

**ACQUISITION BY UNIVERSAL HEALTH SERVICES, INC. (UHS)
(THROUGH CYGNET HEALTH CARE LIMITED (CYGNET) OF THE
CAMBIAN ADULT SERVICES BUSINESS (CAS)**

Derogation from Interim Order

Background

A. On 17 May 2017, the CMA made an Interim Order and adopted the derogations to the Phase 1 Initial Enforcement Order to that date.

B. The Interim Order prohibits certain actions without the prior consent of the CMA.

Derogation requests

On 15 May 2017 and 19 May 2017, UHS and Cygnet requested the following derogations from the Interim Order.

1. To permit a change in Cygnet's senior management [REDACTED].
2. To permit rebranding of [REDACTED] sites (see list in Appendix A) from Cambian [REDACTED] in respect of the following:
 - a. any signage at the sites;
 - b. the letterhead used at the sites and by CAS centrally;
 - c. printed materials used by the sites;
 - d. staff uniforms; and
 - e. marketing materials.
3. To permit removal of Cambian branding from CAS's [REDACTED] sites (see Appendix B) in respect of the following:
 - a. removal of references to 'Cambian' from any signage at all the sites;
 - b. replacement of the letterhead used at all the sites, and by CAS centrally;
 - c. replacement of printed materials used by all the sites;
 - d. replacement of staff uniforms; and

e. replacement of marketing materials.

To the extent such marketing materials are required for sites listed above, CAS proposed to use the brand 'CAS Behavioural Health' during the Phase 2 process.

4. To permit the renaming of three legal entities (see Appendix C) by replacing trading name 'Care Aspirations' to 'CAS Aspirations'.

CMA's decision

The CMA's decision on the above derogation requests is as follows:

- a) The CMA consents to the derogation request 1 above, ie to allow a change to Cygnet's senior management [X] provided suitable interim arrangements were immediately put in place. Cygnet should inform the CMA of the details of these interim arrangements, when they have been finalised and implemented.
- b) The CMA does not consent to the derogation request 2 above [X], but consents to changing the branding for these sites from Cambian to 'CAS Behavioural Health'.
- c) The CMA consents to derogation request 3 above to allow removing Cambian branding from the specified [X] sites, and replacing it with the proposed branding 'CAS Behavioural Health'.
- d) The CMA consents to derogation request 4 above regarding discontinuing the trade name 'Care Aspirations' and replacing it with 'CAS Aspirations' for the specified three legal entities.

Adherence to, and any departures from, the instructions referred to in paragraphs (a) to (d) above should be covered in future compliance statements.

Signed by authority of the CMA

Simon Polito

23 May 2017

Appendix A



Appendix B



Appendix C

Current name	Derogation required to change name to:
Care Aspirations Developments Limited	CAS Aspirations Developments Limited
Care Aspirations Properties Limited	CAS Aspirations Properties Limited
Care Aspirations Properties V Limited	CAS Aspirations Properties V Limited