

DEROGATION LETTER IN RESPECT OF INITIAL ENFORCEMENT ORDER ISSUED PURSUANT TO SECTION 72(2) ENTERPRISE ACT 2002 COMPLETED ACQUISITION

Consent under section 72(3c) of the Enterprise Act 2002 (the Act) to certain actions for the purposes of the Initial Enforcement Order made by the Competition and Markets Authority (CMA) on 17 September 2026

Completed acquisition by ABP Food Group Unlimited of an indirect minority shareholding in Extra Detail Limited

We refer to your email and accompanying note dated 22 September 2026 requesting that the CMA consents to derogations to the Initial Enforcement Order dated 17 September 2026 (the '**Initial Order**'). The terms defined in the Initial Order have the same meaning in this letter unless otherwise specified.

Under the Initial Order, save for written consent by the CMA, ABP, ABP Poland Sp. Zo.o, Anglo Beef Processors, Omeath (the **Acquirer Group**) and Extra Detail are required to hold separate the Target business from the Acquirer Group business and refrain from taking any action that 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 derogations from the Initial Order, based on the information received from you and in the particular circumstances of this case, the Acquirer Group may carry out the following actions, in respect of the specific paragraphs:

Paragraphs 4(b), 5(b), 5(c), 5(d), 5(e), 5(h), 5(i), 5(k), and 8 of the Initial Order

ABP submits that, through its subsidiaries, it owns several businesses for which there are no horizontal overlaps or direct vertical relationships with the activities of the Target business (together, the **Unrelated Businesses**). ABP submits that the Unrelated Businesses comprise:

- (a) **Olleco**: Olleco is a company incorporated in England and Wales (registered number 5878742) which has its registered office at Northampton Road,

Blisworth, Northampton England, NN7 3 DR (“Olleco”). Olleco’s activities include: (i) the sale of cooking oil; (ii) the collection of used cooking oil and food waste from food service and food manufacturing businesses; and (iii) the conversion of used cooking oil and food waste into renewable energy sources. Olleco is active in the UK, Ireland¹ and, more recently, in Spain, the Netherlands, Belgium and France.²

- (b) **C&D Foods:** C&D Foods includes: (i) a company incorporated in Ireland (registered number 26191) which has its registered office at 14 Castle Street, Ardee, Co. Louth, Ireland; (ii) C&D Foods (Driffield) Unlimited, a company incorporated in England and Wales (registered number 2678260) which has its registered office at Kelleythorpe Industrial Estate, Driffield, East Yorkshire, YO25 9DJ; and (iii) C&D Foods (Larkshall) Unlimited, a company incorporated in England and Wales (registered number 3836597) which has its registered office at Larkshall, East Wretham, Thetford, IP24 1QY (together “C&D Foods”). C&D Foods is engaged in the manufacture of private label pet food and owns manufacturing facilities in Ireland and the UK. Its customers comprise food retailing groups and specialist petfood and pet supplies providers located in the UK and Europe.

The Acquirer Group has therefore requested a derogation to exclude the Unrelated Businesses from the scope of paragraphs 4(b), 5(b), 5(c), 5(d), 5(e), 5(h), 5(i), 5(k), and 8 of the Initial Order, such that these paragraphs of the Initial Order cease to apply to the Unrelated Businesses.

The CMA consents to the Acquirer Group’s request for a derogation strictly on the basis that:

- (1) There is no horizontal overlap or direct vertical relationship between the Unrelated Businesses and the activities of the Target business;
- (2) The viability and competitive capability of the beef supply business operated by the Acquirer Group business is not dependent on the Unrelated Businesses;
- (3) The Acquirer Group business staff do not interact with staff from the Unrelated Businesses from an operational perspective, nor do staff have dual responsibilities in respect of the Acquirer Group business and the Unrelated Businesses (save, in both cases, in respect of oversight by ABP senior management);

¹ Through Olleco’s 50 per cent. interest in Frylite Limited, a private limited company incorporated in Northern Ireland (registered number NI31632) whose registered office is at Orchard Road Industrial Estate, Orchard Road, Strabane, Co. Tyrone, BT82 9FR.

² Through Olleco’s joint venture with Bunge Global SA, a US headquartered agribusiness and food company.

- (4) The tangible and intangible assets (including intellectual property rights) relevant to the beef supply business operated by the Acquirer Group business are not also used by the Unrelated Businesses;
- (5) Customers and/or supplier contracts or relationships are not combined between the beef supply aspects of the Acquirer Group business and the Unrelated Businesses;
- (6) Each of the Unrelated Businesses has its own discrete back-office support functions (subject to oversight by ABP senior management), and there is therefore no risk that commercially-sensitive, confidential or proprietary information relating to the beef supply business operated by the Acquirer Group business can flow back to the Unrelated Businesses; and
- (7) The Acquirer Group business operates on separate IT systems (or siloed parts of systems) to those operated by the Unrelated Businesses.
- (8) There are, in practice, no other material links between the beef supply business operated by the Acquirer Group business and the Unrelated Businesses (and in particular the services provided by each business are not purchased together by their respective customers); and
- (9) 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

It is a criminal offence under section 117 of the Enterprise Act 2002 for a person to recklessly or knowingly supply to the CMA information which is false or misleading in any material respect. Breach of this provision can result in fines, imprisonment for a term not exceeding two years, or both (Section 117 of the Enterprise Act 2002). In addition, the CMA can impose penalties if a person has, without reasonable excuse, supplied to the CMA information which is false or misleading in any material respect (Section 110(1A)) as described in the Annex and the *Administrative penalties: Statement of Policy on the CMA's approach (CMA4)*.

Yours sincerely

Julie Flandrin
Assistant Director, Mergers
Competition and Markets Authority
28 September 2026

ANNEX

Penalties for the provision of false or misleading information

Imposition of civil penalties

- (1) Under section 110(1A) of the Act, the CMA may impose a penalty on a person in accordance with section 111 of the Act where the CMA considers that:
 - (a) The person has, without reasonable excuse, supplied information that is false or misleading in a material respect to the CMA in connection of any of the CMA's functions under Part 3 of the Act;
 - (b) The person has without reasonable excuse, supplied information that is false or misleading in a material respect to another person knowing that the information was to be used for the purpose of supplying information to the CMA in connection with any function of the CMA under Part 3 of the Act.
- (2) Under section 110(1C) of the Act, the CMA may not impose such a penalty in relation to an act or omission which constitutes an offence under section 117 of the Act if the person has, by reason of the act or omission, been found guilty of that offence.

Amount of penalty

- (3) Under section 111(1) of the Act, a penalty imposed under section 110(1A) of the Act shall be of such amount as the CMA considers appropriate.
- (4) A penalty imposed under section 110(1A) of the Act on a person who does not own or control an enterprise shall be a fixed amount that must not exceed £30,000.
- (5) Under section 111(4A) of the Act a penalty imposed under section 110(1A) of the Act on any other person shall be a fixed amount that must not exceed 1% of the total value of the turnover (both in and outside the United Kingdom) of the enterprises owned or controlled by the person.
- (6) In deciding whether and, if so, how to proceed under section 110(1A) of the Act, the CMA must have regard to the statement of policy which was most recently published under section 116 of the Act at the time when the act or omission occurred.