

Appendices and glossary

Appendices

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Glossary

Appendix A: Terms of reference and conduct of the inquiry

Terms of reference

1. In exercise of its duty under section 22(1) of the Enterprise Act 2002 (the **Act**) the Competition and Markets Authority (**CMA**) believes that it is or may be the case that:
 - (a) a relevant merger situation has been created, in that:
 - (i) enterprises carried on by Dye & Durham Limited, including Dye & Durham (UK) Limited, have ceased to be distinct from enterprises carried on by TM Group (UK) Limited; and
 - (ii) the condition specified in section 23(2)(b) of the Act is satisfied; and
 - (b) the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within a market or markets in the United Kingdom for goods or services, including in the supply of property search reports as part of single 'search packs' (Property Search Report Bundles) in England and Wales.
2. Therefore, in exercise of its duty under section 22(1) of the Act, the CMA hereby makes a reference to its chair for the constitution of a group under Schedule 4 of the Enterprise and Regulatory Reform Act 2013 in order that the group may investigate and report, within a period ending on 8 June 2022, on the following questions in accordance with section 35(1) of the Act:
 - (a) whether a relevant merger situation has been created; and
 - (b) if so, whether the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within any market or markets in the United Kingdom for goods or services.

Joel Bamford
Senior Director, Mergers
Competition and Markets Authority
23 December 2021

Conduct of the inquiry

3. On 23 December 2021, we published the biographies of the members of the Inquiry Group conducting the phase 2 inquiry on the [inquiry webpage](#).
4. The [Initial Enforcement Order \(IEO\)](#) issued in phase 1 as varied by the [Variation Order](#) of 30 September 2021 remains in force¹ and a number of derogations have been granted and these are published on the [inquiry webpage](#). On 19 January 2022, we directed D&D and TMG to appoint a monitoring trustee. The directions to appoint a monitoring trustee were published on the [inquiry webpage](#) on 21 February 2022.
5. The original administrative timetable for the inquiry was published on the [inquiry webpage](#) on 21 January 2022. At commencement of the inquiry, the statutory deadline was 8 June 2022, but this was subsequently extended to 21 June 2022 as a result of the delay by both D&D and D&D UK, and TMG, to comply with the requirements of notices under section 109 of the Act to provide certain documents and information. Notices of extension were published on the [inquiry webpage](#) on 8 February 2022. Following receipt of the outstanding information, we re-started the statutory timetable on 21 February 2022 and termination of extension notices were published on the [inquiry webpage](#) on the same day. A revised version of the administrative timetable was published on the [inquiry webpage](#) on 4 March 2022. Finally, on 18 May 2022, we published on the [inquiry webpage](#), a notice under section 39(3) of the Act extending the statutory deadline by eight weeks to 16 August 2022. A revised version of the administrative timetable was published on the [inquiry webpage](#) on the same day.
6. On 21 January 2022, we published an issues statement on the [inquiry webpage](#), setting out the areas on which the phase 2 inquiry would focus.
7. On 3 February 2022, members of the Inquiry Group and CMA staff attended separate virtual 'site visits' with D&D and TMG and their advisers. The site visits were held via MS Teams because of the COVID-19 pandemic and the Government's associated guidelines.
8. We invited a wide range of interested parties to comment on the Merger. We conducted a number of interviews, with customers, franchisees, industry associations, potential market entrants, and competitors of the Parties, via MS Teams. Evidence was also obtained from third parties using detailed

¹ On 27 August 2021, the CMA made an IEO addressed to D&D, D&D UK and TMG in accordance with section 72(2) of the Act to prevent pre-emptive action. On 30 September 2021, the CMA made an order varying the said IEO in accordance with section 72(4)(b) of the Act. The said IEO as varied is still in force.

questionnaires and information requests. Our approach to third party evidence and description of the third-party evidence we considered is set out in our provisional findings report. We also took into account evidence from the CMA's phase 1 investigation into the Merger, as appropriate.

9. We commissioned a research agency, DJS, to conduct a telephone survey of those customers of the Parties who undertake conveyancing and had purchased PSRBs from them during the last two years. A copy of the DJS customer survey report, which includes the full questionnaire, is published on the [inquiry webpage](#) alongside this document.
10. We received written evidence from the Parties in the form of submissions and responses to information requests (including by responding to notices under section 109 of the Act). A non-confidential version of the Parties' response to the issues statement was published on the [inquiry webpage](#). We also reviewed a large number of internal documents from the Parties.
11. We held separate main party hearings with each of the Parties on 12 April 2022.
12. In advance of those hearings, we provided to the Parties a copy of the DJS customer survey report, an annotated issues statement and a number of key working papers setting out our emerging thinking. We also provided the Parties and third parties with extracts from our working papers for comments on accuracy and confidentiality. The Parties provided comments on our annotated issues statement, working papers, and the DJS customer survey report on 14 April 2022.
13. On 18 May 2022, we published a non-confidential version of our provisional findings report (**Provisional Findings**) on the [inquiry webpage](#). As we provisionally concluded that the Merger had resulted in the creation of a relevant merger situation, and that the creation of that situation had resulted, or may be expected to result, in an SLC, a notice of possible remedies (**RN**) was also published on the [inquiry webpage](#) on the same date.
14. Non-confidential versions of responses to the Provisional Findings and to the RN were published on the [inquiry webpage](#). The non-confidential versions of the Parties response to the Provisional Findings, the D&D response to the RN and the TMG response to the RN were published on the [inquiry webpage](#) on 27 June 2022. The non-confidential version of the Parties' supplementary response to the Provisional Findings was published on the [inquiry webpage](#) on 13 July 2022.

15. We held response hearings with D&D and TMG on 14 June 2022, and subsequently shared a Remedies Working Paper with them on 1 July 2022 for comment. We received responses separately from D&D and TMG.
16. After issuing the Provisional Findings, we also held response hearings with a number of third parties. We also issued a number of requests for information to clarify our understanding of certain issues.
17. A non-confidential version of the final report has been published on the [inquiry webpage](#).
18. We would like to thank all those who have assisted us in our inquiry.

Appendix B: Market shares

1. This appendix sets out:
 - (a) the detailed market share estimates for Chapter 7;
 - (b) a robustness check of our estimates based on environmental search report data;
 - (c) a summary of the Parties' internal documents that include market share estimates; and
 - (d) the tables that support our product market definition in Chapter 6.
2. For each table, we provide a version where 'Combined' figures include D&D's and TMG's brands, and all Index (Direct and Indirect) franchisees and PSG (Direct and Indirect) franchisees, as well as a version where 'Combined' figures include D&D's and TMG's brands, and Index Direct and PSG Direct franchisees only.

Detailed market shares

3. Table 1 and Table 2 in this Appendix set out the market shares of PSRB suppliers based on volume of PSRBs that these suppliers sold to conveyancers and intermediaries.¹ The tables list each of the 34 smaller suppliers (ie 'Others' in Table 7.1 and Table 7.2 in Chapter 7) that we identified to compete with the Parties in the supply of PSRBs in E&W and that provided us with sales data.

Table 1: Shares of supply of PSRBs in E&W (including third-party owned franchisees in Merged Entity)

Supplier	Volume				Share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	N/A	[0-5]	[0-5]	[0-5]	N/A
<i>D&D Direct</i>	[X]	[X]	[X]	[X]	<i>[10-20]</i>	<i>[10-20]</i>	<i>[10-20]</i>	<i>[10-20]</i>
Index Indirect	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
<i>D&D Indirect</i>	[X]	[X]	[X]	[X]	<i>[5-10]</i>	<i>[5-10]</i>	<i>[5-10]</i>	<i>[5-10]</i>
<i>D&D (total)</i>	[X]	[X]	[X]	[X]	<i>[20-30]</i>	<i>[20-30]</i>	<i>[20-30]</i>	<i>[20-30]</i>
tmConvey	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
CDS	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[10-20]

¹ As explained in Chapter 7, paragraphs 7.18 – 7.21, we requested and obtained sales volume data from all the suppliers listed in the tables below.

Supplier	Volume				Share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Combined	[X]	[X]	[X]	[X]	[40-50]	[40-50]	[40-50]	[40-50]
InfoTrack	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
Search Acumen	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SearchFlow	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Landmark (total)	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Alphasearch	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Assured APS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Assured Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
CNC Searches Ltd	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Elan Technology Group	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Geodesys	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Greenlines Property Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Hants Wight Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Home Information Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
ISA Yorkshire	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Kerai Property Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Legal Bricks	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Local Authority Search Network	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Lox Property Research	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
MJPS Services	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Move Reports UK	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
North Yorkshire Legal Services	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
NSS Franchising	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
OCALS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
PALI	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
PP Searches West London	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Property Search North East	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Quantus	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Safe Move	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Search Move	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Searches Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SEARCHES UK	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Shropshire Property Search	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Sure Search	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Surrey Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Thames Water Utilities	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
W2S	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
X-Press Legal Services	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[0-5]	[0-5]
Yorkshire Search Agency	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Total	1,146,541	1,201,551	1,235,597	1,450,746	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' residential and commercial sales volume data.

Notes:

Suppliers with shares belonging to the same ranges in 2021 are listed in alphabetical order.

1. [X] data for SDG is not available for 2021 (marked as N/A for clarity). [X].

2. Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.

3. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.

4. For the following suppliers, regulated and official Local Authority searches were used as a proxy for bundles: D&D, TMG, [X].

5. Some competitors may have included sales to resellers, which could have led to double counting and, thus, overestimation of their share and of the total size of the market.

6. 'Combined' figures include D&D's and TMG's brands, and all Index (Direct and Indirect) and PSG (Direct and Indirect) franchisees.

Table 2: Shares of supply of PSRBs in E&W (excluding third-party owned franchisees from Merged Entity)

Supplier	Volume				Share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	N/A	[0-5]	[0-5]	[0-5]	N/A
D&D Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
tmConvey	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
CDS	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[10-20]
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Combined	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[30-40]	[30-40]
Index Indirect	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
D&D Indirect	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
InfoTrack	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
Search Acumen	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SearchFlow	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Landmark (total)	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Alphasearch	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Assured APS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Assured Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
CNC Searches Ltd	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Elan Technology Group	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Geodesys	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Greenlines Property Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Hants Wight Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Home Information Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
ISA Yorkshire	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Kerai Property Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Legal Bricks	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Local Authority Search Network	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Lox Property Research	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
MJPS Services	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Move Reports UK	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
North Yorkshire Legal Services	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
NSS Franchising	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
OCALS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
PALI	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
PP Searches West London	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Property Search North East	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Quantus	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Safe Move	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Search Move	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Searches Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SEARCHES UK	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Shropshire Property Search	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Sure Search	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Surrey Searches	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
Thames Water Utilities	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
W2S	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]

Supplier	Volume				Share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
X-Press Legal Services	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]	[5-10]	[0-5]	[0-5]
Yorkshire Search Agency	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]	[0-5]	[0-5]	[0-5]
Total	1,146,541	1,201,551	1,235,597	1,450,746	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' residential and commercial sales volume data.

