Completed acquisition by Co-operative Group Limited of The Southern Co-operative Limited

Decision on acceptance of undertakings in lieu of reference

ME/7150/26

The Competition and Markets Authority's decision to accept undertakings in lieu of reference under section 73(2) of the Enterprise Act 2002 given on 5 November 2026. Full text of the decision published on 10 November 2026.

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

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1. INTRODUCTION

1. On 26 July 2026, the business of The Southern Co-operative Limited (**Southern**) was transferred to Co-operative Group Limited (**CGL**) by way of statutory transfer of engagements (the **Merger**). CGL and Southern are together referred to as the **Parties** or, individually, a **Party**, and, for statements relating to the future, the **Merged Entity**.

2. On 15 September 2026, the Competition and Markets Authority (**CMA**) decided under section 22(1) of the Enterprise Act 2002 (the **Act**) that it is or may be the case that the Merger constitutes a relevant merger situation that has resulted or may be expected to result in a substantial lessening of competition (**SLC**) within a market or markets in the United Kingdom (the **SLC Decision**).

3. On 22 September 2026, CGL offered undertakings in lieu of reference to the CMA for the purposes of section 73(2) of the Act. The CMA gave notice to CGL on 29 September 2026, pursuant to section 73A(2)(b) of the Act, that it considered that there were reasonable grounds for believing that the undertakings offered, or a modified version of them, might be accepted by the CMA under section 73(2) of the Act and that it was considering CGL's offer (the **UILs Provisional Acceptance Decision**).

4. The text of the SLC Decision and the UILs Provisional Acceptance Decision are available on the CMA webpages.[1]

2. THE UNDERTAKINGS OFFERED

5. As set out in the SLC Decision, the CMA found that the Merger gives rise to a realistic prospect of an SLC as a result of horizontal unilateral effects in relation to:

   (a) The retail supply of groceries in convenience stores in local areas centring around nine CGL stores and 10 Southern stores (together the **Grocery SLC Areas**). The Grocery SLC Areas are listed in Annex 1 in Appendix A;[2] and

   (b) The supply of attended at-need and pre-paid funeral services in local areas centring around one CGL site and one Southern site (together the **Funeral SLC Areas**). The Funeral SLC Areas are listed in Annex 1 in Appendix A.[3]

[1] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.
[2] In its assessment, the CMA defined catchment areas as within either a five-minute drive-time or a one-mile radius centred on each of CGL and Southern's convenience stores. Where one Party's convenience store overlaps with a convenience store or a larger grocery store of the other Party, the CMA found competition concerns on the basis that post-Merger, there was a reduction in fascia from five to four or fewer.
[3] In its assessment, the CMA defined catchment areas as within a 15-minute drive-time centred on each of CGL and Southern's sites. Where the Parties' sites overlapped in an area, the CMA found competition concerns on the basis that post-Merger, in both areas, there was a reduction in fascia from four to three.

6. As set out in the UILs Provisional Acceptance Decision, CGL has offered the following undertakings in lieu of a reference (the **UILs**):[4]

   (a) To divest 13 Southern convenience stores and two CGL convenience stores listed in Annex 2 in Appendix A (the **Grocery Divestment Sites**, collectively the **Grocery Divestment Business**) to a suitable purchaser or purchasers, in each of the Grocery SLC Areas in order to either (i) remove the overlap between CGL and Southern in the area, or (ii) restore the number of fascia in the area to pre-Merger level (the **Proposed Grocery Divestiture**); and

   (b) To divest two Southern funeral homes listed in Annex 2 in Appendix A (the **Funeral Divestment Sites**, collectively the **Funeral Divestment Business**) to a suitable purchaser or purchasers, in each of the Funeral SLC Areas in order to (i) remove the overlap between CGL and Southern in the area, or (ii) restore the number of fascia in the area to pre-Merger level (the **Proposed Funeral Divestiture**).

7. The divestiture of each of the Grocery Divestment Sites and Funeral Divestment Sites will include the disposal of a leasehold or freehold property, the transfer of employees, the sale of certain assets and, where relevant, contracts related to the store.[5] Additional provisions related to such divestiture are set out in paragraph 7 of the consultation text in Appendix A of this decision.

