

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

**Consent under section 72(3C) of the Enterprise Act 2002 (the 'Act') to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority ('CMA') on 27 August 2021 as varied on 30 September 2021**

**Completed acquisition by Dye & Durham Limited, through its subsidiary Dye & Durham (UK) Limited, of TM Group (UK) Limited (the 'Merger')**

Dear [REDACTED],

We refer to your submission of 6 July 2022 requesting that the CMA consents to derogations from the Initial Enforcement Order of 27 August 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, Dye & Durham Limited and Dye & Durham (UK) Limited ("**D&D**") are required to hold separate the D&D business from the TM Group (UK) Limited ("**TMG**") business (together the "**Parties**") 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.

**D&D UK business** refers to the business of Dye & Durham (UK) Limited and its direct and indirect subsidiaries, carried on as at the commencement date of the Initial Order, but excluding Brady & Co (Law Searches) Limited (Registration number 265079) and its subsidiaries and the TMG business.

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, D&D may carry out the following actions, in respect of the specific paragraphs:

**1. Paragraph 5(l) of the Initial Order – Access to confidential/commercially-sensitive information**

The CMA understands that certain individuals at D&D and D&D UK require access to specific TMG confidential information, in particular information concerning [REDACTED], in order for D&D to [REDACTED].

D&D is seeking the CMA's consent to a derogation from paragraph 5(l) of the IEO to permit access to certain TMG confidential information on this basis.

On the basis of D&D's representations, the CMA consents to a derogation from paragraph 5(l) of the Initial Order to permit certain D&D individuals (as specified in the derogation

request) to access certain TMG confidential information (as specified in the derogation request) strictly on the basis that:

- (a) The confidential information will be used solely for the Purpose and for no other purpose;
- (b) Access to the TMG confidential information will be limited to what is absolutely necessary for the Purpose, being information concerning [X] (as specified in the derogation request);
- (c) Only those D&D individuals specified in the derogation request will have access to the TMG confidential information;
- (d) As such, this disclosure will not impact the viability or ongoing operation of the D&D or D&D UK business;
- (e) This derogation will not lead to any integration of the TMG and D&D or D&D UK businesses; and
- (f) This derogation shall not prevent any remedial action that the CMA may need to take regarding the Merger.

Yours sincerely.

Adam Cooper

Director - Remedies, Business and Financial Analysis

6 July 2022