

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 28 September 2018

Completed acquisition by Tobii AB of Smartbox Assistive Technology Limited and Sensory Software International Ltd

We refer to your email dated 23 October 2018 requesting that the CMA consents to derogations to the Initial Enforcement Order of 28 September 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, Tobii AB ("Tobii") is required to hold separate the Tobii business from the Smartbox and Sensory Software businesses ("Smartbox") 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, Tobii, Smartbox and Sensory Software may carry out the following actions, in respect of the specific paragraphs:

1. Paragraph 5(c) of the Initial Order

The CMA understands that, following completion of the acquisition of Smartbox by Tobii, Mr Paul Hawes (Chairman of the Smartbox Board) retired. In order to ensure the ongoing viability and independent operation of the Smartbox business, Smartbox has requested a derogation from the Initial Order to appoint [X] (currently the Technical Director of Smartbox) as Managing Director and Chairman of the Smartbox Board of Directors. In his role as Managing Director and Chairman of the Smartbox Board, [X] will be responsible for:

- providing visible leadership and direction for Smartbox whilst the Initial Order is in force;
- ensuring that Smartbox complies with the requirements of the Initial Order; and
- the research and development function at Smartbox.

The CMA consents to this derogation on the basis that it is necessary to ensure the ongoing viability and independent operation of the Smartbox business.

2. Paragraph 5(i) of the Initial Order

The CMA understands that Smartbox's previous Software Development Manager departed Smartbox in August 2018 and that this role has been vacant since that time with recruitment ongoing both internally and externally. In order to ensure the ongoing viability and independent operation of the Smartbox business, Smartbox requests a derogation from the Initial Order to promote [X] (currently International Support Specialist at Smartbox) to the position of Software Development Manager. The role is part of the management team at Smartbox, which reports to the Smartbox Board of Directors.

The CMA consents to this derogation on the basis that it is necessary to ensure the ongoing viability and independent operation of the Smartbox business.