

**Consent under section 72(3C) of the Enterprise Act 2002 to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority ('CMA') on 2 March 2018**

**Completed acquisition by Tarmac Trading Limited ('Tarmac') of Alun Griffiths (Contractors) Limited ('Griffiths')**

We refer to your letter dated 28 March 2018 requesting that the CMA consents to derogations to the Initial Enforcement Order of 2 March 2018 (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, CRH and Tarmac are required to hold separate the Griffiths business from the CRH 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, CRH and/or Tarmac may carry out the following actions, in respect of the specific paragraphs:

***Paragraphs 4(A) and 5(g) of the Initial Order***

Pursuant to paragraphs 4(a) and, in particular, 5(g) of the Initial Order, during the specified period (as defined in the Initial Order), CRH and Tarmac shall procure that, except with the prior written consent of the CMA, the customer and supplier lists of the CRH business and the Griffiths business shall be operated and updated separately and any negotiations with any existing or potential customers and suppliers in relation to the Griffiths business will be carried out by the Griffiths business alone and for the avoidance of doubt the CRH business will not negotiate on behalf of the Griffiths business (and vice versa) or enter into any joint agreements with the Griffiths business (and vice versa).

In order to ensure compliance with paragraphs 4(a) and 5(g) of the Initial Order, the CMA consents to the CRH business bidding jointly with the Griffiths business, or as part of a consortium, in relation to three contracts identified at paragraph 8.1 of your letter dated 28 March 2018 (the "Contracts"). The CMA grants its consent on the basis that: (i) these opportunities were identified and pursued prior to the Initial Order entering into force; and (ii) Griffiths would be unable to pursue these opportunities on a standalone basis owing to the size and complexity of the Contracts. The CMA gives its consent on the condition that:

- (a) only those specific personnel identified within Appendix 1 (the "**Named Personnel**") will be involved in bidding for these contracts which may be amended from time to time at the sole discretion of the CMA;
- (b) information shall be exchanged between the Parties for the purpose of progressing each bid and shall be limited strictly to what is necessary for this purpose;
- (c) the Named Personnel will enter into appropriate non-disclosure agreements, so as to safeguard the confidentiality of relevant information exchanged in the context of bidding for these contracts;
- (d) a further derogation(s) would be required to perform the contract services in relation to any successful bid; and
- (e) in the event that the CMA accepts undertakings or imposes an order such that all, or the relevant part of, the Griffiths business is divested, its role in any joint venture operating under the Contracts would be capable of transferring to a new owner.