

**APPLICATION FOR CONSENT IN RESPECT OF FINAL
UNDERTAKINGS PURSUANT TO SECTION 73 OF THE
ENTERPRISE ACT 2002**

**Completed acquisition by Ardonagh Group Limited (Ardonagh) of Bennetts
Motorcycling Services Limited (Bennetts)**

**Consent to certain actions for the purposes of the Final Undertakings given by
the Competition and Markets Authority (CMA) on 20 November 2020**

We refer to the application by Bennetts dated 9 December 2020 requesting that the CMA grant consent to certain actions in relation to the Final Undertakings given by Ardonagh and Bennetts, dated 20 November 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 Bennetts business and the Ardonagh business, Ardonagh and Bennetts are required to maintain and preserve all of the assets of the Bennetts 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 Bennetts must be 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 12 of the Undertakings and based on the information received from Bennetts, Bennetts may carry out the following actions in relation to the specific paragraph of the Undertakings listed below.

Paragraph 12.2 (c) and 12.2 (i) of the Undertakings

The CMA understands that Bennetts wishes to appoint a new Senior Commercial Manager ('**SCM**'). Bennetts submits that the SCM will be responsible for the performance of all commercial partners within the Bennetts business, and will have managerial responsibility. The new appointee may therefore fall within the definition of 'key staff' in paragraph 22.4 of the Undertakings. The CMA understands from Bennetts that the role vacancy formed part of Bennetts' pre-signing, pre-merger business plan.

In light of the particular circumstances of the case, the CMA consents to the appointment of a new SCM by Bennetts. This consent is subject to the following conditions:

- a) Bennetts will handle the recruitment process without any input from Ardonagh;
- b) the candidates have no previous or current links to Ardonagh; and

- c) this derogation will not lead to any integration between the Ardonagh and Bennetts businesses.

Peter Park

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10 December 2020