

# **APPLICATION FOR CONSENT IN RESPECT OF FINAL UNDERTAKINGS PURSUANT TO SECTION 73 OF THE ENTERPRISE ACT 2002**

## **Acquisition by LKQ Corporation of Uni-Select Inc.**

**Consent to certain actions for the purposes of the Final  
Undertakings given to the Competition and Markets Authority  
(‘CMA’) on 15 September 2023.**

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

We refer to the application dated 19 September 2023 that the CMA grant consent in relation to the Final Undertakings given by LKQ Corporation (**LKQ**), dated 15 September 2023 (the **Undertakings**). Terms defined in the Undertakings have the same meaning in this letter.

Under the Undertakings, save for the written consent of the CMA, LKQ is required to minimise as far as possible any risk of loss of competitive potential of the Divestment Business.

After due consideration of the application for consent in accordance with paragraph 9 of the Undertakings and based on the information received from LKQ, LKQ may carry out the following actions in relation to the specific paragraph of the Undertakings listed below.

### **Paragraph 9.1(I) of the Undertakings**

LKQ submits that it is necessary, proportionate, and in line with the aims of the Undertakings to allow LKQ to upload certain accounting information relevant to the Divestment Business (**GSF Accounting Information**) onto COGNOS, LKQ’s financial consolidation software, in order to comply with its legal accounting obligations, including production of consolidated LKQ group-wide financial accounts.

To preserve the confidentiality of GSF Accounting Information, LKQ submits it will take the following necessary measures to limit access to the information uploaded onto COGNOS (the **Safeguards**):

- (a) LKQ intends to ring fence the GSF Accounting Information uploaded into the COGNOS software by establishing a specific security group within

COGNOS. Only members of this security group will have access to GSF Accounting Information within COGNOS.

- (b) Members of the security group on COGNOS will be limited to the LKQ Accounting Clean Team members (ie the individuals previously approved by the CMA or identified in **Annex I** below) on the basis of the scope of their responsibilities to ensure LKQ is able to prepare its consolidated group-wide financial report.
- (c) LKQ individuals who will have access to the GSF Accounting Information are not in client-facing roles, are not involved in commercial decision-making (particularly as regards ECP) and are the minimum number necessary to effectively carry out the preparation of the LKQ group-wide financial reports.

Accordingly, LKQ requests CMA consent to perform the following actions:

- (a) upload GSF Accounting information onto COGNOS, LKQ's financial consolidation software;
- (b) include additional LKQ authorized individuals in LKQ's Accounting Clean Team (as identified in **Annex I**); and
- (c) permit the access and use of the GSF Accounting Information as uploaded to COGNOS by LKQ Accounting Clean Team members for the purposes of preparation of LKQ's consolidated financial group-wide financial report.

On consideration of the specific facts and circumstances of this case the CMA consents to a derogation from paragraph 9(l) of the Undertakings permitting the above actions strictly on the basis that:

- (a) LKQ will implement the Safeguards;
- (b) the GSF Accounting Information will only be provided to the LKQ authorized individuals included in the LKQ Accounting Clean Team, and access will be limited to what is strictly necessary for the purposes of preparation of LKQ group-wide financial reporting;
- (c) the LKQ Accounting Clean Team members do not have, and will not, for the duration of the UILs, have any commercial or strategic responsibility for the LKQ (or ECP) Business;
- (d) the LKQ Accounting Clean Team members shall enter into confidentiality undertakings in a form approved by the CMA;

- (e) all GSF Accounting Information received by the LKQ Accounting Clean Team will be securely stored or ring-fenced in COGNOS and LKQ or Uni-Select employees outside the LKQ Accounting Clean Team will not have access to the GSF Accounting Information;
- (f) no additions or changes to the LKQ Accounting Clean Team shall be made without the prior written consent of the CMA (which can be provided via email); and
- (g) LKQ will keep a record in a relevant format of the GSF Accounting Information shared by the GSF Business which will be made available to the CMA at its request.

Richard Flanagan

**Director, Mergers**

22 September 2023

**ANNEX I**  
**THE LKQ ACCOUNTING CLEAN TEAM**

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