Notes:

Suppliers with shares belonging to the same ranges in 2021 are listed in alphabetical order.

1. [REDACTED] data for SDG is not available for 2021 (marked as N/A for clarity). [REDACTED].

2. Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.

3. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.

4. For the following suppliers, regulated and official Local Authority searches were used as a proxy for bundles: D&D, TMG, [REDACTED].

5. Some competitors may have included sales to resellers, which could have led to double counting and, thus, overestimation of their share and of the total size of the market.

6. 'Combined' figures include D&D's and TMG's brands, and Index Direct and PSG Direct.

Robustness of our market share estimates

4. As a robustness check, we sought to estimate the market share of each of the Parties, ATI, Landmark, franchise groups, and the tail of smaller competitors by verifying the volume of environmental search reports these suppliers purchased from the three main environmental report providers, namely FCI (owned by D&D), Groundsure (owned by ATI) and Landmark in E&W, in 2021.²
5. Our estimates are reported in Table 3 and Table 4, where the latter excludes third-party owned franchisees (ie Index Indirect and PSG Indirect) from the Merged Entity **Error! Reference source not found.** We consider that these estimates serve as a reliable cross-check of our market share estimates and estimate of total market size based on downstream sales volume data for the following reasons:
 - (a) D&D and ATI submitted that an environmental search report is included in 98% of PSRBs (residential and commercial);³
 - (b) there are only three main suppliers of environmental search reports in E&W and we have received data from each of them;⁴ and

² We requested from FCI, Groundsure and Landmark the total volume of environmental search reports sold to ATI, Landmark, D&D, TMG and all the smaller suppliers together.

³ D&D's response to the CMA's s109 Notice (RFI3) dated 17 February 2022, paragraph 16.2; Call with ATI follow up questions, 23 February 2022

⁴ D&D confirmed that only FCI, Groundsure and Landmark can currently provide an 'environmental search report', defined as the assessment of contaminated land liability under Part 2A of the Environmental Protection Act, 1990, due to their ownership of digitised historical mapping (D&D's response to the CMA's s109 Notice

- (c) FCI, Groundsure and Landmark are likely to supply environmental reports mainly to suppliers of PSRBs and not to intermediaries or conveyancers,⁵ reducing the risk of double counting compared with estimating the shares with retailers' sales data (which may include sales to other retailers).

Table 3: Suppliers' shares of supply of PSRBs in E&W based on environmental search report data in 2021 (including third-party owned franchisees in Merged Entity)

Supplier	Volume				Share of supply (All) (%)
	FCI	Groundsure	Landmark	All	
PIE / PSG Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Index Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
GlobalX	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
D&D Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Index Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
PSG Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
D&D Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
D&D (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
tmConvey	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
CDS	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
TMG (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Combined	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[30-40]
InfoTrack	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
Search Acumen	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
ATI (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
OneSearch Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
SearchFlow	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Landmark (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Others	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
Total	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	100

Source: CMA's estimates based on D&D's, ATI's and Landmark's data on environmental search reports volumes.

Notes:

1. We excluded Argyll, as it is a supplier of environmental consulting reports.
2. Landmark noted that PSG (some franchises), GlobalX and York Place volumes are not fully representative, as these businesses centralised their ordering to be routed via PIE during 2021 (Landmark follow-up questions issued on 18 February 2022, question 4).
3. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
4. SDG/York Place is included under PIE.
5. Landmark and Groundsure did not provide volumes separately for franchisees owned by D&D and third parties. D&D did not provide volumes separately for PSG franchisees. We allocated the volumes per Index Indirect's share in total Index sales volumes in 2021, as well as PSG Indirect's share in total PIE/PSG sales volume in 2021 (see **Error! Reference source not found.** above).

(RFI3) dated 17 February 2022, paragraphs 16.1 and 17.1). ATI mentioned Waterman as another supplier (ATI follow-up response dated 23 February 2022, question 3), but we did not find mentions of this firm in the Parties' internal documents, and it was not named by Landmark or the Parties.

⁵ The Parties' internal documents indicate that property transactions usually require more than one property search report, including due to requirements by lenders and recommendations by The Law Society of E&W (Response to the Enquiry Letter, Annex 20.7, page 9; Annex 21.04, page 4; Annex 21.05, page 4; Annex 23.06, page 6; Annex 23.07, page 5). The Parties' internal documents also indicate that conveyancers and intermediaries typically purchase multiple property search reports in bundles and from downstream suppliers (Response to the Enquiry Letter, Annex 21.04, page 3; Annex 21.05, page 3; Annex 22.01, page 68; Annex 23.04, page 4; Annex 23.05, page 4; Annex 23.07, page 4). See also Note of call with ATI on 28 September 2021, paragraph 8.

Table 4: Suppliers' shares of supply of PSRBs in E&W based on environmental search report data in 2021 (excluding third-party owned franchisees from Merged Entity)

Supplier	Volume				Share of supply (All) (%)
	FCI	Groundsure	Landmark	All	
PIE / PSG Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Index Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
GlobalX	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
D&D Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
tmConvey	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
CDS	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
TMG (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Combined	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[30-40]
Index Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
PSG Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
D&D Indirect	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[5-10]
InfoTrack	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
Search Acumen	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
ATI (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
OneSearch Direct	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[0-5]
SearchFlow	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Landmark (total)	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[10-20]
Others	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[20-30]
Total	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	100

Source: CMA's estimates based on D&D's, ATI's and Landmark's data on environmental search reports volumes.

Notes:

1. We excluded Argyll, as it is a supplier of environmental consulting reports.

2. Landmark noted that PSG (some franchisees), GlobalX and York Place volumes are not fully representative, as these businesses centralised their ordering to be routed via PIE during 2021 (Landmark follow-up questions issued on 18 February 2022, question 4).

3. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.

4. SDG/York Place is included under PIE.

5. Landmark and Groundsure did not provide volumes separately for franchisees owned by D&D and third parties. D&D did not provide volumes separately for PSG franchisees. We allocated the volumes per Index Indirect's share in total Index sales volumes in 2021, as well as PSG Indirect's share in total PIE/PSG sales volume in 2021 (see **Error! Reference source not found.** above).

6. We note that based on the share of supply data in Table 3 and Table 4 **Error! Reference source not found.**:

(a) Our assessment of the total size of the market for PSRBs in E&W in 2021 based on volume data (in Table 1 and Table 2) is broadly consistent with that based on evidence from environmental searches. In particular, the percentage difference between our total market size estimate based on the Parties' and competitors' sales volumes and our estimate based on environmental searches is about [0–5%] **Error! Reference source not found.** (after applying an adjustment factor of 0.98 to the former estimate

to consider that not every PSRB includes an environmental search report).⁶

- (b) The Parties' combined market share does not change significantly: (i) our estimate in Table 1 is [40–50%] and our estimate in **Error! Reference source not found.**Table 3 is [30–40%]**Error! Reference source not found.**; (ii) our estimate in Table 2 is [30–40%] and our estimate in Table 4 is [30–40%]. This supports our assessment that the Merger creates the largest player in the supply of PSRBs in E&W.
 - (c) The observation that D&D's, TMG's, ATI's and Landmark's share of supply do not change significantly between our estimates based on competitors' sales volumes and our estimates based on environmental searches **Error! Reference source not found.**supports our assessment that the four large national suppliers as of 2021 hold relatively similar shares of supply.
- 7. Hence, while there is some uncertainty about the exact market size, this does not affect the broad market structure, which consists of four large national PSRB suppliers pre-Merger and a tail of smaller suppliers.
 - 8. The Parties submitted that our estimated shares of supply based on environmental reports sold to individual retailers (Table 3 and Table 4) are likely to be a more reliable measure of the whole market than our estimates based on the Parties' and competitor data, as they cover 98% of PSRBs, while our estimates in Table 1 and Table 2 are based on responses from only 39 out of the 88 listed CoPSO members (excluding the Parties).⁷
 - 9. Moreover, based on Table 3 and Table 4, the Parties submitted that the 'other' smaller competitors have a larger estimated share of supply than reported in Table 1 and Table 2, inconsistent with our view that the inclusion of the remaining smaller suppliers would not materially alter the analysis.⁸
 - 10. As explained in paragraph 6(a), there is a high level of correlation between our two estimates of the total market size and we consider that the response rate of 44% for sales volumes from CoPSO members (excluding the Parties) does not lead to concerns about the estimates based on the Parties' and competitor data. We also note that the estimates based on environmental

⁶ The percentage difference between two numbers is defined as the absolute value of the difference of the two numbers, divided by the average of the two numbers, all multiplied by 100 to express the difference in percent.

⁷ Parties' response to the Annotated Issues Statement and Working Papers, dated 14 April 2022, Appendix 3, paragraph 1.1. See also [Parties' Supplementary Response to the Provisional Findings](#), paragraphs 4.1–4.2.

⁸ Parties' response to the Annotated Issues Statement and Working Papers, dated 14 April 2022, Appendix 3, paragraph 1.3.

searches only cover 2021, while the estimates based on the Parties' and competitor data cover 2018-2021. We therefore adopt Tables 7.1 and 7.2 in Chapter 7 for the purposes of our assessment.

Internal documents

11. We have reviewed several internal documents of the Parties that include market share estimates.
12. In terms of individual market shares, we have found that:
 - (a) A D&D internal presentation of September 2021, [REDACTED] estimates that TMG holds [20–30%], Searchflow [20–30%], InfoTrack [20–30%], D&D [20–30%], and 'Others' hold [10–20%] market share. [REDACTED].⁹
 - (b) A D&D internal presentation of July 2021, prepared to inform a discussion on pricing strategy and customer switching, indicates that D&D holds a [20–30%] share, InfoTrack holds a [20–30%] share, Searchflow holds a [20–30%] share, TMG holds a [10–20%] share and 'Others' ([REDACTED]) collectively hold a [10–20%] share in the UK Residential Real Estate Market.¹⁰
 - (c) A TMG internal PowerPoint slide of August 2020 with a [REDACTED]¹¹ [REDACTED] indicates that TMG had a [20–30%] market share.¹²
 - (d) A D&D internal training manual of December 2021,¹³ prepared to give employees an overview of their role in developing business opportunities and relationships on behalf of PIE, estimates that 'DMGT Group' (which owns Landmark) holds around [20–30%], TMG [20–30%], PSG [10–20%], PIE [10–20%], STL (part of InfoTrack) [5–10%], and Searches UK [0–5%] of the market, while other search companies such as Search Acumen (currently part of ATI), OneSearch Direct (currently part of Landmark), York Place (currently part of D&D), and CDS (currently part of TMG) each hold around [0–5%] of the market.¹⁴ We note that if D&D's estimates are

⁹ D&D's response to the CMA's s109 Notice (RFI3) dated 17 February 2022, question 21, Annex DD2467, slide 26.

