

**Response from third party C to the CMA's invitation to comment on remedies**

[X] welcomes the opportunity to provide its views on possible remedies, as laid out in the Competition and Markets Authority's (CMA) Invitation to Comment dated 6 March 2025 (**Invitation**), to address the substantial lessening of competition (SLC) that the CMA has provisionally identified in its Interim Report dated 19 February 2025. This response uses the same defined terms as set out in the Invitation.

[X] considers that GXO's Divestiture Remedy Proposal, described in Annex A to the Invitation, is preferable to GXO's 3PL Sponsorship Remedy Proposal, described in Annex B. Based on the information included in the Invitation, [X] view is that GXO's Divestiture Remedy Proposal is likely to be (i) the most effective proposal for addressing the SLC and the resulting adverse effects provisionally identified in the Interim Report; and (ii) the least costly remedy to implement for the following reasons:

1. Provided that the Divestment Business is comprehensive (i.e. it includes the necessary Wincanton Grocery contracts and associated tangible and intangible assets, employees and supplier contracts required to service the Divestment Customers), this proposal would remove the entire overlap between the Parties in the provisional SLC cohort. It thereby fully addresses the SLC and its resulting effects.
2. As the Divestment Purchaser would need to meet the CMA's suitability criteria, the GXO Divestiture Remedy Proposal is likely to create an independent and viable 3PL provider of dedicated warehousing services to Grocers capable of restoring competition to pre-merger levels.
3. The GXO Divestiture Remedy Proposal is a "clean" structural remedy which, when completed, would not require on-going monitoring.
4. This possible remedy is also proportionate, as it is limited to a specific part of Wincanton's business and is targeted at addressing the SLC provisionally identified in relation to Grocery customers only.