

Warning: This is an important legal document. If you are in any doubt about signing it we advise that you obtain legal advice.

COMPANY DIRECTORS DISQUALIFICATION ACT 1986

DISQUALIFICATION UNDERTAKING

IN RE: BLUU SOLUTIONS LIMITED, BLUUCO LIMITED, TETRIS PROJECTS LIMITED, AND JONES LANG LASALLE INCORPORATED (COLLECTIVELY REFERRED TO AS 'JLL').

I, **ROBB SIMMS-DAVIES** of [REDACTED] hereby undertake to the Competition and Markets Authority (**CMA**), on the basis set out in the schedule attached to this disqualification undertaking, that in accordance with Section 9B of the Company Directors Disqualification Act 1986 (**CDDA 1986**):

I WILL NOT, for a period of 5 years:

- a) be a director of a company, act as a receiver of a company's property or in any way, whether directly or indirectly, be concerned or take part in the promotion, formation or management of a company unless (in each case) I have the leave of the court; or
- b) act as an insolvency practitioner.

The scope and effect of the disqualification undertaking that I hereby give has been explained to me in the CMA's letter of 15 March 2019.

Further I understand that if I act in contravention of the above disqualification undertaking:

- a) I may be prosecuted for a criminal offence (Section 13 CDDA 1986); and
- b) I may be personally responsible for all the relevant debts of a company (Section 15 CDDA 1986).

I confirm that the CMA has explained that I may seek legal or professional advice on the effect of this undertaking and that I have done so before signing the undertaking.

Signed

[REDACTED]

2/05/19.

Robb Simms-Davies

Date

Accepted by

[REDACTED]

9 May 2019.....

Date

Litigation Director, CMA

Note: the period of disqualification commences at the end of 21 days beginning with the day on which the disqualification undertaking is accepted by the CMA, and that commencement date is **30 May 2019**

SCHEDULE TO THE DISQUALIFICATION UNDERTAKING GIVEN BY
ROBB SIMMS-DAVIES

Solely for the purpose of the CDDA 1986 and for any other purposes under the provisions of the CDDA 1986 and other legislation consequential to the giving of a disqualification undertaking, I do not dispute the following matters:

BREACH OF COMPETITION LAW

1. According to findings by the CMA in its Infringement Decision issued on 12 April 2019 (the **Decision**) and as admitted by JLL in an immunity agreement entered into under the CMA's leniency policy on 27 February 2019 in respect of Case 50481 (*Design, construction and fit-out services*), one or more legal entities which are now part of the undertaking JLL (as defined in the Decision and comprising Bluu Solutions Limited, Bluuco Limited (together, **Bluu**),¹ Tetris Projects Limited² and Jones Lang LaSalle Incorporated) infringed the prohibition imposed by section 2(1) of the Competition Act 1998 by participating in the following agreements and/or concerted practices during the time periods described below (the **Relevant Periods**) (together, the **Admitted Infringements**):

(a) Between 27 November 2006 and 13 December 2006, Bluu and Fourfront (as defined in the Decision) were parties to an agreement and/or concerted practice in accordance with which, at Bluu's lead and/or instigation, Fourfront submitted a cover bid for a contract involving fit-out services to the client Deyaar;

(b) Between 15 June 2011 and 27 June 2011, Bluu and Fourfront, and Bluu and Coriolis (as defined in the Decision), were parties to agreements and/or concerted practices in accordance with which, at Bluu's lead and/or instigation, Fourfront and Coriolis submitted cover bids for a contract involving fit-out services to the client Holloway White Allom;

(c) Between 23 November 2012 and 17 December 2012, Bluu and Fourfront, Bluu and Coriolis (as defined in the Decision), and Bluu and Oakley (as defined in the Decision), were parties to agreements and/or concerted practices in accordance with which, at Bluu's lead and/or instigation, Fourfront, Coriolis and Oakley submitted cover bids for a contract involving fit-out services to the client Newham College;

¹ Jones Lang LaSalle Incorporated acquired Bluu Solutions Limited and Bluuco Limited in August 2015, after all but one of the ten infringements involving Bluu.

² The name of Tetris Projects Limited during the time of the infringements in which it was involved was Tetris-Bluu Limited.