¹⁰ D&D's response to the CMA's s109 Notice (RFI3) dated 17 February 2022, questions 10-11 and 13, Annex DD2284, slide 43.

¹¹ [REDACTED].

¹² Response to the Enquiry Letter issued 25 August 2021, Annex 20.8.

¹³ We consider that D&D's estimates in this training manual may be dated, as (i) the manual was last printed on 19 July 2016 and (ii) D&D's estimates correspond more closely to our 2017 and 2018 estimates. However, we note that D&D submitted the document to be dated/created on 20 December 2021 – contradicting their submission that 'the market shares of the Parties have been overstated by a large margin' in the CMA's [Phase 1 Decision \(Parties' response to the Issues Statement\)](#), paragraph 3.14).

¹⁴ D&D response to the CMA's s.109 Notice (RFI2a) issued on 25 January 2022, question 13 and question 21, Annex DD2726, pages 5-6.

aggregated by group, the market shares of the large national suppliers are (our 2021 estimate in brackets for comparison): D&D [20–30%] ([20–30%] including D&D Indirect; [10–20%] excluding D&D Indirect); TMG [20–30%] ([10–20%]); Landmark [20–30%] ([10–20%]); ATI [10–20%] ([20–30%]). Accordingly, the tail of smaller competitors ('Others') would hold [5–10%] ([10–20%]).

- (e) A D&D internal presentation of January 2019, prepared for discussion in relation to competitors, notes that 'there are now approximately 10 Search providers that [REDACTED]: [REDACTED]. These top ten providers are estimated to probably equate to 90% of the UK market'.¹⁵ We note that of these ten brands listed, only one (X-Press Legal) is not currently owned by one of the large PSRB providers.
13. In terms of the combined market share of the Merged Entity, we note that an independent analyst's report of July 2021 produced for D&D indicates that the acquisition of TMG could double D&D's share of the UK market to [40–50%], making it the largest provider.¹⁶
14. In terms of the combined shares of the four large national suppliers, we have found that:
- (a) A D&D internal document of February 2021, [REDACTED], indicates that the five main suppliers of PSRBs would account for approximately [80–90%] of the market, with D&D, TMG, [REDACTED] being four of the five main suppliers.^{17,18}
- (b) A TMG internal document of October 2020, prepared to inform a discussion on TMG's long-term investment strategy, indicates that TMG, D&D, Landmark and InfoTrack (ATI) would have an [80–90%] market share and other competitors (including Search Acumen before its acquisition by ATI) would collectively have a [20–30%] market share.¹⁹
15. We note that there is some variation in the estimates in the Parties' internal documents, suggesting that the Parties have some uncertainty about the size of their rivals or the market. While some variation is expected, we would expect the Parties to have a reasonable understanding of each other's size and that of their main rivals. We note that the estimates in the Parties' internal documents discussed in paragraphs 12 to 14 above consistently put the

¹⁵ D&D response to the CMA's s.109 Notice (RFI2a) issued on 25 January 2022, question 21, Annex DD937, slide 9.

¹⁶ D&D response to the CMA's s.109 Notice (RFI2a) issued on 25 January 2022, question 19, Annex DD2817, page 1.

¹⁷ Parties' response to the Phase 1 Enquiry Letter, Annex 23.05.

¹⁸ We note that the document does not specify who the fifth 'main supplier' is, as it only names four.

¹⁹ Parties' response to the Phase 1 Enquiry Letter, Annex 21.10.

Merged Entity's share at 40% or above (up to [50–60%]), and nowhere imply that the tail of smaller suppliers has an aggregate market share of more than 20%.

16. Finally, we note that our share of supply estimates in Table 1 are consistent with feedback from Landmark that, if the Merger was cleared, there would be three search providers (the Merged Entity, ATI and Landmark) covering more than 80% of the market.²⁰

Shares of the four largest suppliers by property type

17. We requested sales volume data from the four large national suppliers distinguishing between residential and commercial PSRBs.
18. We used this data to estimate these suppliers' relative strength in both the residential segment (Table 5 and Table 6) and the commercial segment (Table 7 and Table 8) for each year from 2017 to 2021.²¹
19. Transactions in the PSRB market are classified as 'residential' or 'commercial'. As discussed in more detail in Chapter 3, this classification is selected by the customers themselves when placing the order (eg D&D,²² TMG²³), and there is no industry-standard definition. ATI submitted that a search would typically be defined as commercial across the industry when involving either: (a) a large building complex (ranging from one parcel to several hundred parcels of land), or (b) upwards of 50 residential properties grouped together (eg a holding company divesting multiple properties in one transaction).²⁴

²⁰ Landmark call note, 14 February 2022, paragraph 20.

²¹ We chose to exclude the 2017 volumes and shares from the tables because data was not available for PSG.

²² D&D response to the CMA's s.109 Notice (RFI4) issued on 7 March 2022, paragraph 14.1.

²³ In particular, in tmConvey the customers select themselves at the outset which type of property (residential or commercial) they are ordering search packs for (TMG response to the CMA's s.109 Notice (RFI4) issued on 7 March 2022, paragraph 14.1).

²⁴ ATI call note, 16 February 2022, paragraph 10.

Residential shares

Table 5: Shares of supply in the residential segment of PSRBs in E&W among the four largest suppliers (including third-party owned franchisees in Merged Entity)

Supplier	Residential volume				Residential share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	N/A
<i>D&D Direct</i>	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[10-20]	[10-20]
Index Indirect	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
<i>D&D Indirect</i>	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
D&D (total)	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[30-40]	[20-30]
tmConvey	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
CDS	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Combined	[X]	[X]	[X]	[X]	[50-60]	[50-60]	[50-60]	[50-60]
InfoTrack	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[20-30]
Search Acumen	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[0-5]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[20-30]	[20-30]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
SearchFlow	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Landmark (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Total	[X]	[X]	[X]	[X]	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' residential sales volume data.

Notes:

- [X] data for SDG is not available for 2021 (marked as N/A for clarity). [X].
- Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.
- Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
- For the following suppliers, Local Authority searches were used as a proxy for bundles: D&D, TMG, [X].
- 'Combined' figures include D&D's and TMG's brands, and all Index (Direct and Indirect) and PSG (Direct and Indirect) franchisees.

Table 6: Shares of supply in the residential segment of PSRBs in E&W among the four largest suppliers (excluding third-party owned franchisees from Merged Entity)

Supplier	Residential volume				Residential share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	N/A	[0-5]	[0-5]	[0-5]	N/A
D&D Direct	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[10-20]	[10-20]
tmConvey	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
CDS	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Combined	[X]	[X]	[X]	[X]	[40-50]	[40-50]	[40-50]	[40-50]
Index Indirect	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
D&D Indirect	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
InfoTrack	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[20-30]
Search Acumen	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[0-5]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[20-30]	[20-30]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
SearchFlow	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[10-20]	[10-20]
Landmark (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Total	[X]	[X]	[X]	[X]	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' residential sales volume data.

Notes:

- [X] data for SDG is not available for 2021 (marked as N/A for clarity). [X].
- Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.
- Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
- For the following suppliers, Local Authority searches were used as a proxy for bundles: D&D, TMG, [X].
- 'Combined' figures include D&D's and TMG's brands, and Index Direct and PSG Direct.

Commercial shares

Table 7: Shares of supply in the commercial segment of PSRBs in E&W among the four largest suppliers (including third-party owned franchisees in Merged Entity)

Supplier	Commercial volume				Commercial share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	N/A	[0-5]	[0-5]	[0-5]	N/A
<i>D&D Direct</i>	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[5-10]	[5-10]
Index Indirect	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
<i>D&D Indirect</i>	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
D&D (total)	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[10-20]	[10-20]
tmConvey	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
CDS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Combined	[X]	[X]	[X]	[X]	[40-50]	[40-50]	[40-50]	[40-50]
InfoTrack	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
Search Acumen	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[20-30]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SearchFlow	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[30-40]	[20-30]
Landmark (total)	[X]	[X]	[X]	[X]	[40-50]	[30-40]	[30-40]	[30-40]
Total	[X]	[X]	[X]	[X]	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' commercial sales volume data.

Notes:

1. Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.
2. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
3. For the following suppliers, Local Authority searches were used as a proxy for bundles: D&D, TMG, [X].
4. 'Combined' figures include D&D's and TMG's brands, and all Index (Direct and Indirect) and PSG (Direct and Indirect) franchisees.

Table 8: Shares of supply in the commercial segment of PSRBs in E&W among the four largest suppliers (excluding third-party owned franchisees from Merged Entity)

Supplier	Commercial volume				Commercial share (%)			
	2018	2019	2020	2021	2018	2019	2020	2021
PIE / PSG Direct	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
Index Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
GlobalX	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SDG	[X]	[X]	[X]	N/A	[0-5]	[0-5]	[0-5]	N/A
D&D Direct	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[5-10]	[5-10]
tmConvey	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
CDS	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
TMG (total)	[X]	[X]	[X]	[X]	[20-30]	[20-30]	[20-30]	[20-30]
Combined	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[30-40]	[30-40]
Index Indirect	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
PSG Indirect	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
D&D Indirect	[X]	[X]	[X]	[X]	[0-5]	[5-10]	[5-10]	[5-10]
InfoTrack	[X]	[X]	[X]	[X]	[5-10]	[10-20]	[10-20]	[10-20]
Search Acumen	[X]	[X]	[X]	[X]	[5-10]	[5-10]	[5-10]	[5-10]
ATI (total)	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[20-30]	[20-30]
OneSearch Direct	[X]	[X]	[X]	[X]	[0-5]	[0-5]	[0-5]	[0-5]
SearchFlow	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[30-40]	[20-30]
Landmark (total)	[X]	[X]	[X]	[X]	[40-50]	[30-40]	[30-40]	[30-40]
Total	[X]	[X]	[X]	[X]	100	100	100	100

Source: CMA's estimates based on the Parties' and competitors' commercial sales volume data.

