DEROGATION LETTER
IN RESPECT OF INITIAL ENFORCEMENT ORDERS ISSUED
PURSUANT TO SECTION 72(2) ENTERPRISE ACT 2002
COMPLETED ACQUISITION

Consent under section 72(3C) of the Enterprise Act 2002 ('the Act') to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority ('CMA') on 19 September 2018

We refer to your emails and accompanying further information dated 29 October 2018 and 6 November 2018 requesting that the CMA consents to derogations to the Initial Enforcement Order of 19 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, PayPal Holdings, Inc, PayPal SE and PayPal (Europe) Sarl et Cie SCA are required to hold separate the iZettle business from the PayPal 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, PayPal Holdings, Inc, PayPal SE and PayPal (Europe) Sarl et Cie SCA and iZettle may carry out the following actions, in respect of the specific paragraphs:

1. **Paragraph 4(a), paragraph 5(a) and paragraph 5(l) of the Initial Order**

The CMA consents to PayPal receiving input and assistance from individuals of iZettle AB with regard to the non-UK integration of the iZettle business and the PayPal business.

The derogation is granted on the condition that the individuals listed in **Annex 1,** and any further individuals agreed to in writing by the CMA, are subject to the same conditions as set out in the derogation consent of 8 October 2018.

This derogation should not prevent any remedial action that the CMA may need to take regarding the transaction.

Yours sincerely

Tobe Nwaogu
Assistant Director, Mergers
7 November 2018

ANNEX 1

PayPal
[✄]
iZettle
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