

THE ORDER

DEROGATION LETTER IN RESPECT OF INTERIM ORDER ISSUED PURSUANT TO SECTION 81 ENTERPRISE ACT 2002 COMPLETED ACQUISITION

Consent under section 81 of the Enterprise Act 2002 to certain actions for the purposes of the Interim Order made by the Competition and Markets Authority ('CMA') on 26 November 2019

Completed acquisition by JD Sports Fashion plc of Footasylum plc (the Merger)

We refer to your email of 2 March 2020 requesting that the CMA consents to derogations from the Interim Order of 26 November 2019 (which replaces the Initial Enforcement Order of 17 May 2019). The terms defined in the Interim Order have the same meaning in this letter.

Under the Interim Order, save for written consent by the CMA, Pentland Group Limited (Jersey) and Pentland Group Limited (together **Pentland**) and JD Sports Fashion plc (**JD Sports**) are required to hold separate the Footasylum business (**Footasylum**) from the Pentland and JD Sports businesses 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 requests for derogations from the Interim Order, based on the information received from you and in the particular circumstances of this case, Footasylum may carry out the following actions, in respect of the specified paragraph of the Interim Order.

Paragraph 5(l) of the Interim Order

The CMA understands that as a result of [REDACTED], Footasylum may not be in a position to provide (within the required timeframe) [REDACTED]. As such, the CMA understands that it is necessary for Footasylum to inform certain individuals within JD Sports about [REDACTED] (the "**Purpose**").

The CMA grants approval for Footasylum to provide information to certain individuals within JD Sports in relation to the Purpose subject to the following conditions:

- a) any information must only be provided to [X] (or such other persons who have received prior written approval from the CMA); and
- b) any information provided to the relevant authorised JD Sports employees under this derogation must be limited to what is **strictly necessary** for the Purpose; and
- c) a full record must be kept and maintained by JD Sports and Footasylum of all information shared with JD Sports for these purposes, and shared with the CMA on request.