

**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 19 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 4.2.6 of the Undertakings**

The CMA understands that Footasylum wishes to serve the break notice on the landlord of, and exit the lease on, the following store:

- [X]

On the basis that the [X] store is loss-making and financially unviable; and Footasylum will [X], the CMA consents to Footasylum not extending the lease term and serving notice on the landlord of the store by [X] so that it can exit this store following the expiration of the lease on [X].

Further, due to the fact that Footasylum [X], the CMA does not consider it necessary to issue directions requiring Footasylum to [X] pursuant to a derogation granted on 27 March 2020.

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