Los Angeles Metropolitan Area" . . . . .		2330
No. 6—Statement showing "Changes in Concentration in 20 Largest Chains in the Los Angeles Metropolitan Area 1948, 1954 and 1958" . . . . .		2330
No. 7—Graph showing "Changes in Concentration in 4, 8, 12, 16 and 20 Largest Grocery Chains in Los Angeles Metropolitan Area" . . . . .		2331
No. 8—Graph showing "Concentration in 4, 8, 12, 16 and 20 Largest Grocery Chains in Los Angeles Metropolitan Area Before and After Von's Shopping Bag Merger, Based on 1958 Sales" . . . . .		2332
No. 9—Supplemental Interrogatory No. 8 and Answer . . . . .		2333
No. 10—Supplemental Interrogatory No. 9 and Answer . . . . .		2338
No. 11—Admissions in Deposition of Theodore A. Von Der Abe, President of Von's Grocery Company, on May 4, 1961 . . . . .		2344
No. 12—Defendants' Answer to Plaintiff's Interrogatory No. 7B(2) . . . . .		2346

Record from the United States District Court, Southern District of California, Central Division—Continued

Plaintiff's Exhibits—Continued

	Original	Print
No. 13—Supplemental Interrogatory No. 5 and Answer .....		2348
No. 14—List showing "Shopping Bag Stores Opened and Closed".....		2354
No. 15—Statement entitled "Von's Grocery Co.—Stores in Operation—January 1st covering years 1946-1960".....		2355
No. 16—Answers to Plaintiff's Request for Admission of Facts, Nos. 86-91, 96.....		2357
No. 17—Supplemental Interrogatory No. 3 and Answer .....		2358
No. 18—Admission in Deposition of Theodore A. Von Der Ahe, President of Von's Grocery Company, on May 4, 1961.....		2360
No. 19—Interrogatory No. 14 and Answer.....		2363
No. 20—Supplemental Interrogatory No. 2 and Answer .....		2367
Nos. 21 & 22—Marketing Services Corporation—Competitive Survey for April 13, 1958 and July 27, 1960 .....		2369
No. 23—Admissions in Deposition of William R. Hayden, Former President of Shopping Bag Food Stores, on May 4, 1961 .....		2377
No. 25—Admissions in Deposition of William R. Hayden, Former President of Shopping Bag Food Stores, on May 12, 1960.....		2379
No. 26—Interrogatory No. 13 and Answer.....		2382
No. 27—Von's Grocery Co.—Financial Statements—January 3, 1960.....		2385
No. 28—Appendix dated April 24, 1959 of Von's Grocery Co. and Shopping Bag Food Stores showing profits, inventory turnover, etc.....		2398
No. 29—List showing Location of Shopping Bag Food Stores, dated December 31, 1959.....		2401
No. 30—Statement of "Sales for All Stores for the Year Ended (?)" Years 1957, 1958 and Sales for 1959, etc.....		2402
No. 31—Statement of Von's Grocery Co. showing Net Sales—1957, 1958 and 1959.....		2403
No. 32—Interrogatory No. 26 and Answer.....		2407
No. 33—Graph showing "Los Angeles Metropolitan Area—Number of Grocery Stores vs. Population, 1950-1961 (as of January 1)".....		2409

