

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

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 24 June 2019

Acquisition by Amazon.com NV Investment Holdings LLC of certain rights and a minority shareholding in Deliveroo

We refer to your letter dated 23 April 2020 requesting that the CMA consents to derogations to the Initial Enforcement Order of 24 June 2019 (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, Amazon, Amazon.com NV, Amazon EU SARL and Deliveroo are required to hold separate the Deliveroo business from the Amazon 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, based on the information received from you and in the particular circumstances of this case, the CMA grants the consents described below.

1. Paragraphs 5(a) of the Initial Order

The CMA consents to allow Deliveroo to progress discussions [redacted] with a view to agreeing an arms' length ordinary course commercial agreement [redacted].

The CMA further consents to allow Deliveroo to receive [redacted] the Services and to take any action necessary for Deliveroo to receive the Services.

2. Paragraphs 5(l) of the Initial Order

The CMA consents to allow Deliveroo to provide [redacted] the following information, which is necessary [redacted] to provide the Services:

[redacted],

(collectively, the 'Information').

The Information will only be provided to and used [redacted] for the purposes of providing the Services and for no other purpose.