(d) Between 11 April 2013 and 18 June 2013, Bluu and Fourfront were parties to an agreement and/or concerted practice in accordance with which, at Fourfront's lead and/or instigation, Bluu submitted a cover bid for a contract involving fit-out services to the client Amicus Horizon;

(e) Between 28 May 2013 and 8 October 2013, Bluu and Fourfront were parties to an agreement and/or concerted practice in accordance with which, at Bluu's lead and/or instigation, Fourfront submitted a cover bid for a contract involving fit-out services to the client Klesch;

(f) Between 21 November 2014 and 16 January 2015, Bluu and Fourfront were parties to an agreement and/or concerted practice in accordance with which, at Fourfront's lead and/or instigation, Bluu submitted a cover bid for a contract involving fit-out services to the client EasyJet;

(g) Between 24 March 2015 and 17 April 2015, Bluu and Fourfront were parties to an agreement and/or concerted practice in accordance with which, at Bluu's lead and/or instigation, Fourfront submitted a cover bid for a contract involving fit-out services to the client Dechert;

(h) Between 22 April 2015 and 17 May 2015, Fourfront and Bluu, and Fourfront and Loop (as defined in the Decision), were parties to agreements and/or concerted practices in accordance with which, at Fourfront's lead and/or instigation, Bluu and Loop submitted a cover bid for a contract involving fit-out services to the client Hamilton Fraser Insurance Solutions;

(i) Between 16 July 2015 and 6 August 2015, Bluu and Loop were parties to an agreement and/or concerted practice in accordance with which, at Bluu's lead and/or instigation, Loop submitted a cover bid for a contract involving fit-out services to the client Visium;

(j) Between 6 November 2015 and 30 November 2015, Bluu and Fourfront were parties to an agreement and/or concerted practice in accordance with which, at Bluu's lead and/or instigation, Fourfront submitted a cover bid for a contract involving fit-out services to the client Cheniere Energy;

(k) Between 12 April 2016 and 19 May 2016, JLL (through Tetris Projects Limited) and Loop were parties to an agreement and/or concerted practice in accordance with which JLL submitted a cover bid for a contract involving fit-out services to the client Damac;

(l) Between 16 May 2016 and 31 May 2016, Fourfront and JLL (through Tetris Projects Limited), and Fourfront and Loop, were parties to agreements and/or concerted practices in

accordance with which, at Fourfront's lead and/or instigation, JLL and Loop submitted cover bids for a contract involving fit-out services to the client DAI.

2. During the Relevant Periods described above, Bluu and JLL (through Tetris Projects Limited) breached competition law by engaging in their respective Admitted Infringements.

3. I was a director of:
 - i. Bluu Solutions Limited from 15 June 2004 to 21 June 2017;
 - ii. Bluuco Limited from 9 June 2011 to 21 June 2017; and
 - iii. Tetris Projects Limited from 16 December 2015 to 21 June 2017,

and therefore a director of the JLL entities directly involved in the Admitted Infringements throughout the Relevant Periods.

MATTERS OF UNFITNESS

4. Solely for the purposes of this undertaking (and any related purposes under the CDDA 1986), I do not dispute that, in the respects set out below, my conduct as a director of Bluu and Tetris Projects Limited was such as to make me unfit to be concerned in the management of a company.

5. On 12 April 2019, the CMA issued its Decision to JLL in which the CMA found that Bluu and JLL (through Tetris Projects Limited) participated in their respective Admitted Infringements which took the form of collusive tendering (in the form of cover pricing).

6. Bluu Solutions Limited was incorporated on 17 May 2004 under the name Abbots 321 Limited. Bluuco Limited was incorporated on 9 June 2011 under the name Bluu Middle East Holdings Limited. Tetris Projects Limited was incorporated on 22 July 2010 under the name Tetris Projects Ltd (later Tetris Bluu Limited). These companies, of which I was a director and which now together form part of the economic unit 'JLL', were therefore active during the Relevant Periods.

7. I do not dispute that, as a director of Bluu Solutions Limited, Bluuco Limited and Tetris Projects Limited, I contributed to the Admitted Infringements by agreeing to participate in collusive tendering with one or more of their respective competitors. I took steps to ensure implementation of, and adherence to, the Admitted Infringements.

8. I do not dispute that my intention in contributing to the Admitted Infringements was to manipulate the tendering procedure for the contracts involving fit-out services described at paragraph 1 above.

9. Collusive tendering is one of the most serious types of competition law breach.

10. I do not dispute that, as a result of the Admitted Infringements, I contributed to JLL being exposed to a finding of infringement under the Competition Act 1998, albeit that JLL has been granted immunity from financial penalty under the CMA's leniency policy, conditional on it continuing to meet the conditions of leniency.

11. The CMA withdrew the protection that I would otherwise have benefited from as a result of the leniency application made by JLL because I did not submit to a voluntary interview as requested by the CMA.