

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

Completed acquisition by SSCP Spring Topco Limited of Acorn Care 1 Ltd

We refer to your e-mails dated 28 October 2016 requesting that the CMA consents to derogations to the Initial Enforcement Order of 8 September 2016 (the ‘Initial Order’).

Definitions

The terms defined in the Initial Order have the same meaning in this letter.

‘Acorn’ means all entities carrying out the Acorn business as defined in the Initial Order.

Under the Initial Order, save for written consent by the CMA, Stirling Group and SSCP Spring are required to hold separate the Acorn business from the Stirling Group 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, the CMA consents to the following in respect of SSCP Spring:

1. Paragraph 5(i), 5(j) and 5(k) of the Initial Order

During the Specified Period, the CMA grants the derogation from the above paragraphs of the Initial Order in relation to National Fostering Agency Limited making an offer of employment to and the subsequent appointment of [redacted] currently Registered Manager, Pathway Care in Bristol as Registered Manager, Independent Foster Care Services (‘IFCS’) in Wales.

It is clarified that the above derogation is granted based on the submissions in the e-mails dated 28 October 2016, and subject to [redacted] signing a written undertaking and a

Non-Disclosure Agreement ('NDA') (in a form approved in advance by the CMA) undertaking:

- a) to preserve confidentiality of the information relating to the Acorn business;
- b) not to share such information with any employees of Stirling Group or its subsidiaries or any other person;
- c) not to upload or otherwise record any of the said information on any of Stirling Group or its subsidiaries' IT systems; and
- d) not to use such information in any manner, directly or indirectly, in her role at IFCS.