

## **Consent to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority (CMA) on 8 August 2016**

### **Completed acquisition by Dining Club Group Limited of Hi-Life Diners Club Limited**

We refer to your email of 24 August 2016, requesting that the CMA consents to a derogation to the Initial Enforcement Order of 8 August 2016 (the '**Initial Order**'). The terms defined in the Initial Order have the same meaning in this letter.

Under the Initial Order, save for written consent by the CMA, Bridgepoint Group Limited, Dining Club Group Limited (**Dining Club Group**) and State Bidco Limited are required to hold separate the Dining Club business from the Hi-Life Diners Club business and refrain from taking any action which might prejudice a reference under section 22 of the Act or impede the taking of any remedial action following such a reference. After due consideration of your request for derogations from the Initial Order, based on the information received from you and in the particular circumstances of this case, Dining Club Group may carry out the following actions, in respect of the specific paragraph:

#### **Paragraph 5(i) of the Initial Order**

In order to allow Dining Club Group to carry out its ordinary course of business, and for reasons unrelated to the acquisition by Dining Club Group Limited of Hi-Life Diners Club Limited, Dining Club Group is granted a derogation from paragraph 5(i) of the Initial Order preventing Dining Club Group from making changes to key staff. This derogation is strictly limited to allowing [~~✂~~] of Dining Club Group to leave the employment of Dining Club Group.