Notes:

1. Data is not available for PSG before June 2018. The PIE/PSG figures for 2018 include only revenue and volumes for the period June-December 2018.
2. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
3. For the following suppliers, Local Authority searches were used as a proxy for bundles: D&D, TMG, [X].
4. 'Combined' figures include D&D's and TMG's brands, and Index Direct and PSG Direct.

Revenues by customer group

20. Table 9 and Table 10 provide a breakdown of the four large national suppliers' (ie D&D, TMG, ATI, and Landmark) revenues by customer group.
21. We requested from the four large national suppliers for each of their brands a breakdown of revenues by customer group in 2020 and 2021.^{25,26}
22. We used this data to estimate how much (in percentage) of each brand's revenue is generated by small conveyancers ('small'), medium-to-large

²⁵ We calculated ATI's and Landmark's breakdown of revenues based on their submitted (i) proportion of revenues from the supply of PSRB in E&W by customer segment, and (ii) revenues from the sale of PSRBs in E&W.

²⁶ The Parties submitted for 2021 revenues for January to August 2021. Hence, we report results only for 2020.

conveyancers ('medium'), large law firms ('large') as well as other customers such as Panel Managers and intermediaries ('other').²⁷

Table 9: Customer groups served by the four large suppliers' brands in E&W in 2020 (including third-party owned franchisees in Merged Entity)

Supplier	Total revenue (in £m)					Customer group's share (%) of each brand's total revenue				
	Small	Medium	Large	Other	Total	Small	Medium	Large	Other	Total
PIE / PSG Direct	[X]	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[0-5]	[20-30]	100
Index Direct	[X]	[X]	[X]	[X]	[X]	[40-50]	[40-50]	[5-10]	[0-5]	100
GlobalX	[X]	[X]	[X]	[X]	[X]	[50-60]	[20-30]	[10-20]	[0-5]	100
SDG	[X]	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[5-10]	[50-60]	100
<i>D&D Direct</i>	[X]	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[0-5]	[20-30]	100
Index Indirect	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
PSG Indirect	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
<i>D&D Indirect</i>	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
<i>D&D (total)</i>	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
tmConvey	[X]	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[30-40]	[30-40]	100
CDS	[X]	[X]	[X]	[X]	[X]	[30-40]	[40-50]	[0-5]	[20-30]	100
<i>TMG (total)</i>	[X]	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[20-30]	[20-30]	100
<i>Combined</i>	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
<i>ATI (total)</i>	[X]	[X]	[X]	[X]	[X]	[10-20]	[60-70]	[10-20]	[5-10]	100
OneSearch Direct	[X]	[X]	[X]	[X]	[X]	[50-60]	[5-10]	[0-5]	[30-40]	100
SearchFlow	[X]	[X]	[X]	[X]	[X]	[0-5]	[50-60]	[5-10]	[30-40]	100
<i>Landmark (total)</i>	[X]	[X]	[X]	[X]	[X]	[10-20]	[40-50]	[5-10]	[30-40]	100

Source: CMA's estimates based on the Parties' and competitors' sales revenue data.

Notes:

1. A brand's total revenue is the sum of the brand's residential and commercial revenue.
2. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
3. 'Combined' figures include D&D's and TMG's brands, and all Index (Direct and Indirect) and PSG (Direct and Indirect) franchisees.
4. We do not provide estimates of customer group shares for Index Indirect and PSG Indirect as D&D did not submit revenues separated by customer group for third-party owned franchisees (indicated by N/A for Index Indirect and PSG Indirect).
5. We do not provide brand-level estimates for ATI as the supplier did not submit separate estimates for their proportion of revenues from the supply of PSRBs in E&W by customer group.

²⁷ We do not calculate shares by customer segment among the four large suppliers, because we do not have a breakdown of revenues by customer group for third-party owned franchisees (indicated by N/A in Table 9 and Table 10).

Table 10: Customer groups served by the four large suppliers' brands in E&W in 2020 (excluding third-party owned franchisees from Merged Entity)

Supplier	Total revenue (in £m)					Customer group's share (%) of each brand's total revenue				
	Small	Medium	Large	Other	Total	Small	Medium	Large	Other	Total
PIE / PSG Direct	[X]	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[0-5]	[20-30]	100
Index Direct	[X]	[X]	[X]	[X]	[X]	[40-50]	[40-50]	[5-10]	[0-5]	100
GlobalX	[X]	[X]	[X]	[X]	[X]	[50-60]	[20-30]	[10-20]	[0-5]	100
SDG	[X]	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[5-10]	[50-60]	100
D&D Direct	[X]	[X]	[X]	[X]	[X]	[30-40]	[30-40]	[0-5]	[20-30]	100
tmConvey	[X]	[X]	[X]	[X]	[X]	[10-20]	[10-20]	[30-40]	[30-40]	100
CDS	[X]	[X]	[X]	[X]	[X]	[30-40]	[40-50]	[0-5]	[20-30]	100
TMG (total)	[X]	[X]	[X]	[X]	[X]	[20-30]	[10-20]	[20-30]	[20-30]	100
Combined	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
Index Indirect	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
PSG Indirect	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
D&D Indirect	N/A	N/A	N/A	N/A	[X]	N/A	N/A	N/A	N/A	100
ATI (total)	[X]	[X]	[X]	[X]	[X]	[10-20]	[60-70]	[10-20]	[5-10]	100
OneSearch Direct	[X]	[X]	[X]	[X]	[X]	[50-60]	[5-10]	[0-5]	[30-40]	100
SearchFlow	[X]	[X]	[X]	[X]	[X]	[0-5]	[50-60]	[5-10]	[30-40]	100
Landmark (total)	[X]	[X]	[X]	[X]	[X]	[10-20]	[40-50]	[5-10]	[30-40]	100

Source: CMA's estimates based on the Parties' and competitors' sales revenue data.

Notes:

1. A brand's total revenue is the sum of the brand's residential and commercial revenue.
2. Index franchisees and PSG franchisees owned and operated by D&D are referred to as, respectively, **Index Direct** and **PSG Direct**. Index franchisees and PSG franchisees owned and operated by third parties are referred to as, respectively, **Index Indirect** and **PSG Indirect**. All D&D owned and operated businesses (ie PIE, GlobalX, SDG, Index Direct, and PSG Direct) are referred to as **D&D Direct**. Index Indirect and PSG Indirect are referred to collectively as **D&D Indirect**.
3. 'Combined' figures include D&D's and TMG's brands, and Index Direct and PSG Direct.
4. We do not provide estimates of customer group shares for Index Indirect and PSG Indirect as D&D did not submit revenues separated by customer group for third-party owned franchisees (indicated by N/A for Index Indirect and PSG Indirect).
5. We do not provide brand-level estimates for ATI as the supplier did not submit separate estimates for their proportion of revenues from the supply of PSRBs in E&W by customer group.

Appendix C: Views of smaller suppliers

1. This appendix sets out the views of smaller suppliers in response to our competitor questionnaire. We sent a questionnaire to 84 smaller suppliers of PSRBs and received 40 responses.

Views on the Parties' closest competitors

2. We asked smaller suppliers who D&D's and TMG's closest competitors are in the supply of PSRBs, and the reasons for this.
3. The most common close competitors listed for D&D included ATI (including brands InfoTrack and Search Acumen), TMG and Landmark (including brands Searchflow and One Search Direct).¹ Competitors mentioned less frequently included X-Press Legal Services and Searches UK amongst others.² Reasons given for the closeness of competition between D&D and their competitors included:
 - (a) 'Similar offering, same target Customers' for InfoTrack, TMG and Searchflow'. ([REDACTED])³
 - (b) 'Similar type of firm' for Searchflow and 'identical offering' for InfoTrack. ([REDACTED])⁴
 - (c) 'Direct competitor' for TMG, InfoTrack and One Search Direct and 'similar offering' for The Search Bureau, Pali Limited and X-Press Legal Services. ([REDACTED])⁵
 - (d) 'Large fast-growing company with resources and business development managers' for InfoTrack and TMG while Legal Bricks was considered a competitor (although less closely) because it is a 'growing company with resources'. ([REDACTED])⁶
4. Similarly, the most common competitors listed for TMG included ATI (including brands InfoTrack and Search Acumen), D&D and Landmark

¹ Smaller competitors were asked to list close competitors to D&D, giving them a closeness score between 1 and 5 (1 being closest and 5 being the least close), in this statement we have considered close competitors as those scored either 1 or 2. Out of 32 responses from small competitors, 25 listed ATI as a close competitor to D&D, 22 listed TMG and 18 listed Landmark.

² Others listed as competitors (any score between 1-5) includes Greenline Property Searches, Local Authority Search Network, Search Direct, Pali, Property Search North East, STL Group Ltd, OCALS, Move Reports, North Yorkshire Legal Services, Lox Property Search and The Search Bureau.

³ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 11.

⁴ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 11.

⁵ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 11.

⁶ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 11.

(including brands Searchflow and One Search Direct).⁷ Less frequently mentioned competitors given included X-Press Legal Services and Searches UK among others.⁸ Generally, the same (or very similar) reasons were given for the closeness of competition between TMG and its competitors, as were given for D&D and the closeness of its competitors.⁹

Customers served

5. We asked smaller suppliers if there were any customer types they did not serve, and the reason for this. Most small suppliers informed us that they were unable to compete in serving large city law firms, large national conveyancers, and Panel Managers. Barriers included reach, reputation, marketing budgets, the referrals process, price/margins, and exclusive contracts.
- (a) 'Large national firms require countrywide coverage (which we offer). However perception is we are too small to cope'. ([REDACTED])¹⁰
- (a) 'Expansion can be difficult, particularly when it does not have the same budget as some of the larger companies.' ([REDACTED])¹¹
- (b) 'Large law firms are generally inaccessible to small independent companies' due to the presence of large providers such as TMG who have connections with local authorities'. ([REDACTED])¹²
- (c) 'We serve very few large city law firms and national conveyancers. This is due to marketing budgets and the national reach of larger providers'. ([REDACTED])¹³
- (d) 'Larger suppliers sell a nationwide service and with their money they can market harder.' ([REDACTED])¹⁴

⁷ Out of 32 responses from small competitors, 26 listed D&D as a close competitor to TMG, 21 listed ATI and 16 listed Landmark.