Record from the United States District Court, Southern District of California, Central Division—Continued		Original	Print
Plaintiff's Exhibits—Continued			
No. 34—Table showing “Number of Grocery Stores, Actual and Per 1,000 Population—Los Angeles Metropolitan Area, 1950-1961”.....			2411
No. 35—Table showing “Comparison Between the Permits Issued to Single Outlet and Multiple Outlet Grocery Stores in the Period 1961-1963”			2412
No. 36—Statement showing “Grocery Store Open- ings and Closings in the Los Angeles Metropoli- tan Area for the Calendar Year 1960”.....			2412
No. 37—Statement showing “Frequency Distribu- tion of Gross Sales of Grocery Stores Obtaining Permits in the Los Angeles Metropolitan Area for the Calendar Year 1960”.....			2413
No. 38—Statement showing “Analysis of the Gross Sales of The Grocery Stores Obtaining Permits in 1960 and Discontinuing Such Per- mits by November 15, 1961 in the Los Angeles Metropolitan Area”.....			2414
No. 39—Statement showing “Frequency Distribu- tion of Gross Annual Sales of Grocery Stores Obtaining Permits in 1960 and Discontinuing Permits by November 15, 1961 in the Los An- geles Metropolitan Area”.....			2415
No. 40—Statement showing “Frequency Distribu- tion of Grocery Stores Obtaining Permits in 1960 and Discontinuing Permits by November 15, 1961 in the Los Angeles Metropolitan Area”			2415
No. 41—Statement showing “Grocery Stores Which Obtained Permits in 1960 and which still retained their permits as of November 15, 1961 expressed as percentages of all permits issued within specified categories”.....			2416
No. 42—Statement showing “Grocery Stores Ob- taining Permits in 1960 and Discontinuing Per- mits by November 15, 1961 in the Los Angeles Metropolitan Area”.....			2417
No. 43—Statement showing “Estimated Annual Sales of Grocery Stores Opened in the Los An- geles Metropolitan Area in 1960 Expressed in Thousands of Dollars and showing Percentage Distribution”.....			2417
No. 44—Statement showing “Retail Food Store Acquisitions of 9 of the Top 20 Grocery Chains in the Los Angeles Metropolitan Area 1949- 1958”.....			2418

Record from the United States District Court, Southern  
District of California, Central Division—Continued

Plaintiff's Exhibits—Continued	Original	Print
No. 45—Statement showing "Number and Sales in 1958 of Stores Acquired 1949-1958 in the Los Angeles Metropolitan Area".....		2420
No. 46—Admissions in Deposition of Theodore A. Von Der Ahe, President of Von's Grocery Company, on May 12, 1960.....		2421
No. 47—Agreement of Merger between Von's Grocery Co. and Shopping Bag Food Stores, dated January 25, 1960.....		2423
No. 48—Von's Grocery Co.—Notice of Special Meeting of Stockholders, March 17, 1960.....		2432
No. 49—10-page undated memo entitled "Excerpts from J. C. Ball's Working Papers".....		2434
No. 50—Statement showing "Projected 1960 Net Income Resulting from Combined Operations", circa 12/19/59.....		2438
No. 51—Minutes of Meeting of January 5, 1960—Confidential.....		2439
No. 52—Letter from Executive Committee to Mr. Charles Harvey, dated January 14, 1960.....		2443
No. 53—Letter from Executive Committee to Mr. Victor Hinson, dated January 14, 1960.....		2444
No. 54—Letter from Executive Committee to Mr. George Carter, dated January 14, 1960.....		2445
No. 55—Letter from Executive Committee to Mr. Ernie Plumb, dated January 14, 1960.....		2446
No. 56—Letter from Executive Committee to Myron Van Ness, dated January 14, 1960.....		2447
No. 57—Letter from Don Bushmeyer, Mgr., to Mr. W. R. Hayden, dated September 29, 1959.....		2448
No. 58—Letter from W. D. Hayden to Mr. Norman Bolstad, dated January 26, 1960 with enclosure of "List of Proposed New Districts".....		2449
No. 59—Letter from W. D. Hayden to Mr. T. A. Von Der Ahe, dated January 26, 1960 with enclosure of "List of New Supervisor's Districts".....		2452
No. 60—Minutes of Executive Committee Meeting, Von's Grocery Co., March 8-9, 1960.....		2455
No. 61—Agenda, Executive Meeting—No. 2, March 15, 1960.....		2462
No. 62—Special Memo, dated March 17, 1960 from H. G. Ward and N. H. Bolstad to G. Carter, et al.....		2463
No. 63—Minutes of Executive Committee Meeting, Von's Grocery Co., March 29, 1960.....		2464



Record from the United States District Court, Southern  
District of California, Central Division—Continued

