

Completed Acquisition by Rentokil Initial plc of Cannon Hygiene Limited

Consent to certain actions for the purposes of the Final Undertakings made by the Competition and Markets Authority on 16 April 2019

We refer to your emails of the 5 and 6 August 2019 and 26 June 2019 and associated attachments requesting that the Competition and Markets Authority (**CMA**) consents to a derogation to the [Final Undertakings](#) of 16 April 2019.

Under the Final Undertakings, save for written consent by the CMA, Rentokil and Cannon are required to take specified actions to ensure that the Rentokil business and the Cannon business are carried on separately and refrain from taking any action which might prejudice a reference under section 22 of the Enterprise Act or impede the taking of any remedial action by the CMA.

The terms defined in the Final Undertakings have the same meaning in this letter.

After due consideration of your request for derogations from the Final Undertakings, based on the information received from you and in the particular circumstances of this case, Rentokil and Cannon may carry out the following actions, in respect of the specific paragraphs:

1. Paragraph 5.2(g) and (m) of the Final Undertakings

In order to enable Rentokil to begin integration planning in relation to the potential sale of the Divestiture Package (as defined in the final undertakings accepted by the CMA on 16 April 2019), Rentokil has requested that those individuals listed in Annex 1 (the **Relevant Individuals**) be given permission to review certain confidential information belonging to Cannon (the **Confidential Information**).

To assist Rentokil to begin integration planning in relation to the potential sale of the Divestiture Package, the CMA consents to the Relevant Individuals being provided with the Confidential Information and for those individuals to use that information in connection with integration planning, provided that:

- a) access to the Confidential Data is restricted to the Relevant Individuals;
- b) the Relevant Individuals adhere to signed NDAs as agreed with the CMA;

- c) the individuals will return or destroy any records or copies (electronic or otherwise) of such information relating to Cannon in the event a sale does not go ahead; and
- d) the Relevant Individuals keep the Monitoring Trustee informed of material progress made on integration planning.

Susan Hankey
Remedy Group Chair

07 August 2019

Annex 1 – Relevant Individuals

Name	Job title	Role	Information required
✂	Head of Application Management	✂	Data belonging to the retained business and the Divestiture Package
✂	Programme Developer	✂	Data belonging to the retained business only
✂	Programme Developer	✂	Data belonging to the retained business only

Annex 2 – Confidential Information

The Relevant Individuals will be permitted access to the following information belonging to Cannon:

✂