⁸ Others listed as competitors (any score between 1-5) includes Greenline Property Searches, Local Authority search Network, Search Direct, Pali, Property Search North East, STL Group Ltd, OCALS, Move Reports, North Yorkshire Legal Services, Lox Property Search and The Search Bureau.

⁹ Smaller competitors' responses to phase 2 questionnaires issued on 21 January 2022 question 12 ([REDACTED]).

¹⁰ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

¹¹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

¹² [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

¹³ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

¹⁴ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

- (e) 'Larger conveyancing firms/panels – impossible to compete on price against the larger suppliers with greater market share and vertically integrated services eg Case Management Systems'. ([REDACTED])¹⁵
- (f) 'I cannot get larger firms as clients as the large search firms and panels tie them in with volume deals, restrictive contracts and panel incentive schemes. ... We can compete very well when looking at High Street solicitors or small conveyancing firms. As soon as you look at bigger firms than that, it's virtually impossible. The bigger firms will have punitive, long contracts with big suppliers, they will also have volume deals in panels including Estate Agents and conveyancing portals. They are happy to pay more, for a national call centre service, so long as they get the volumes. Another major factor is that D&D and InfoTrack control case management systems through these deals and those systems are set to only use their own, or preferred, search firm'. ([REDACTED])¹⁶
- (g) 'We will serve all customer types; it is normally the small solicitors we are trying to work with, however, we struggle to compete with the larger search firms due to them already having a contract in place with the conveyancing company and the conveyancer not being able to use any other search company'. ([REDACTED])¹⁷
- (h) 'Search companies within groupings or franchises and participants of Panel referral companies. But most significantly case management companies within these same groupings'. ([REDACTED])¹⁸
- (i) '[REDACTED]'. ([REDACTED])¹⁹
- (j) 'We are not resourced to deal with large companies. Top 100 UK law firms identified by The Lawyer due to not being able to compete with investment in technology and with the referral model'. ([REDACTED])²⁰
- (k) 'Larger organisations tend to feel more comfortable with the larger providers, this is probably due to how these providers can market their services, larger marketing budgets and dedicated account managers'. ([REDACTED])²¹

¹⁵ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

¹⁶ [REDACTED] response to phase 2 questionnaire of 21 January 2022, questions 6(a) and 15.

¹⁷ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

¹⁸ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a). The question asked about customer types that are not currently served or to which sales are currently small.

¹⁹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²⁰ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²¹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

- (l) 'Larger law firms. This is due to us not being able to offer the prices larger search companies do'. ([REDACTED])²²
- (m) 'The vast majority of our clients are small to medium conveyancers and we don't work with many large firms or any large city law firms. ... We are a small firm with service at the heart of what we do which is more aligned with the smaller firms'. ([REDACTED])²³
- (n) 'Medium Conveyancers – Hard to get in the front door'. ([REDACTED])²⁴
- (o) 'I do not provide my service to large conveyancers or large City law firms as this market has been cornered by the large search companies such as P.S.G., STL & CDS. As a small firm I cannot compete with them as I do not have the finance to help build an ordering platform or undercut on prices'. ([REDACTED])²⁵
- (p) 'Large City Firms – Being a smaller brand, we don't have the same opportunities as some of the larger brands'. ([REDACTED])²⁶
6. One smaller supplier noted that it could reach larger firms through panels: 'We don't work directly to large conveyancers we provide searches to panels who get the business from larger conveyancers and panel it to us for a small price so they make money from the client and pay us a smaller fee and we use their platform to return searches'. ([REDACTED])²⁷
7. Some smaller suppliers considered they were at a competitive disadvantage against larger suppliers in general, and not just when competing for larger firms or panels, because they were unable to achieve economies of scale:
- (a) 'the difficulty in expanding for a small organisation lies in the access to new clients ... the scale of larger organisations allows much greater scope for aggressive marketing activity and also aggressive pricing policies'. ([REDACTED])²⁸
- (b) 'Low product margins and local presence of bigger firms makes it hard to compete'. ([REDACTED])²⁹

²² [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²³ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²⁴ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²⁵ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²⁶ [REDACTED] response to phase 2 questionnaire of 1 April 2022, question 7(a).

²⁷ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

²⁸ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

²⁹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

- (c) 'The scale of sales and marketing activity that the top 3/4 resellers have at their disposal, combined with the vertically integrated producer/retailer proposition and the horizontal IT/Service proposition eg Case Management Systems makes it extremely difficult to grow sales and in fact retaining existing level of sales is difficult enough. This is in spite of us having a higher quality core product and providing excellent and personalised customer service to clients'. ([redacted])³⁰
- (d) 'Small suppliers will be unable to meet price incentives, price discounting, constant marketing pressure and entertainment incentives'. ([redacted])³¹
- (e) 'It is harder to get work when you are a small business. More business would be great but a lot of Solicitors tend to trust the bigger companies making it hard for the smaller ones to expand their companies and take on more work'. ([redacted])³²

Technology and product features

- 8. Some smaller suppliers focused on technology and product features as particular barriers to competing against larger firms:
 - (a) 'Difficult [to expand] without software solutions'. ([redacted])³³
 - (b) 'The big companies have far more technology and the ability to get into Conveyancers and set up systems enabling them to order online and have results delivered back to them on their systems – we can't do that we work using emails and phone calls and simple systems that aren't as flash and fancy as they can put in place'. ([redacted])³⁴
 - (c) 'It is quite difficult to expand in this market as the larger firms have the technology and systems which solicitors and conveyancers are looking for. Small firms like ours don't have the financial clout to compete with this technology, so are left to compete on a quality over quantity front'. ([redacted])³⁵
 - (d) 'Our client base of solicitors is declining due to them going to large firms with technologically advanced software systems. We have tried to use already developed online ordering systems, however as we only have a small amount of solicitor clients, it was not economical. Also trying to get

³⁰ [redacted] response to phase 2 questionnaire of 21 January 2022, question 15.

³¹ [redacted] response to phase 2 questionnaire of 21 January 2022, question 15.

³² [redacted] response to phase 2 questionnaire of 21 January 2022, question 6(a).

³³ [redacted] response to phase 2 questionnaire of 21 January 2022, question 15.

³⁴ [redacted] response to phase 2 questionnaire of 21 January 2022, question 15.

³⁵ [redacted] response to phase 2 questionnaire of 21 January 2022, question 15.

new firms on board is difficult as there is a lot of competition. We have found that our main clientele is other search agent companies'. ([REDACTED])³⁶

- (e) 'Conveyancers are now in the digital age and require case management systems to execute the conveyance procedure and link with [HM Land Registry]. This has created a new Industry of Prop-Tech companies which seek to corner the marketplace from IT conveyancing provision to automated ordering of searches and reports to the final registering with HM Land Registry and HMRC'. ([REDACTED])³⁷
- (f) 'Not enough resources for IT and technology'. ([REDACTED])³⁸
- (g) 'We are a search Company. Companies like Dye & Durham and InfoTrack are IT/software companies who use searches as their product to supply software systems'. ([REDACTED])³⁹
- (h) 'Very difficult [to expand]. You need a large marketing budget and high level IT systems'. ([REDACTED])⁴⁰
- (i) 'They are able to pour millions of pounds into their progressive digital software solutions that clearly give them an edge in cornering the market share whilst charging a premium for their services'. ([REDACTED])⁴¹
- (j) 'InfoTrack and Dye & Durham push their technology. [REDACTED] we don't have the same level of investment'. ([REDACTED])⁴²
- (k) 'Barriers are around technology, we don't have the ability to provide the solicitor with a whole integrated service eg AP1 forms, SDLT. We have minimal investment in technology'. ([REDACTED])⁴³
- (l) 'In our opinion the restricting factor is the investment or available funds which an organisation has to improve technology to make ordering searches easier for conveyancers'. ([REDACTED])⁴⁴

³⁶ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 5(a).

³⁷ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

³⁸ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

³⁹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴⁰ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴¹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴² [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴³ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

⁴⁴ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

(m) 'Barriers to sales; ATI and D&D offer free case management to law firms, who are then tied into contracts for searches that are not consumer friendly. Price is another barrier'. ([REDACTED])⁴⁵

(n) 'Can be difficult, particularly when [it] does not have the same budget as some of the larger companies' ([REDACTED]).⁴⁶

Vertical integration

9. Some smaller suppliers mentioned that they faced a further challenge by their lack of vertical integration and reliance on larger suppliers for upstream products, and particularly environmental searches:

(a) 'Very difficult [to expand] as [a]lot of the products we sell to our clients are owned by large corporate groups, like Dye & Durham'. ([REDACTED])⁴⁷

(b) [REDACTED] stated that the market is contracting every day and the concern it has, is the larger companies buying up the ancillary service providers they work with (Landmark, Groundsure and FCI as examples).⁴⁸

(c) '...because they (D&D and InfoTrack) have bought up environmental companies, they can offer these products at a reduced rate, or they increase the rate they sell these products to us and reduce our profit margins'. ([REDACTED])⁴⁹

(d) 'With suppliers such as Groundsure and FCI being purchased by Search Company competitors, this will make being competitive with pricing more difficult too as they will be able to offer these products cheaper to the clients and will keep the prices to competitors high'. ([REDACTED])⁵⁰

(e) 'I'm more concerned about InfoTrack's purchase of Groundsure [than about the Merger]'. ([REDACTED])⁵¹

Smaller suppliers' views on their own closest competitors

10. We asked smaller suppliers their views on who their closest competitors are for the supply of PSRBs. The companies (and their brands) most frequently identified as close competitors by smaller suppliers were D&D, ATI,

⁴⁵ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 6(a).

⁴⁶ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴⁷ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁴⁸ [REDACTED] response to phase 1 questionnaire of 13 October 2021, question 12.

⁴⁹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁵⁰ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 15.

⁵¹ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 18.