Plaintiff's Exhibits—Continued

	Original	Print
No. 64—Interrogatory No. 11 and Answer with Exhibits A, B and C.....		2472
No. 65—Interrogatory No. 2 and Answer (As Amended) .....		2479
No. 66—14 pages of handwritten notes entitled "Von's Survey Shopping Bag by Division Heads, December 19, 1959".....		2487
No. 67—Admissions in Deposition of Theodore A. Von Der Ahe on May 4, 1961.....		2492
No. 68—Admissions in Deposition of William R. Hayden, Former President of Shopping Bag Food Stores, on May 12, 1960.....		2492
No. 69—Admissions in Deposition of Theodore A. Von Der Ahe, President of Von's Grocery Company, on May 4, 1961.....		2493
No. 70—Admissions in Deposition of Theodore A. Von Der Ahe, President of Von's Grocery Company, on May 12, 1960.....		2494
No. 71—Admissions in Deposition of Theodore A. Von Der Ahe, President of Von's Grocery Company, on May 12, 1960.....		2496
No. 73—Application for Seller's Permit and Registration as a Retailer and Department of Employment Registration as an Employer, State of California Board of Equalization, Department of Business Taxes—Sales Tax for Mr. Charles B. Doss, Los Angeles, California..		2499
No. 74—Table 3—"Comparison of Chains of Less than Ten Stores with Chains of Ten or More Stores in Terms of Total Number of Stores Operated and Percentage of all Chain Stores for the Years 1953 and 1962".....		2501
No. 75—Table 4—"Comparison in Number of Grocery Stores and Percentages of all Grocery Stores in the Los Angeles Metropolitan Area Between the 40 Chains with the Most Stores in 1953 and the 24 Chains with the Most Stores in 1962" .....		2501
No. 76—Table 5—"Number of Grocery Stores Operated by Chains Expressed as a Percentage of All Grocery Chains Operated in the Los Angeles Metropolitan Area in 1953 and 1962"....		2501
No. 77—Table 6—"Chains Operating in the Los Angeles Metropolitan Area in the Period 1953-1962" .....		2502

Record from the United States District Court, Southern District of California, Central Division—Continued

Plaintiff's Exhibits—Continued

Original Print

No. 78—Table entitled "Food Chains Operating 2 or More Stores in Los Angeles and Orange Counties in 1953 and 1962, with Changes in Intermediate Years.....	2503
No. 79—Sales & Marketing Map—Los Angeles Metropolitan Area showing location of Von's Grocery Stores and Shopping Bag Food Stores, 1946 .....	2517
No. 80—Sales & Marketing Map—Los Angeles Metropolitan Area showing location of Von's Grocery Stores and Shopping Bag Food Stores, 1950 .....	2518
No. 81—Sales & Marketing Map—Los Angeles Metropolitan Area showing location of Von's Grocery Stores and Shopping Bag Food Stores, 1955 .....	2519
No. 82—Sales & Marketing Map—Los Angeles Metropolitan Area showing location of Von's Grocery Stores and Shopping Bag Food Stores, 1960 .....	2520
No. 83—Overlay map showing population of Los Angeles and Selected Southern California Counties 1960—Each dot represents 1,000 persons..	2521

Defendants' Exhibits

A—Letter from John B. Marshall to Mr. William W. Vaughn, dated May 16, 1961 with table entitled "Number of Permits to Sell Tangible Personal Property Issued to Grocery Stores and Other Food Stores in Los Angeles and Orange Counties, 1947-1961".....	2523
B—Form for Application for Seller's Permit and Registration as a Retailer and Department of Employment Registration as an Employer, State of California Board of Equalization, Department of Business Taxes—Sales Tax.....	2525
C—Form for Report on Close-Out of Account, State Board of Equalization, Department of Business Taxes, Sales and Use Tax.....	2526
D—Letter from John B. Marshall to Mr. William W. Alsup, dated September 7, 1961.....	2529
E—Letter from John B. Marshall to Mr. William W. Vaughn, dated April 9, 1962.....	2531

Record from the United States District Court, Southern  
District of California, Central Division—Continued

