

COMPANY DIRECTORS DISQUALIFICATION ACT 1986

DISQUALIFICATION UNDERTAKING

**IN RE: ALISSA HEALTHCARE RESEARCH LIMITED (Company number 05848896)
("ALISSA")**

**CASE 50507.2: CMA INVESTIGATION INTO THE SUPPLY OF NORTRIPTYLINE
TABLETS IN THE UK**

I, **ROBIN DAVIES** of [REDACTED] hereby undertake to the Competition and Markets Authority ("the CMA"), on the basis set out in the schedule attached to this disqualification undertaking, that in accordance with section 9B of the Company Directors Disqualification Act 1986 ("CDDA 1986"):

I WILL NOT for a period of **2 years**:

- a) be a director of a company, act as a receiver of a company's property or in any way, whether directly or indirectly, be concerned or take part in the promotion, formation or management of a company unless (in each case) I have the leave of the court; or
- b) act as an insolvency practitioner.

The scope and effect of the disqualification undertaking that I hereby give have been explained to me in the CMA's letter of 19 August 2020.

Further I understand that if I act in contravention of the above disqualification undertaking:

- a) I may be prosecuted for a criminal offence (CDDA 1986 section 13); and
- b) I may be personally responsible for all the relevant debts of a company (CDDA 1986 section 15).

I further confirm and undertake to the CMA that I will use my best endeavours to cooperate with, and assist, the CMA in its director disqualification investigation in relation to Case 50507.2 and any related proceedings, including the appeal against the Decision made by Lexon (UK) Limited

The CMA has explained that I may seek legal or professional advice on the effect of this undertaking and I was given the opportunity to do so before signing this undertaking.

Signed

[REDACTED]

Robin Davies

Date

21st AUGUST 2020

Accepted by

[REDACTED]

(Authorised person at CMA)

Date

26 AUGUST 2020

Warning: This is an important legal document. If you are in any doubt about signing it we advise that you obtain legal advice.

Note: the period of disqualification commences at the end of **90 days** beginning with the day on which the disqualification undertaking is accepted by the CMA, and that commencement date is **24 November 2020**

SCHEDULE TO THE DISQUALIFICATION UNDERTAKING GIVEN BY
ROBIN DAVIES

Solely for the purpose of the CDDA 1986 and for any other purposes under the provisions of the CDDA 1986 and other legislation consequential to the giving of a disqualification undertaking, I admit the following matters:

BREACH OF COMPETITION LAW

1. As found by the CMA in its Decision issued on 4 March 2020 (the **Decision**) and admitted by Alissa Healthcare Research Limited (**Alissa**) on 12 September 2019 (as regards the Information Exchange as defined below in paragraph 2) in settlement of case 50507.2 (nortriptyline tablets), Alissa infringed the prohibition imposed by section 2(1) of the Competition Act 1998 and Article 101(1) of the Treaty on the Functioning of the European Union (**TFEU**) within the United Kingdom (**UK**) and within the internal market by participating in a concerted practice (or series of concerted practices) during the time periods described below in paragraph 4 (the **Relevant Periods**).
2. King Pharmaceuticals Limited and Praze Consultants Limited (together **King/Praze**), Lexon (UK) Limited (**Lexon**) and Alissa participated in a concerted practice (or series of concerted practices) comprising the repeated exchange of strategic information on pricing, volumes and timing of supplies, and Alissa's entry plans for the supply of Nortriptyline tablets in the UK (the **Information Exchange**).
3. The Information Exchange reduced strategic uncertainty in the market with the object of maintaining the prices of nortriptyline tablets in the UK or at least slowing the decline in prices.
4. Alissa was party to the Information Exchange as follows:
 - 4.1. During the period from 27 July 2015 to 27 May 2016 (**Relevant Period 1**), Alissa was party to the Information Exchange from 2 March 2016 to 27 May 2016; and
 - 4.2. During the period from 5 December 2016 to 27 January 2017 (**Relevant Period 2**), Alissa was party to the Information Exchange for the duration of this period.
5. In engaging in the Information Exchange from 2 March 2016 to 27 May 2016 and during Relevant Period 2, Alissa breached competition law (the **Admitted Infringement**).
6. I have been a director of Alissa at all times since 16 June 2006, and therefore was a director of Alissa throughout the Relevant Periods.
7. On 18 June 2019, the CMA issued its Statement of Objections to Alissa in which the CMA provisionally found that Alissa participated in the Admitted Infringement.

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8. Alissa admitted its participation in the Admitted Infringement in writing on 12 September 2019 as part of settlement of case 50507.2 with the CMA.
9. On 4 March 2020, the CMA issued its Decision to Alissa, the contents of which reflected the admissions made by Alissa.
10. Alissa was incorporated on 16 June 2006 and was an active company during the Relevant Periods.

MATTERS OF UNFITNESS

11. I accept that in the following respects my conduct as a director of Alissa was such as to make me unfit to be concerned in the management of a company.
 - 11.1. I directly participated in the Information Exchange during Relevant Period 1 between 2 March 2016 and 27 May 2016 with potential competitors and throughout Relevant Period 2 with an actual competitor.
 - 11.2. More particularly, I personally had direct contact with directors of King/Praze and Lexon, via emails, text messages, telephone calls and, on one occasion, at a face-to-face meeting at the Landmark Hotel in London, as found in the Decision.
 - 11.3. I was the sole person by and/or through whom all of the material information was communicated and/or received on behalf of Alissa, in its exchange of information with Lexon and/or King/Praze.
 - 11.4. The intention behind the Admitted Infringement was to create conditions of competition which did not correspond to the normal conditions of the market, and to reduce strategic uncertainty in the market with the purpose of maintaining the prices of nortriptyline tablets in the UK, or at least slowing their decline. My intention in participating in the Admitted Infringement was to avoid market foreclosure and preserve Alissa's ability to enter the market for the sale of nortriptyline tablets and compete effectively.
12. As a result of the breach, I directly contributed to Alissa being exposed to a penalty under the Competition Act 1998, which it has agreed to pay as part of a settlement with the CMA.