Landmark, and TMG. This indicates that the smaller suppliers generally see the large national search providers as a significant competitive constraint.⁵²

11. Reasons given by smaller suppliers for the larger national providers being close competitors include:
 - (a) 'Similar offering and same target customers' was repeated by several smaller suppliers to explain their competition with D&D, TMG, ATI and Landmark. ([REDACTED])⁵³
 - (b) 'Direct competition, same offering, same customer base, same customer targets' for TMG, ATI, D&D and Landmark. ([REDACTED])⁵⁴
12. The responses show a larger number of smaller competitors and regional search companies mentioned as close competitors to other smaller suppliers than as close competitors with D&D and TMG (see paragraphs 2 to 4 above). This suggests that smaller suppliers generally consider that other small suppliers are a greater competitive constraint for themselves than for D&D and TMG.⁵⁵

Views on franchise groups' comparative ability to compete with national suppliers

13. We asked smaller competitors their opinion on whether franchise groups are better able to compete with national suppliers, such as D&D and TMG, than individual independent small suppliers.
14. Some respondents said franchise groups are in better position to compete with large national suppliers because they benefit from volume discounts and brand recognition:
 - (a) 'Yes they can negotiate better terms as they have larger volumes collectively'. ([REDACTED])⁵⁶
 - (b) 'Yes – they offer national coverage and can set up volume deals with estate agents'. ([REDACTED])⁵⁷

⁵² Out of 32 responses from small competitors, 23 listed D&D as a close competitor, 18 listed ATI, 18 listed Landmark, and 15 listed TMG.

⁵³ Smaller competitors' responses to phase 2 questionnaires issued on 21 January 2022, question 10 ([REDACTED]).

⁵⁴ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 10.

⁵⁵ Smaller competitors' responses to phase 2 questionnaires issued on 21 January 2022, question 10 ([REDACTED]).

⁵⁶ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁵⁷ [REDACTED] response to phase 2 questionnaire of 21 January 2022, question 16(a).

- (c) 'Yes, I believe a franchise group is better positioned in the market as most conveyancers would have most probably heard of the franchise compared to a small independent search firm.' ([redacted])⁵⁸
- (d) 'Yes, can get better deals from suppliers, negative the management costs they charge'. ([redacted])⁵⁹
- (e) 'In our opinion franchise groups are better able to compete because collectively they may have more available funds to invest in systems and technology than individual, independent small suppliers would.' ([redacted])⁶⁰
- (f) 'Logistics play role in proximity to data, having a franchise network is a strength and negates the need to outsource.' ([redacted])⁶¹
- (g) 'Possible as they have economies of scale and head office support for marketing etc'. ([redacted])⁶²
15. Some respondents did not think franchise groups were better able to compete with large national suppliers:
- (a) 'No, centralised marketing and product knowledge is better'. ([redacted])⁶³
- (b) '[redacted]' ([redacted])⁶⁴
- (c) '[redacted] I would say it's harder to compete as you have to factor in the amount you have to pay to the franchisor'. ([redacted])⁶⁵
- (d) 'No, as the larger companies own the data and can dictate the prices to competitors'. ([redacted])⁶⁶
16. Overall, the evidence is inconclusive as there is no clear consensus between smaller suppliers as to whether franchise groups are better able to compete with national suppliers, such as D&D and TMG, than independent smaller suppliers.

⁵⁸ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁵⁹ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶⁰ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶¹ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶² [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶³ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶⁴ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶⁵ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

⁶⁶ [redacted] response to phase 2 questionnaire of 21 January 2022, question 16(a).

Appendix D: Switching estimates

1. This appendix provides details on the three sets of estimates of the switching rates we have considered based on the Parties' Switching Data (by number of customers lost and by revenue lost), the Survey Switching Data, and RBB's Loss Analysis.

Parties' Switching Data

Switching by number of customers lost

D&D's data

2. D&D submitted a 'loss analysis' based on the customer records included in its Customer Relationship Management (**CRM**) dataset.¹ This dataset includes [REDACTED] records of customers lost by PIE/PSG between 2017 and 2021. For [REDACTED] of these lost customers, the records allowed D&D and its advisors to identify the competitor(s) the customers switched to.²
- 3.

¹ D&D response to the CMA's s.109 Notice (RFI3) issued on 17 February 2022, paragraphs 9.1-9.4.

² D&D response to the CMA's s.109 Notice (RFI3) issued on 17 February 2022, paragraph 9.4.

4. Table 1 below shows the results of this analysis.

Table 1: Switching estimates by number of customers lost – D&D's data

Year	Customers switching from PIE/PSG to...													Total
	TMG	ATI	Land mark	BLS	Hants Wight Searches	X-Press Legal	Gill Halton	LSC	Local Authority Search Network	Move Reports UK	PALI	Property Search North East	Index Indirect franchisees	
2017	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2018	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2019	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2020	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2017-2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)

Source: D&D (Annex DD2866 of D&D's response to s109 notice of 17 February 2022 (RFI3)).

Notes:

1. [X].
2. [X].
3. [X].

5. We note that there is significant variation between years, with only [REDACTED] loss recorded in [REDACTED] and only [REDACTED] in [REDACTED]. Significantly more losses were recorded in [REDACTED]. D&D submitted that this is due to [REDACTED].³
6. [REDACTED], we consider that the estimates above suggest that in the last few years:
 - (a) ATI won the highest share of customers lost by PIE/PSG;
 - (b) PIE/PSG also lost a material share of customers to Landmark, followed by TMG and Index Indirect franchisees (we note that D&D only acquired Index in September 2020); and
 - (c) PIE/PSG also lost a material share of customers to other, smaller competitors, but each of these smaller competitors individually won less than [REDACTED] of the customers lost by PIE/PSG.⁴

TMG's data

7. TMG submitted a 'loss analysis' based on [REDACTED].⁵ The underlying data [REDACTED] indicates that there were around [REDACTED] reports of lost customers between 2017 and 2021 for tmConvey, and around [REDACTED] reports of lost customers between 2018 and 2021 for CDS. However, TMG was able to identify a competitor only for [REDACTED] tmConvey customers and [REDACTED] CDS customers.⁶
8. The Tables below show the results of this analysis for each of tmConvey and CDS. TMG could not ascertain whether customers lost to Index and PSG switched to Index Indirect and PSG Indirect franchisees or to Index Direct and PSG Direct franchisees. On this basis, we have presented the results in separate tables; Table 2 and Table 3 assume that Index and PSG refer to Index Direct and PSG Direct franchisees and so shows them together with D&D, while Table 4 and Table 5 assume that Index and PSG refer to Index Indirect and PSG Indirect franchisees and so shows them separately. In reality, the balance of Direct and Indirect franchisees is likely to be in between the two positions.

³ D&D response to the CMA's s.109 Notice (RFI3) issued on 17 February 2022, paragraph 9.2.

⁴ Or [REDACTED] excluding [REDACTED], which appears to have won an unusually high proportion of PIE/PSG lost customers in [REDACTED]. (We note that only [REDACTED] losses were recorded in [REDACTED]).

⁵ TMG response to the CMA's s.109 Notice (RFI3) issued on 17 February 2022, paragraphs 9.1-9.5.

⁶ TMG response to the CMA's s.109 Notice (RFI3) issued on 17 February 2022, paragraphs 9.5.

Table 2: Switching estimates by number of customers lost – tmConvey's data, with Index and PSG shown as part of D&D

Year	Customers switching from tmConvey to...								Total
	D&D	ATI	Landmark	Local PSA	NSS Franchising	Quantus	Move Reports UK	X-Press Legal	
2017	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2018	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2019	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2020	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2017-2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)

Source: TMG (Annex TM2745 of TMG's response to s109 notice of 17 February 2022 (RFI3)).

Notes:

1. [X].
2. [X].
3. [X].

Table 3: Switching estimates by number of customers lost – CDS' data, with Index and PSG shown as part of D&D

Year	Customers switching from CDS to...					
	D&D	ATI	Landmark	Local PSA	X-Press Legal	Total
2018	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2019	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2020	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2021	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2018-2021	[X]	[X]	[X]	[X]	[X]	[X] (100%)

Source: TMG (Annex TM2745 of TMG's response to s109 notice of 17 February 2022 (RFI3)).

Notes:

1. [X].
2. [X].
3. [X].

Table 4: Switching estimates by number of customers lost – tmConvey's data, with Index and PSG shown separately

Year	Customers switching from tmConvey to...									Total
	D&D	ATI	Landmark	Local PSA	NSS Franchising	Quantus	Move Reports UK	X-Press Legal	Index and PSG	
2017	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2018	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2019	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2020	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)
2017-2021	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X]	[X] (100%)

Source: TMG (Annex TM2745 of TMG's response to s109 notice of 17 February 2022 (RFI3)).

Notes:

1. [X].
2. [X].
3. [X].

Table 5: Switching estimates by number of customers lost – CDS' data, with Index and PSG shown separately

Year	Customers switching from CDS to...						
	D&D	ATI	Landmark	Local PSA	X-Press Legal	Index	Total
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: TMG (Annex TM2745 of TMG's response to s109 notice of 17 February 2022 (RFI3)).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

9. We note that CDS's records include very few lost customers ([REDACTED]). Moreover, more losses were recorded by tmConvey in [REDACTED] than in other years. TMG submitted that '[REDACTED]'.⁷
10. Despite the inclusion of only a minority of lost customers and the significant variations between years, we consider that the estimates above suggest that in the last few years:
 - (a) ATI won the highest share of customers lost by TMG (considering tmConvey and CDS together).
 - (b) Landmark won the second highest share of customers lost by TMG.
 - (c) D&D won the third highest share of customers lost by TMG if Index and PSG are considered as part of D&D. If Index and PSG are considered separately, Index and PSG won the third highest share of customers lost by TMG, and D&D the fourth highest.
 - (d) TMG also lost a material share of customers to other, smaller competitors, but each of these smaller competitors individually won less than [REDACTED] of the customers lost by TMG.

⁷ TMG's response to CMA's s.109 Notice (RFI6) issued on 24 March 2022, paragraph 2.1. We note that this explanation relates to tmConvey and not to CDS.

Switching by revenues lost

D&D's data

11. D&D submitted an equivalent 'loss analysis' to that reported at paragraphs 2 to 6 above including the yearly revenues PIE/PSG lost to each competitor.⁸ Table 6 below shows the results of this analysis.

⁸ D&D's response to CMA's s109 notice (RFI4) of 7 March 2022, paragraphs 5.1-5.3.

Table 6: Switching estimates by revenues lost – D&D's data

Year	Revenues from customers switching from PIE/PSG to...											
	TMG	ATI	Landmark	BLS	Hants Wight Searches	X-Press Legal	Gill Halton	LSC	Local Authority Search Network	Property Search North East	Index Indirect franchisees	Total
2017	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2017-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: D&D (D&D's response to the CMA's s109 notice (RFI4) of 7 March 2022, Annex DD2871).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

12. Despite the inclusion of only a minority of lost customers and the significant variations between years (see paragraph 5 above), we consider that the estimates above indicate that in the last few years:
- (a) ATI won the highest share of revenues lost by PIE/PSG;
 - (b) TMG won the second highest share of revenues lost by PIE/PSG;
 - (c) PIE/PSG lost material revenues also to Landmark;
 - (d) PIE/PSG lost material revenues also to the Index Indirect franchisees (although, as discussed in Chapter 7, we note that D&D acquired PIE/PSG only in September 2020); and
 - (e) to a lesser extent, PIE/PSG also lost material revenues to other, smaller competitors, but each of these smaller competitors individually won less than [X] of the revenues lost by PIE/PSG.