Defendants' Exhibits—Continued

	Original	Print
F—Table A—Names and Addresses of Grocery Stores of Multiple-Outlet Concerns in the Los Angeles Metropolitan Area that were Closed Out (Discontinued Without a Successor) During 1960.....		2533
—Table A—Names and Addresses of Independent Grocery Stores in the Los Angeles Metropolitan Area that were Closed (Discontinued Without a Successor) During 1960.....		2534
—Table B—Names and Addresses of Grocery Stores of Multiple-Outlet Concerns in the Los Angeles Metropolitan Area Opened in 1960 and Closed by November 15, 1961.....		
—Table B—Names and Addresses of Independent Grocery Stores in the Los Angeles Metropolitan Area Opened in 1960 and Closed by November 15, 1961.....		2537
J—Report entitled "Record of Chain Grocery Store Locations in the Los Angeles Market Area .....		2539
L—Fiscal data re: The Great Atlantic & Pacific Tea Company, Inc., Safeway Stores, Incorporated, American Stores Company, Food Fair Stores, Inc., Mayfair Markets, Lucky Stores, Inc., The Kroger Co., source: Moody's Industrial Manual (1962) and Supplement thereto..		2568
M—A Survey to Determine Existing Competition Between Von's and Shopping Bag Markets, dated December, 1959.....		2574
S—Map Overlay Study for Von's Grocery Company, October 1955—A Report prepared by Facts Consolidated in October, 1955, showing the Limited Radius of the Drawing Areas of Each of Von's Stores .....		2623
AA—Series of Lists entitled, "Names and Addresses of Customers Cashing Checks at Store Number ——".....		2631

Volume VI

AF—Report entitled "A Group of Supermarket Chains in the Los Angeles, California Area. A Report prepared by a Representative of the Kroger Company in August, 1957, Analyzing the Von's and Shopping Bag Stores and the Competition Each Faces in Its Particular Locality .....		2747
---	--	------

Record from the United States District Court, Southern  
District of California, Central Division—Continued

Defendants' Exhibits—Continued

	Original	Print
AM—Table entitled, "Comparison of Sales From 1948 to 1960 of the 20 Largest Grocery Chains in the Los Angeles Metropolitan Area Using June 30, 1960 Ranking . . . . ."		2787
AN—Table and Graph entitled, "Percentage of the Total Grocery Stores Sales By Various Groups of Chains in the Los Angeles Metropolitan Area 1950-1960 . . . . ."		2788
AO—Table showing "Total Grocery Store Sales and Food Store Sales For Each of the Years 1950 Through 1960 in the Los Angeles Metropolitan Area" . . . . .		2791
AR—List of Discount Houses by Districts, dated June 6, 1963 . . . . .		2791
AS—Plaintiff's answers to supplemental interrogatories 6A through 6D of Defendant Von's Grocery Company . . . . .		2795
AT—Plaintiff's answer to Defendant's interrogatory No. 2F(2) . . . . .		2867
AU—1962 Annual Report, Certified Grocers of California, Ltd. . . . .		2869
AV—Defendant's answer to Plaintiff's Interrogatory No. 6 and Exhibits D, E, F and G thereto		2881
AW—Von's Grocery Co.—Notice of Special Meeting of Stockholders March 17, 1960 . . . . .		2965
BG—Letter from Lybrand, Ross Bros. & Montgomery to Mr. William W. Vaughn, dated June 10, 1963 . . . . .		3001
BJ—Report entitled, "Summary of Motivation Research Study Conducted for The Shoppers Market in Norwalk, prepared by Jenssen, Beam, & Martin . . . . ."		3002
BK—Table entitled, "Summary Total of All Interviewed Areas" . . . . .		3011
Memorandum opinion, Carr, J., dated September 14, 1964 . . . . .		3017
The Government's objections to the Defendants' Revised Set of Proposed Findings of Fact and Conclusions of Law . . . . .		3032
Reply to the Government's Objections to the Revised Set of Proposed Findings of Fact and Conclusions of Law . . . . .		3060
Findings of Fact and Conclusions of Law entered December 17, 1964 . . . . .		3064
Judgment . . . . .		3091

	Original	Print
Record from the United States District Court, Southern District of California, Central Division—Continued		
Motion under Rule 52(b) for Amendment of Findings and for Additional Findings.....		3092
Minute entry of order denying motion under Rule 52(b) .....		3098
Notice of appeal to the Supreme Court of the United States .....		3099
Order extending time for docketing case on appeal to the Supreme Court of the United States.....		3100
Stipulation regarding the record on appeal, dated June 18, 1965.....		3101
Order extending time in which to docket the case and file the record in the Supreme Court of the United States, dated June 14, 1965.....		3104
Order noting probable jurisdiction.....		3105