

**DEROGATION LETTER
IN RESPECT OF INITIAL ENFORCEMENT ORDERS ISSUED
PURSUANT TO SECTION 72(2) ENTERPRISE ACT 2002
COMPLETED ACQUISITION**

Please note that [X] indicates figures or text which have been deleted or replaced in ranges for reasons of commercial confidentiality.

Consent under section 72(3C) of the Enterprise Act 2002 to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority ('CMA') on 15 November 2021

Completed acquisition by VetPartners Limited ("VetPartners") of Goddard Holdco Limited ("Goddard"). VetPartners and Goddard are together referred to as the "Parties".

Dear [X]

We refer to your submissions of 23 December and 30 December 2021 requesting that the CMA consent to derogations to the Initial Enforcement Order of 15 November 2021 (the "**Initial Order**"). Unless otherwise stated, the terms defined in the Initial Order have the same meaning in this letter.

Under the Initial Order, save for written consent by the CMA, Scooby Lux Investment S.à r.l., Scooby Equityco Limited, Piper Topco Limited, Scooby Bidco Limited, VetPartners and Goddard (the "**Addressees**") are required to hold separate the Acquirer Group business from the Goddard business 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 request for derogations from the Initial Order, based on the information received from you and in the particular circumstances of this case, the Addressees may carry out the following actions, in respect of the specific paragraphs:

1. Paragraphs 5(c) and 5(i) of the Initial Order

Goddard submits that [X], [X], has resigned from her role and is due to leave Goddard on or around [X]. The CMA understands that [X] is considered by Goddard to be key staff within the meaning of the Initial Order.

Goddard intends to appoint [X] to the role of [X], to take effect on or around [X]. Goddard submits that [X] is well qualified to take on the role of [X], with previous relevant experience.

In order to ensure the ongoing, viable and independent operation of the Goddard business, Goddard is seeking a derogation to appoint [X] to carry out the role of [X], commencing on or around [X].

On the basis of the Parties' representations, the CMA consents to a derogation from paragraphs 5(c), and 5(i) of the Initial Order, strictly on the basis that:

- i. Goddard has taken all reasonable steps to encourage [X] to remain with the Goddard business
- ii. [X] has the necessary capacity and experience to take on the responsibilities of [X], such that this derogation will not affect the ongoing operation of the Goddard business or its viability and ability to compete independently;
- iii. the decision to appoint [X] was taken independently by Goddard;
- iv. [X] does not, and has not previously, worked for VetPartners, and has no financial links to VetPartners;
- v. no other significant organisational or key staff changes will be made as a result of the departure of [X] and the assumption by [X] of her responsibilities;
- vi. this derogation will not lead to any integration of the Goddard and VetPartners businesses; and
- vii. this derogation will not result in any pre-emptive action which might prejudice the outcome of a reference or impede the taking of any action which may be justified by the CMA's decision on a reference.

Yours sincerely,

[X]

Alex Knight
Assistant Director, Remedies, Business and Financial Analysis
6 January 2022