

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 6 July 2018

Completed acquisition by Stars Group Holdings (UK) Limited (Stars UK) of Cyan Blue Topco Limited (the Sky Betting & Gaming group)

We refer to your emails and accompanying further information dated 2 August 2018, 10 August 2018, 23 August 2018 and 29 August 2018 requesting that the CMA consents to derogations to the Initial Enforcement Order of 6 July 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, Stars and Stars UK are required to hold separate the Sky Betting & Gaming group business from the Stars business and refrain from taking any action which might prejudice a reference under section 22 or 33 of the Act, as the case may be, 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, Stars and Stars UK may carry out the following actions, in respect of the specific paragraphs:

1. Paragraphs 4(a) and 5(a), 5(b), 5(e), 5(f), 5(h) and 5(l) of the Initial Order

Stars has sought CMA consent to commence its plans to [integrate] the Sky Betting & Gaming group's activities in Italy (**SkyBet Italia**) [✂] [with Stars] and use the SkyBet brands in connection with Stars' integrated Italian business.

Stars has submitted that:

- [✂]
- SkyBet Italia has no material connection to the functioning of the Sky Betting & Gaming group's UK business, and SkyBet Italia's business functions are solely dedicated to non-UK customers and products; and
- [✂] the integration of SkyBet Italia with Stars would have no material impact on the Sky Betting & Gaming group, or in particular the Sky Betting & Gaming group's UK business.

The CMA grants this derogation based on the information provided by Stars and on the following conditions:

- i. The integrated Stars Italian business will not use SkyBet Italia products. It will therefore not be necessary for Stars to (i) review confidential information relating to SkyBet Italia's products, (ii) access SkyBet Italia's systems, or (iii) obtain confidential information on SkyBet Italia's product features, algorithms, and technology.
- ii. [✂]
- iii. [✂]
- iv. Stars staff requiring access to SkyBet staff to facilitate the [integration] of SkyBet Italia should enter into NDAs in a form approved by the CMA, and should limit information sharing to the minimum strictly necessary to facilitate the [integration].
- v. [✂]