

**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 and CMA consent

- 1. On 15 June 2017, Cygnet requested derogations from the Interim Order to enable Cygnet employees to assist with and replace certain finance, procurement and IT functions currently provided by Cambian Group to CAS pursuant to the TSA.
- 2. The Parties have told us [] so there is a need to ensure the CAS business is not disrupted and such assistance is necessary to allow CAS to continue its business functions until the Reference is finally determined.
- 3. After due consideration of requests from Cygnet, the CMA consents to derogations from paragraphs 4(a), 5(a) and 5(l) of the Interim Order, to enable certain named Cygnet employees, listed in Appendix 1, to provide, for example, the financial and procurement functions, and IT assistance, to CAS, whilst also providing similar services to Cygnet, as set out in the table sent to the CMA on 23 June 2017.
- 4. Consent is conditional upon each of the employees entering a confidentiality and non-use undertaking in a form acceptable to the CMA.
- 5. 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 June 2017

Appendix 1

1. [X] – Group Financial Accountant
2. [X] – Group Financial Controller
3. [X] – Trainee Accountant
4. [X] – Senior Helpdesk
5. [X] – Business Systems Support
6. [X] – IT Director
7. [X] – IT Procurement
8. [X] – Group Billing Assistant
9. [X] – Senior SQL Developer
10. [X] – Business Systems Support
11. [X] – Purchasing Manager
12. [X] – IT Procurement
13. [X] – Senior Accountant
14. [X] – Infrastructure Manager
15. [X] – Head of ICT and Projects
16. [X] – Business Systems & Service Delivery Manager
17. [X] – Credit Control Manager