

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 email of the 16 September 2019 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(h) and (m) of the Final Undertakings

In order to enable Rentokil to begin planning for the handover of Cannon's medical disposal services contract with [redacted] (the **Contract**), Rentokil has requested:

1. those individuals listed in Annex 1 (the **Relevant Individuals**) (or as amended with prior written CMA approval) be given permission to review the categories of information belonging to Cannon listed in Annex 2 (the **Cannon Information**); and
2. the Rentokil drivers that will be involved in providing the Contract services (the **Drivers**) be given permission to review the Cannon Information from 23 September 2019 onwards (being one week before they are due to begin deliveries).

To assist Rentokil with its planning, the CMA consents to:

1. the Relevant Individuals being provided with the Cannon Information and for those individuals to use that information in connection with integration planning, provided that:
 - a. access to the Cannon Information is restricted to the Relevant Individuals;
 - b. the Relevant Individuals adhere to signed NDAs as agreed with the CMA; and
 - c. Rentokil keeps the Monitoring Trustee informed of material progress made as part of its wider updates on integration planning.
2. the Drivers being provided with the Cannon Information and for those individuals to use that information in connection with integration planning, provided that access to the Cannon Information is restricted to Rentokil drivers that will be directly involved in providing the Contract services.

In the event that the sale of the Divestiture Package does not go ahead, the Relevant Individuals and Drivers will return or destroy any records or copies (electronic or otherwise) of the Cannon Information.

2. Paragraph 5.2(a) and (d) and of the Final Undertakings

As a result of the sale of the Divestiture Package, there is a possibility that [X].

In order to enable Rentokil to comply with [X].

This derogation is granted on the basis that no formal agreements are signed prior to the sale of the divestiture package completing.

Susan Hankey
Remedy Group Chair

17 Sep 2019

Annex 1 – Relevant Individuals

[✂]

Annex 2 – Cannon Information

[✂]

Annex 3

[✂]