

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

Dear Ms O'Brien,

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 30 January 2020

Completed acquisition by [Takeaway.com](#) N.V. of Just Eat plc (the Merger).

We refer to your submissions dated 10 and 13 February 2020 requesting that the CMA consents to a derogation to the Initial Enforcement Order of 30 January 2020 (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, [Takeaway.com](#) N.V. (**Takeaway**) and Just Eat plc (**Just Eat**) (together the **Parties**) are required to hold separate the Takeaway business from the Just Eat 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, Takeaway and Just Eat may carry out the following actions, in respect of the specific paragraphs:

1. Paragraph 6(c) of the Initial Order – reallocation of responsibility

The CMA understands that Just Eat would like to reallocate responsibility for Just Eat call centres from ☒ (☒, Just Eat) who maintains responsibility for delivery operations, to ☒ (☒, Just Eat). Just Eat submits that ☒ has previous experience overseeing the management of call centres and has the experience and capacity needed to take over these responsibilities.

The CMA consents to the reallocation of call centre responsibility from ☒ to ☒ and grants a derogation from paragraph 6(c) of the Initial Order strictly on the basis that the proposed change will not impact the viability of the Just Eat business.

Yours sincerely

Suzanne Van Scheijen
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