

THE ORDER

DEROGATION LETTER IN RESPECT OF INTERIM ORDER ISSUED PURSUANT TO SECTION 81 ENTERPRISE ACT 2002 COMPLETED ACQUISITION

Consent under section 81 of the Enterprise Act 2002 to certain actions for the purposes of the Interim Order made by the Competition and Markets Authority ('CMA') on 19 May 2021 (the "Interim Order")

Completed acquisition by JD Sports Fashion plc of Footasylum plc (the Merger)

We refer to your submission of 18 August 2021 requesting that the CMA consents to derogations from the Interim Order. The terms defined in the Interim Order have the same meaning in this letter.

Under the Interim Order, save for written consent by the CMA, Pentland and JD Sports are required to hold separate the business of Footasylum from the Pentland and JD Sports businesses and refrain from taking any action which might prejudice a reference under section 22 of the Act or impede the taking of any remedial action following such a reference.

After due consideration of your requests for derogations from the Interim Order, based on the information received from you and in the particular circumstances of this case, JD Sports may carry out the following actions, in respect of the specified paragraphs of the Interim Order.

1. Paragraphs 5, 6(d) and 6(e) of the Interim Order

Given the [REDACTED], and in light of the [REDACTED], the CMA understands that JD Sports may wish to cease trading from the following store:

- [REDACTED]

The CMA understands that [REDACTED].

The CMA understands that [REDACTED].

On this basis, the CMA consents to:

- [REDACTED]

The CMA grants this derogation on the basis that the closure of this store would not constitute pre-emptive action.

2. Paragraphs 5, 6(d) and 6(e) of the Interim Order

Given the [REDACTED], and in light of the [REDACTED], the CMA understands that JD Sports wishes to cease trading from the following store:

- [REDACTED]

The CMA understands that [REDACTED].

The CMA understands that [REDACTED].

On this basis, the CMA consents to:

- [REDACTED]

- [REDACTED]

The CMA grants this derogation on the basis that the closure of this store would not constitute pre-emptive action.

3. Paragraphs 5, 6(d) and 6(e) of the Interim Order

The CMA understands that JD Sports wishes to exit the lease and relocate the following store:

- [REDACTED]

The CMA understands that [REDACTED].

In addition, the CMA understands that [REDACTED].

On the basis of the above, the CMA consents to:

- [REDACTED] and
- [REDACTED]

The CMA grants this derogation on the basis that the relocation of this store would not constitute pre-emptive action.

Kip Meek

Remittal Group Chair

20 August 2021