

**APPLICATION FOR CONSENT IN RESPECT OF FINAL UNDERTAKINGS PURSUANT TO SECTION 82 OF THE ENTERPRISE ACT 2002**

**Completed acquisition by JD Sports Fashion plc (“JD Sports”) of the entire issued share capital of Footasylum plc<sup>1</sup> (“Footasylum”)**

**Consent to certain actions for the purposes of the Final Undertakings given to the Competition and Markets Authority (“CMA”) on 13 July 2020**

We refer to the application by Footasylum dated 17 July 2020 that the CMA grant consent in relation to the Final Undertakings given by Footasylum, JD Sports, Pentland Group Limited (Jersey) and Pentland Group Limited, dated 13 July 2020 (the “**Undertakings**”). Terms defined in the Undertakings have the same meaning in this letter.

Under the Undertakings, save for the written consent of the CMA or in the ordinary course of business for the separate operation of the Footasylum business and the JD Sports business, JD Sports and Footasylum are required to maintain and preserve all of the assets of the Footasylum business, including facilities and goodwill, and no asset or interest in any asset is to be disposed of.

Further, under the Undertakings, the nature, description, range and quality of goods and services supplied in the UK by Footasylum is maintained and preserved unless prior written consent is obtained from the CMA to do otherwise.

After due consideration of the application for consent in accordance with paragraph 5 of the Undertakings and based on the information received from Footasylum, Footasylum may carry out the following actions in relation to the specific paragraphs of the Undertakings listed below.

**Paragraphs 4.2.5 and 4.2.6 of the Undertakings**

The CMA understands that in light of the wider impact of the COVID-19 pandemic and Footasylum’s strategy to [X], Footasylum is planning to streamline its online operations and simplify its business model [X] through Footasylum’s main website ([www.footasylum.com](http://www.footasylum.com)). In this regard, the CMA understands that Footasylum intends to terminate the separate operation of [X] websites (namely, [X] websites) and discontinue the [X] brand, for the purpose of safeguarding Footasylum’s viability and competitive capability as an independent competitor in the relevant markets.

On this basis, the CMA consents to Footasylum:

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<sup>1</sup> Now Footasylum Limited

- terminating the separate operation of the websites representing the following brands from its portfolio: [X]. Instead, Footasylum will be offering the products, other than for the [X] brand, through its main website [www.footasylum.com](http://www.footasylum.com); and
- delisting its [X], in light of its [X], once the remaining stock has been sold, as far as possible, through the main [www.footasylum.com](http://www.footasylum.com) website.