

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

**Consent under section 72(3C) of the Enterprise Act 2002 to certain actions for  
the purposes of the Initial Enforcement Orders made by the Competition and  
Markets Authority ('CMA') on 17 November 2022**

**COMPLETED ACQUISITIONS BY INDEPENDENT VETCARE LIMITED OF  
MULTIPLE INDEPENDENT VETERINARY PRACTICES**

Dear Bertrand Louveaux,

We refer to your email and accompanying note dated 1 February 2023 requesting that the CMA consents to a derogation from the Initial Enforcement Order dated 17 November 2022 applicable to Independent Vetcare Limited ('**IVC**') and Swayne & Partners Ltd ('**Swayne**') ('the **Swayne Initial Order**'). The terms defined in the Initial Order have the same meaning in this letter.

The CMA issued Initial Orders addressed to IVC, Acquisition Pikco Ltd ('**Pikco**'), IVC Acquisition Topco Limited ('**IVC Topco**'), Islay New Group Holding S.A. ('**Islay**'), Société Des Produits Nestlé S.A. ('**Nestle**'), EQT Fund Management S.à r.l. ('**EQT**') and Berkshire Partners LLC ('**Berkshire**') (together, the '**Acquirer Group**'). Under the Initial Orders, save for written consent by the CMA, the Acquirer Group is required to hold separate the Acquirer Group business from the Target Entities and refrain from taking any action which might prejudice a reference under section 22 of the Act or impede the taking of any remedial action following such a reference.

After due consideration of your request for a derogation, based on the information received from you and in the particular circumstances of this case, IVC and the Target Entities may carry out the following actions, in respect of the specific paragraphs:

**Paragraphs 5(a) of the Initial Orders**

IVC's acquisitions of Penrose Veterinary Group Limited, Kevin Castle (Pet Care) Ltd, Swayne & Partners Ltd, Treforest Veterinary Clinic Ltd, Mercer & Hughes Limited ('**M&H**'), Swaffham Veterinary Centre Limited, Anglesey Pet Clinic Ltd, Chiltern Equine Clinic (including Chiltern Veterinary Services Limited & Chiltern Bury Farm Limited) (the "Target Entities") completed between 16 September 2021 to 22 March 2022.

IVC recently requested provision of day rota cover (the '**Rota Cover**') by a vet employed at IVC [X] to the Haverhill practice ('**Haverhill**') of Swayne.

IVC noted that an arrangement was put in place prior to the imposition of the Swayne Initial Order for [X] to provide Rota Cover to Haverhill ([X]) (the '**Arrangement**'). IVC notes that Swayne has requested that [X] continue to provide the Rota Cover to Haverhill on an ad hoc basis due to [X]. IVC confirmed that [X] is willing to provide the Rota Cover to Haverhill.

IVC requested a derogation from paragraph 5(a) of the Swayne Initial Order in order to enable the provision of the Rota Cover by [X] to Haverhill while the Swayne Initial Order is in force.

The CMA consents to a derogation from paragraph 5(a) of the Swayne Initial Order in relation to the provision of the Rota Cover described above, strictly on the basis that:

- (i) Rota cover will be provided on an arm's length basis;
- (ii) Where Rota Cover is provided, the information exchanged between IVC and Swayne will be limited to what is strictly necessary to enable the Rota Cover to be provided, and will be limited to client, patient, and/or treatment details. Any client/ patient/ treatment details exchanged will be treated confidentially under existing safeguards for such information.
- (iii) IVC will maintain its current [X]. In any event, IVC will continuously monitor the staffing requirements of Swayne [X].
- (iv) This derogation will not result in any pre-emptive action which might prejudice the outcome of a reference or impede the taking of any action which may be justified by the CMA's decision on a reference.

Sincerely,

Faye Fullalove  
Assistant Director, Mergers  
7 February 2023