

**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 to
the Competition and Markets Authority (CMA) on 20 November 2020**

We refer to the application by Bennetts dated 1 February 2021 that the CMA grant consent 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 (b) of the Undertakings

The CMA understands that in early 2020, Bennetts began discussing with its claims handler, [REDACTED] in order to reflect the effects of coronavirus (COVID-19) on [REDACTED]. While not part of Bennetts’ pre-merger business plan, the CMA recognised that this temporary arrangement was necessary [REDACTED] in unforeseen circumstances.

The first of these variations was entered into prior to the completion of the acquisition of Bennetts by Ardonagh. On 9 September 2020, the CMA consented to a derogation from paragraph 6 (b) of the Initial Enforcement Order addressed to Ardonagh and its subsidiaries on 6 August 2020 (the ‘**Initial Order**’) for Bennetts to agree to an extension of the temporary arrangement with [REDACTED] from 1 July to 30 September 2020. Subsequently, [REDACTED] asked Bennetts to further extend this temporary arrangement for the period 1 November 2020 to 31 January

2021. On 10 December 2020, the CMA granted a derogation from paragraph 12.2 (b) of the Undertakings permitting this extension.¹

On 1 February 2021, Bennetts submitted that [REDACTED] had once again asked Bennetts to extend the temporary arrangement, from 1 February 2021 to 30 April 2021. The CMA understands from Bennetts [REDACTED]. Bennetts submits [REDACTED]. However, Bennetts submits [REDACTED], and [REDACTED]. Accordingly, Bennetts requested another derogation from paragraph 12.2 (b) of the Undertakings.

In light of the particular circumstances of the case, the CMA grants a derogation permitting an additional extension to Bennetts' temporary arrangement with [REDACTED]. This consent is subject to the following conditions:

- a) such action is strictly necessary to ensure [REDACTED];
- b) Bennetts has [REDACTED];
- c) Bennetts has not [REDACTED];
- d) the decision has been taken unilaterally by Bennetts in its own best commercial interests and without input from Ardonagh; and
- e) no Bennetts information will be shared with Ardonagh as a result of this derogation.

Peter Park

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5 February 2021

¹ The Initial Order ceased to apply on 20 November 2020, when the CMA accepted the Undertakings.