

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 18 March 2020 and our call on 19 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 business of Footasylum Limited (**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, JD Sports may carry out the following actions, in respect of the specified paragraphs of the Interim Order.

Paragraphs 4, 5(d) and 5(e) of the Interim Order

The CMA understands that in light of the impact of COVID-19 in the UK on its business, it may be necessary for JD Sports [redacted].

In light of the particular circumstances of this case, the CMA grants this derogation on a temporary basis subject to the following conditions:

- this derogation will expire on **5pm, 11 May 2020**, unless the CMA grants a written extension; and
- any [redacted].

Paragraphs 4, 5(d) and 5(e) of the Interim Order

The CMA understands that in light of the impact of COVID-19 in the UK on its business, it may be necessary for JD Sports [REDACTED]. The CMA also understands that in [REDACTED].

In light of the particular circumstances of this case, the CMA grants this derogation subject to the following conditions:

- upon receipt of JD Sports' [REDACTED], the CMA provides JD Sports with written confirmation that it is satisfied that there are no concerns or risks arising from JD Sports pursuing this action;
- JD Sports [REDACTED];
- JD Sports uses reasonable endeavours to [REDACTED]; and
- JD Sports must inform the CMA as soon as possible if JD Sports [REDACTED]. In such circumstances, the CMA reserves the right to issue directions to JD Sports to require it [REDACTED].