TMG's data

13. TMG submitted an equivalent 'loss analysis' to that reported at paragraphs 7 to 10 above including the yearly revenues tmConvey and CDS lost to each competitor.⁹ The Tables below show the results of this analysis for tmConvey and CDS respectively. Table 7 and Table 8 assume that Index and PSG refer to Index Direct and PSG Direct franchisees and so shows them together with D&D, while Table 9 and Table 10 assume that Index and PSG refer to Index Indirect and PSG Indirect franchisees and so shows them separately.

⁹ D&D's response to the CMA's s109 notice (RFI4) of 7 March 2022, paragraphs 5.1-5.3.

Table 7: Switching estimates by revenues lost – tmConvey’s data, with Index and PSG shown as part of D&D

Year	Revenues from customers switching from tmConvey to...								
	D&D	ATI	Landmark	Local PSA	NSS Franchising	Quantus	Move Reports UK	X-Press Legal	Total
2017	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2017-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: TMG (Annex TM2749 of TMG’s response to s109 notice of 7 March 2022 (RFI4)).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

Table 8: Switching estimates by revenues lost – CDS’ data, with Index and PSG shown as part of D&D

Year	Revenues from customers switching from CDS to...					
	D&D	ATI	Landmark	Local PSA	X-Press Legal	Total
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: TMG (Annex TM2749 of TMG’s response to s109 notice of 7 March 2022 (RFI4)).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

Table 9: Switching estimates by revenues lost – tmConvey’s data, with Index and PSG shown separately

Year	Revenues from customers switching from tmConvey to...									
	D&D	ATI	Landmark	Local PSA	NSS Franchising	Quantus	Move Reports UK	X-Press Legal	Index and PSG	Total
2017	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2017-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: TMG (Annex TM2749 of TMG’s response to s109 notice of 7 March 2022 (RFI4)).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

Table 10: Switching estimates by revenues lost – CDS’ data, with Index and PSG shown separately

Year	Revenues from customers switching from CDS to...						
	D&D	ATI	Landmark	Local PSA	X-Press Legal	Index	Total
2018	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2019	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2020	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)
2018-2021	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED] (100%)

Source: TMG (Annex TM2749 of TMG’s response to s109 notice of 7 March 2022 (RFI4)).

Notes:

1. [REDACTED].
2. [REDACTED].
3. [REDACTED].

14. Despite the inclusion of only a minority of lost customers and the significant variations between years (see paragraph 9 above), we consider that the estimates above suggest that in the last few years:
- (a) ATI won the highest share of revenues lost by TMG (considering tmConvey and CDS together).
 - (b) D&D won the second highest share of revenues lost by TMG if Index and PSG are considered as part of D&D. If Index and PSG are considered separately, Index and PSG won the third highest share of revenues lost by TMG, and D&D the fourth highest.
 - (c) Landmark won the third highest share of revenues lost by TMG if Index and PSG are considered as part of D&D, and the second highest share if Index and PSG are considered separately.
 - (d) TMG also lost a material share of revenues to other, smaller competitors, but each of these smaller competitors individually won less than [X] of the revenues lost by TMG.

Survey Switching Data

15. 49 respondents to our customer survey said they had switched suppliers since January 2020.¹⁰
16. These included only 21 respondents who switched away from D&D (of which eight to other D&D brands) and only five who switched from TMG.¹¹ Therefore, we consider any inferences about the Parties' customers' switching patterns from this data would be unreliable.¹²

RBB's Loss Analysis

17. RBB estimated the extent to which each Party lost customers in Q3 and Q3-Q4 2021, and then the extent to which a lost customer is likely to have switched to the other Party.¹³ The results of RBB's analysis are summarised in Table 11 below.

¹⁰ DJS Research customer survey report, March 2022, page 15.

¹¹ DJS Research customer survey report, page 15.

¹² See Appendix E, paragraph 12.

¹³ D&D response to the CMA's s.109 Notice (RFI2a) issued on 19 January 2022, paragraphs 12.1-12.6.

Table 11: Switching estimates by number of customers lost – RBB’s estimates

Switching from...	Customers switching to...			
	TMG	D&D	Competitors	Total
D&D (Q3 2021)	[5-10%] or [5-10%]	[5]	[90-100%] or [90-100%]	[5] (100%)
D&D (Q3-Q4 2021)	[10-20%]	[5]	[80-90%]	[5] (100%)
TMG (Q3 2021)	[5]	[0-5%]	[90-100%]	[5] (100%)
TMG (Q3-Q4 2021)	[5]	[0-5%]	[90-100%]	[5] (100%)

Source: D&D (D&D’s response to s109 notice of 25 January 2022 (RFI2a), Tables 3-6).

18. We consider that RBB’s estimates are subject to significant limitations. In particular, RBB’s estimates only cover 2021 and are based on a relatively low (at least compared with the Parties’ records) number of customer losses – [~~5~~] for D&D, and [~~5~~] for TMG.
19. In addition, the estimates are not based on a definitive record of customers lost and won by each Party. Instead, RBB have inferred which customers have switched from one Party to the other based on a comparison of each Party’s customers’ sales data in the second half of 2021 relative to a selection of ‘benchmark’ time periods in 2019 and 2020.¹⁴ Although RBB checked customers had indeed been lost for those customers that have switched away from the Parties, RBB could not confirm whether lost customers effectively switched to the other Party, or if customers switched from/to competitors. Further, the fact that switching is inferred from volumes means that what looks like a ‘switch’ may be affected by a number of factors, including the growth or decline of the Parties’ customers’ client base and transactions, and the level of activity in the property market as a whole.¹⁵ While we acknowledge that RBB checked the estimated losses with each Party, and that RBB used different benchmarks to test whether sales at the other Party rose above ‘normal levels’,¹⁶ we consider that it is not clear whether such factors may have affected the results of the analysis.

¹⁴ RBB treated a customer as lost by Party A if that customer purchased LA search reports from Party A in Q1 and Q2 2021 and not in Q3 2021 or in Q3-Q4 2021. RBB subsequently checked these losses with the Parties to exclude customers that were in fact not lost, either because they left the market (and therefore did not switch to a competitor) or subsequently purchased from the Parties after the period of analysis. RBB then treated a customer lost by Party A as won by Party B if the customers’ purchases increased at Party B above some ‘normal level’ benchmarks. For the Q3 2021 analysis, the ‘normal level’ benchmarks are: the average of the customer’s quarterly purchases in 2019; the average of the customer’s quarterly purchases in 2020, the average of the customer’s quarterly purchases in 2019 and 2020; the customer’s Q3 2019 purchases; and the customer’s Q3 2020 purchases. For the Q3-Q4 2021 analysis, the ‘normal level’ benchmarks are: the average of the customer’s quarterly purchases in 2019; the average of the customer’s quarterly purchases in 2020; the average of the customer’s quarterly purchases in 2019 and 2020; the average of the customer’s purchases in Q3 and Q4 2019; and the average of the customer’s purchases in Q3 and Q4 2021.

¹⁵ We also note that 2020 and 2021 were affected by the COVID-19 pandemic restrictions and the stamp duty holiday.

¹⁶ [Parties’ response to the Provisional Findings](#), paragraph 3.13.

20. For these reasons, we have focused our analysis on the Parties' Switching Data rather than on RBB's Loss Analysis when undertaking our assessment of customer switching.

Appendix E: Parties' submissions on the survey and our assessment of its evidential value

Introduction

1. As part of our evidence gathering, on 8 February 2022 we commissioned the independent market research agency DJS¹ to undertake a telephone survey of customers of the Parties to better understand how they purchase and use PSRBs. This appendix sets out:
 - (a) the Parties' submissions on the draft survey questionnaire which we shared with them before fieldwork and our assessment of these; and
 - (b) our overall assessment of the evidential weight we may place upon findings from this survey.
2. In this subsection we begin by summarising the survey methodology. We then set out some relevant information from the CMA's best practice guide about the value of survey evidence within the context of mergers, and how we assess how much weight to give to survey results.
3. DJS undertook a telephone survey of 170 conveyancers who varied by size and their degree of residential or commercial focus. We created a sample frame by requesting from each Party a list of their customers who had purchased at least one PSRB since January 2020. We cleaned and de-duplicated this and provided 2,418 conveyancing firm records to DJS.² The agency spoke to conveyancers at 568 of these firms in February and March 2022, and achieved 170 completed telephone interviews, a response rate of 30%. Further details on the methodology, questionnaire and findings are provided in the DJS survey report.³
4. As set out in our best practice guide, statistically robust customer survey research can be very important in reaching informed decisions.⁴ The CMA takes many aspects into account when assessing the evidential weight that can be given to survey results, including the fieldwork quality and method, the questionnaire quality, and the coverage, response rate and representativeness of the survey responses.⁵ Of particular relevance to this

¹ See DJS website [here](#), accessed by the CMA on 11 May 2022.

² As part of the cleaning process, we removed panel management companies, mortgage companies and estate agents as they were not our population of interest.

³ DJS customer survey report, March 2022.

⁴ [Good practice in the design and presentation of customer survey evidence in merger cases](#), paragraph 1.1.

⁵ [Good practice in the design and presentation of customer survey evidence in merger cases](#), paragraph 4.38.

case is that:

- (a) The CMA is cautious about giving full evidential weight to analysis of sub-populations for which the achieved (effective) sample size is less than 100.⁶
 - (b) The CMA is generally cautious about giving full evidential weight to surveys that achieve a response rate below 5%.⁷
5. In attaching weight to different pieces of evidence, there is no set hierarchy between quantitative evidence, such as consumer surveys or statistical or econometric analysis, and qualitative evidence, such as internal documents or the statements or conduct of market participants, and the CMA may attach greater weight to one or the other as appropriate in the circumstances, depending on the relative quality of such evidence.⁸

Parties' submissions on the survey

6. We sent the draft survey questionnaire to the Parties on 14 February 2022, and they provided comments, which we considered in advance of piloting the survey and finalising the design.
7. In particular, the Parties submitted that:
- (a) there was a risk that an early question asking respondents which suppliers their business use could frame (that is, influence responses to) a later question that asked which factors are important for their business when choosing a supplier. The Parties suggested that we should re-order the questions;
 - (b) third-party franchisees should be captured separately from D&D; and
 - (c) we should include a number of additional questions, including asking respondents about:
 - (i) the estimated number of PSRBs purchased by their firm, and the commercial and residential split between these;
 - (ii) the number of suppliers of PSRBs their business had used (in advance of asking them to list them); and

⁶ [Good practice in the design and presentation of customer survey evidence in merger cases](#), paragraph 4.38(h).

