

**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 19 April 2018**

**Completed acquisition by Menzies Aviation (UK) Limited of part  
of the airline services business of Airline Services Limited**

We refer to your email dated 17 July 2018 requesting that the CMA consents to a derogations to the Initial Enforcement Order of 19 April 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, John Menzies plc and Menzies Aviation (UK) Limited are required to hold separate the John Menzies plc business from the AS 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 derogation from the Initial Order based on the information received from you and in the particular circumstances of this case, John Menzies plc and Menzies Aviation (UK) Limited and the AS Business may carry out the following actions, in respect of the specific paragraphs:

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

The CMA notes that the transaction was an asset sale, and there is no longer an AS Business legal entity. The CMA further understands that regulatory and/or legal requirements may mean that the AS Business needs to refer or identify itself by reference to a legal or corporate entity in order to perform functions which are critical to the operation of the AS Business, such as for example, for [X].

The CMA therefore consents to the use of the Menzies corporate name, but only where it is strictly necessary in order for the AS Business to operate due to regulatory or legal obligations and in each instance permission must be sought from the CMA in advance. The CMA grants this derogation provided that the AS Business writes to the relevant airport or other relevant parties to explain the position, the CMA's merger review and the IEO and that this communication is made by the AS Business using the AS Business branding.