

**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 9 October 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 written consent by the CMA, Pentland Group Limited (Jersey) and Pentland Group Limited (together '**Pentland**'), JD Sports Fashion plc ('**JD Sports**') and Footasylum Limited ('**Footasylum**') are required to refrain from taking actions which might impede the Final Disposal, including a requirement to comply with the Asset Maintenance Undertakings set out in section 4 of the Undertakings.

After due consideration of the application for consent in accordance with paragraph 5 of the Undertakings and based on the information received from you and in the particular circumstances of this case, Footasylum may carry out the following actions, in respect of the specified paragraphs of the Undertakings listed below.

**Paragraphs 4.2.10 of the Undertakings**

The CMA understands that given that [X] and is key to the ongoing success of the Footasylum business, Footasylum now wishes to recruit a [X]. The CMA understands that the primary responsibilities of the [X] will include the [X]. The CMA also understands that since [X] departure from the Footasylum business in [X], the role of [X] has remained vacant.

The CMA consents to Footasylum appointing a new [X].

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<sup>1</sup> Now Footasylum Limited.