⁷ [Good practice in the design and presentation of customer survey evidence in merger cases](#), paragraph 4.38(g).

⁸ [MAGs](#), paragraph 2.25.

(iii) for those who had switched, their view on how easy this was.

8. The Parties also made specific drafting suggestions on individual questions.

Our assessment of the Parties' submissions

9. We set out below our views on the submissions made by the Parties on the draft questionnaire and survey design:

- (a) We do not consider that asking respondents which suppliers their business used led to any bias in their response to the later question about which factors are important to them, given the time between these questions. We were concerned that asking respondents about the factors determining their choice of provider was a cognitively challenging question, and that the Parties' suggestion of asking this earlier could have impacted the quality of responses and ability of respondents to engage with the survey.
- (b) We accepted the Parties' suggestion of capturing third party franchisees separately from D&D but decided not to ask respondents directly if their firm used a third party, because many would likely not know. We judged that a better approach would be to ask respondents using the Index and PSG brands which branch or branches they used, whilst acknowledging that awareness of this might also be low. In the event, less than half (45%) of the Index and PSG customer respondents were able to provide branch information to allow D&D owned (Index Direct and PSG Direct) and third party (Index Indirect and PSG Indirect) franchisees to be distinguished.
- (c) We considered the suggestions for additional questions carefully, balancing the additional value from these against the need to keep the questionnaire as short as possible to maximise response rates. On the specific suggestions made:
 - (i) We disagreed with the suggestion of asking for volume of transactions as we did not expect respondents to have accurate recall or access to information about this during a telephone interview.
 - (ii) We considered that asking each respondent how many suppliers of PSRBs they had used in advance of listing them was not the right approach. Asking for a count first could have discouraged respondents from naming additional suppliers that occurred to them in the following question in response to interviewer probing. We judged that it would also disrupt the flow of the interview (while the

respondent mentally listed the suppliers they had used in order to count them) and extend its duration without significant benefit.

(iii) We did not include a question about ease of switching, as we did not consider that this would add significant value to the switching questions already included. We were also concerned that this was a subjective measure, which would elicit responses only from the sub-set of the respondents who had experience of switching.

(d) We carefully considered the Parties' submissions on individual questions within the draft questionnaire and made a number of changes to the questionnaire as a result.

Our overall assessment of the evidential value of the survey

10. We set out below our assessment of the overall evidential weight which we can give to the survey evidence.
11. We consider that the customer survey was carried out to a high standard. In particular, the coverage was good, the fieldwork carried out to high professional standards and there was no indication of bias being introduced by non-response or by the questionnaire design. We also consider that the overall number of responses attained (170) and the response rate (30%) are sufficient to draw robust inferences from questions put to the full sample. We therefore place full evidential weight on findings based on the full sample.
12. However, we note that the number of responses is lower for questions that were asked of only sub-sets of the respondents, sometimes falling below the 100 minimum which (in the absence of strong reasons to the contrary) our good practice suggests we may consider to be robust. We therefore do not place full evidential weight on findings based on these sub-sets of the sample in our competitive assessment but we regard them as indicative evidence. Whilst we report some results that fall into this category, we have generally relied on them only in combination with other evidence.
13. We note also that where questions had many fewer than 100 respondents, we regard inferences based on those responses as unreliable. For example, when we asked customers about switching business away from the Parties, only 21 respondents reported switching away from D&D (including D&D-owned and third-party owned franchisees) and only five switched away from TMG. When we asked PSG customers about the specific PSG branch they had used, only ten of them were able to give an answer. We therefore regard inferences from our survey about patterns of switching and the ultimate ownership of franchises used as unreliable, and we have not placed any

weight on them in our assessment.

Glossary

Term	Definition
Act	Enterprise Act 2002.
AES	Account and Entity Screen.
AoA	Articles of Association.
ATI	Australian Technology Innovators.
CAL	Conveyancing Alliance Limited.
CASA	An online conveyancing case management platform owned by Easy Convey .
CDS	Conveyancing Data Services.
CMA	Competition and Markets Authority.
CMA2	Guidance to the CMA's jurisdiction and procedure (CMA2)
CMA87	Merger remedies guidance.
Connells	Connells Limited.
Connells Agreement	A services agreement between Connells and TMG .
CoPSO	Council of Property Search Organisations.
Consultancy Report	A report commissioned by D&D that sets out the process which would need to be undertaken to separate PSS from TMG .
Countrywide	Countrywide Group Holdings Limited.
COVID-19	Coronavirus.
CRM	Customer Relationship Management.
D&D	Dye & Durham Limited.
D&D Direct	All D&D owned and operated businesses (ie PIE , GlobalIX , SDG , Index Direct and PSG Direct).

Term	Definition
D&D Indirect	Index Indirect and PSG Indirect collectively.
D&D UK	Dye & Durham (UK) Limited.
DJS	DJS Research.
DWS	Drainage and Water Search.
E&W	England and Wales.
Easy Convey	Easy Convey Limited.
Exclusive Purchasing Obligations	The Supply Agreements provide for the exclusive supply of PSRBs by TMG to the Shareholders for a period of four years.
FCI	Future Climate Info.
GDPR	UK General Data Protection Regulation (Data Protection Act 2018)
GlobalX	GlobalX UK Limited.
Groundsure	Groundsure Limited.
HIPs	Home Information Packs.
IEO	Initial Enforcement Order imposed on 27 August 2021 (varied by the variation order dated 30 September 2021).
Index	Index Property Information.
Index Direct	Index franchisees owned and operated by D&D .
Index Indirect	Index franchisees owned and operated by third parties.
Input Switching Clauses	The Supply Agreements include a condition that LSL and Connells , within four months of the date of the Supply Agreements , replace certain reports offered to their panel firms with those supplied by D&D group companies.
IP	Intellectual property
IPSA	Association of Independent Personal Search Agents.

Term	Definition
LA	Local Authority.
LAS	Local Authority Search.
Landmark	Landmark Information Group.
Lawlink NI	A business acquired by D&D in April 2021 that supplies commercial and residential property searches in Northern Ireland.
Lawyer Checker	A business acquired by D&D in June 2021 that supplies a conveyancing risk management tool that verifies the legitimacy of law firm involved in a property transaction.
LDC	LDC Property Services Ltd.
LSL	LSL Property Services plc.
LSL Agreement	A services agreement between LSL and TMG .
MAGs	Merger Assessment Guidelines (CMA129) .
Merged Entity	The Parties (for statements relating to the future).
Merger	The acquisition on 8 July 2021 by D&D , through its subsidiary D&D UK , of TMG , from TMG's former shareholders Countrywide , Connells and LSL .
Mio	TMG's proprietary sales progression platform for estate agents in E&W .
MT	Monitoring Trustee.
NLIS	National Land Information Service.
ODWS	Official Drainage and Water Searches.
OFT	Office of Fair Trading.
OLAS	Official Local Authority Searches.
Panel Managers	Panel Managers manage and provide access to panels of conveyancers on behalf of businesses introducing conveyancers to property buyers.

Term	Definition
Partial Divestiture	A partial divestiture package put forward by D&D which excludes PSS and takes no action in relation to the Supply Agreements .
Parties Switching Data	Customers for which the Parties could identify the competitor the customers switched to (covering 2017 to 2021).
Party/Parties	Either D&D or TMG or D&D and TMG together.
PIE	Property Information Exchange.
PQRS	Price, quality, range, and service.
PropTech	Property technology. PropTech companies provide property technology, the usage of technology, platforms, and software to assist in real estate markets.
Provisional Findings	Provisional findings published on the CMA case page on 18 May 2022.
PSG	PSG Connect, a D&D property search franchise business maintained by PIE .
PSG Direct	PSG franchisees owned and operated by D&D .
PSG Indirect	PSG franchisees owned and operated by third parties.
PSRBs	Property Search Report Bundles (property search reports provided together as part of single 'search packs').
PSS	Property Searches Scotland.
RBB	RBB Economics (– the Parties economic advisers).
RBB Loss Analysis	RBB 's estimates based on RBB 's analysis of the Parties ' sales volume data.
RBB Multi-sourcing Analysis	RBB 's analysis of multi-sourcing (the practice of customers using multiple PSRB suppliers at the same time).
RBB Report	RBB Report – report prepared by RBB on 29 October 2021, titled 'Evidence on market size and Multi-sourcing – update with 2021 data' updated 24 February 2022.

Term	Definition
RCBs	Relevant customer benefits.
RDWS	Regulated Drainage and Water Search.
Redbrick	Redbrick Solutions.
Remedies Working Paper	A working paper sent to D&D and TMG setting out our assessment of the evidence and our provisional view of remedies.
RLAS	Regulated Local Authority Search.
RMS	Relevant Merger Situation.
RN	Notice of possible remedies published on the CMA case page on 18 May 2022.
RRP	Recommended Retail Price.
SDG	Stanley Davis Group.
SDLT	Stamp Duty Land Tax.
Shareholders	Countrywide , Connells and LSL (TMG's majority shareholders before the Merger).
SLC	Substantial lessening of competition.
SPA	Share Purchase Agreement.
STL	STL Group Limited.
Supply Agreements	Agreements entered into by TMG with each of LSL and Connells for the exclusive supply of PSRBs .
Survey Switching Data	Customer survey data (covering switching since January 2020).
Terrafirma	A business acquired by D&D in May 2021 that compiles a range of ground and mining risk reports for the property market.
tmConnect	An integrated software solution by TMG that supports law firms and conveyancers with transaction distribution,

Term	Definition
	engagement, and workflow into the case management systems, including those of Panel Managers and law firms.
tmConvey	A supplier of PSRBs in E&W owned by TMG .
TMG	TM Group (UK) Limited.
Top 100 law firms	100 UK law firms identified through a publicly available ranking by <i>The Lawyer</i> .
TSA	Transitional Services Agreement.
TUPE	Transfer of Undertakings (Protection of Employment) Regulations 2006.
UK	United Kingdom.
ULS	United Legal Services.