

Consent under the Tobii AB (publ) and Smartbox Enforcement Order 2019 made by the Competition and Markets Authority ('CMA') on 19 December 2019

Completed acquisition by Tobii AB of Smartbox Assistive Technology Limited and Sensory Software International Ltd

We refer to your email dated 30 July 2020 requesting that the CMA consents to derogations to the Tobii AB (publ) and Smartbox Enforcement Order 2019 (the “**Enforcement Order**”) of 19 December 2019. The terms in this letter have the same meaning as in the Enforcement Order.

Under the Enforcement Order, except with the prior written consent of the CMA, Tobii AB (publ) (“**Tobii**”) is required to hold separate the Tobii Business from the Smartbox Business, and refrain from taking any action which might prejudice the Effective Divestiture, the CMA’s decisions in the Final Report or otherwise impair the CMA’s ability to take such action for the purpose of remedying, mitigating or preventing the SLC or any adverse effect which has resulted from, or may be expected to result from, the SLC findings.

After due consideration of your request for derogations from the Enforcement Order, based on the information received from you and in the particular circumstances of this case, Tobii may carry out the following actions, in respect of the specific paragraphs:

Paragraphs 4.1(c) and 4.2(p)

Given recent developments, the CMA understands that it is necessary for Tobii to access the following information from Smartbox (the “[X]”):

- a) [X];
- b) [X];
- c) [X].

The CMA also understands that it is necessary for certain individuals within Tobii to discuss with Smartbox management Smartbox’s accounting treatment of [X] on Smartbox’s Profit and Loss account and cash flow statement (the “[X]”).

Based on the information received from you and in view of the particular circumstances of this case, the CMA grants this derogation subject to the following conditions:

- a) the [X] is limited to the following categories of [X] (or as amended with the prior written consent of the CMA):

- (i) [REDACTED];
 - (ii) [REDACTED];
 - (iii) [REDACTED];
 - (iv) [REDACTED]; and
 - (v) [REDACTED]
- b) the Tobii recipients of the [REDACTED] and the Tobii participants of the [REDACTED] with Smartbox management are limited to the following (or as amended with the prior written consent of the CMA):
- [REDACTED]
- c) each recipient listed in (b) above (or as amended with the prior written consent of the CMA) has entered into a confidentiality agreement in a form approved by the CMA; and
- d) the [REDACTED] are limited to what is strictly necessary for the purpose of discussing Smartbox's accounting treatment of [REDACTED] on Smartbox's Profit and Loss account and cash flow statement, and shall for the avoidance of doubt, not involve a discussion of any commercially sensitive information relating to Smartbox's development projects.

Kip Meek

Remedies Implementation Group Chair

31 July 2020