

Consent to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority (CMA) on 16 August 2016

Completed acquisition by Cineworld Group plc of the following cinemas owned by Empire Cinemas Limited: Empire Leicester Square, Empire Basildon, Empire Hemel Hempstead, Empire Poole, Empire Bromley

We refer to your emails dated 31 August 2016 and 5, 7 and 13 September 2016 requesting that the CMA consents to derogations to the Initial Enforcement Order of 16 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, Cineworld Group plc (**Cineworld**) is required to hold separate the Empire Leicester Square, Empire Basildon, Empire Hemel Hempstead, Empire Poole, Empire Bromley (together the **Target Cinemas**) business from the Cineworld 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, Cineworld may carry out the following actions, in respect of the specific paragraph:

Paragraph 5 (c) of the Initial Order

On the basis of Cineworld's submission that currently the Empire Poole cinema does not have a general manager, in order to prevent the Empire Poole cinema from being left without general managerial oversight, Cineworld is permitted to appoint [X] as the general manager at the Empire Poole cinema. This derogation is given on the basis that [X] has signed a non-disclosure agreement, the wording of which was approved by the CMA in advance.