

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 plc¹ (Footasylum)**

**Consent to certain actions for the purposes of the Final Undertakings given to the
Competition and Markets Authority (CMA) on 14 January 2022**

We refer to your emails dated 7 and 15 April 2022 that the CMA grant consent in relation to the Final Undertakings given by JD Sports, Footasylum and Pentland, dated 14 January 2022 (the '**Undertakings**'). Terms defined in the Undertakings have the same meaning in this letter.

Under the Undertakings, save for written consent by the CMA, JD Sports, Footasylum and Pentland 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 [X] on each landlord of the three Footasylum stores listed below (together, the '**Stores**') [X] the Stores when their respective existing leases expire in the event that [X]:

- [X]
- [X]
- [X]

Footasylum submits that this derogation will not give rise to a rise of pre-emptive action and will not impede the Final Disposal as defined in the Undertakings given that:

- a) serving the [X] on the landlords of the Stores was a [X], which Footasylum has taken in the ordinary course of business; and
- b) by allowing Footasylum to serve the [X] to [X], this derogation would help to safeguard and further the viability and competitive capability of Footasylum's business.

¹ Now Footasylum Limited.

On the basis of Footasylum's representations above, the CMA consents to Footasylum serving the [REDACTED] and, in the event [REDACTED], Footasylum can do so when the Stores' leases expire on [REDACTED] respectively.

Kip Meek
Remedy Group Chair
19 April 2022