8. In the event that CGL encounters difficulties disposing of any of the Grocery Divestment Sites or Funeral Divestment Sites, CGL has offered a fall-back mechanism as set out in paragraph 8 of the consultation text in Appendix A of this decision.[6]

9. The UILs offered by CGL are set out in the text of the consultation on the CMA webpages.[7]

3. CONSULTATION

10. On 12 October 2026, pursuant to paragraph 2(1) of Schedule 10 to the Act, the CMA published the UILs, inviting interested parties to give their views on the UILs. The relevant text from the consultation is set out at Appendix A of this decision.[8] For the reasons set out in the consultation, the CMA's preliminary view was that the UILs would resolve the SLC identified in the SLC Decision in a clear-cut

[4] Merger Remedies Form submitted by CGL to the CMA on 22 September 2026 (**Merger Remedies Form**), paragraph 2.1.
[5] Merger Remedies Form, paragraph 4.1 and Annex 2.
[6] Merger Remedies Form, paragraph 8.1.
[7] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.
[8] The full consultation text was published on Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.

manner, ie without giving rise to material doubts about the overall effectiveness of the UILs or concerns about their implementation.[9]

3.1 Proposed Grocery Divestiture

11. The CMA received a large number of responses to its consultation. Most of these submissions are related to two of the Grocery Divestment Sites, namely (i) the Southern Co-op store at Westbourne – The Square (the **Westbourne Store**) and (ii) the Southern Co-op store at Wittering – The Parade (the **Wittering Store**).[10]

12. In relation to the Westbourne Store, the CMA received submissions from a significant number of third parties, including the Westbourne Parish Council and local residents in the Westbourne area. The main concerns raised by these third parties broadly include the following:[11]

    (a) The Westbourne Store is the only centrally located convenience store in the area, which also offers an in-store post office and banking services. Its closure would remove an essential grocery shopping facility in the area, as well as the essential postal and banking services it provides to local residents. Some respondents are concerned about the risk that any incoming retailer may not continue operating the grocery store, or continue operating the store's post office and banking facilities.

    (b) There is limited public transport for local residents to access other convenience stores or post offices. The closure of the Westbourne Store would be particularly burdensome on elderly and disabled residents, as well as local residents who do not drive or have access to private transport. Additionally, it will be difficult for other residents to travel to alternative grocery stores, as the routes are on narrow roads with limited footways that are dangerous for pedestrians and cyclists.

    (c) The closure of the Westbourne Store would also bring a negative impact on the local community, local employees working at the store, neighbouring independent businesses and the long-term sustainability of the local area.

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[9] Merger remedies (**CMA87**), December 2025, Chapter 4, in particular paragraph 4.4.
[10] Responses to the CMA consultation from a number of third parties, October 2026. The CMA also received one response each in relation to the Southern stores at Old Sarum – Crosier Close and Welcome Denvilles.
[11] Response to the CMA consultation from a third party, October 2026; responses to the CMA consultation from a number of third parties, October 2026. Some respondents queried the reason as to why the Westbourne Store was put forward for divestiture, and whether the CMA had considered requiring CGL to divest another store in the area. For the avoidance of doubt, the CMA's role at this stage is limited to assessing whether any proposed remedy offered by CGL would effectively remedy its competition concerns identified in the SLC Decision. The proposal of undertakings in lieu of a reference to phase 2, including the selection of a particular store to divest in a local area, is a commercial decision taken by CGL.

13. In relation to the Wittering Store, the CMA also received a considerable number of submissions, mostly from local residents in the Wittering area, expressing broadly similar concerns as those highlighted in paragraph 12 above.[12]

14. The CMA has carefully considered all the submissions it received during its public consultation. In particular, the CMA recognises the importance of the services that some of the Grocery Divestment Sites (in particular the Westbourne Store and the Wittering Store) provide to their respective local communities, in particular their grocery offerings, in-store post offices and banking services. The CMA will take these factors into consideration when conducting its purchaser suitability assessment.

15. In relation to concerns around the potential closure of the Westbourne Store and the Wittering Store, the Proposed Grocery Divestiture requires CGL to divest the stores as a going concern to a suitable purchaser approved by the CMA, rather than requiring CGL to close the stores.[13] Although the sales process is run by CGL, the CMA will carefully assess any proposed purchaser put forward by CGL and will only approve a prospective purchaser if it is satisfied, among other things, that the purchaser has the necessary capability and experience in operating grocery convenience stores, as well as the incentive and intention to continue operating the store competitively in the grocery sector in the local area.[14] In this way, the CMA can ensure that the purchasers will be effective competitors and that the sale of the Grocery Divestment Business will not have a negative impact on competition in the relevant areas.

16. The CMA considers that it did not receive any consultation responses and has not otherwise become aware of any information that would cause it to change its preliminary view that the Proposed Grocery Divestiture would be acceptable. This is because the Proposed Grocery Divestiture would ensure that, post-Merger, there remains a sufficient number of competing grocery retailers in all Grocery SLC Areas.

3.2 Proposed Funeral Divestiture

17. The CMA received one submission from a funeral director in relation to one of the Funeral Divestment Sites, namely The Co-operative Funeralcare – Alton.[15] This submission was an expression of interest to purchase The Co-operative Funeralcare – Alton. As such, this submission was not responsive to the CMA's

[12] Responses to the CMA consultation from a number of third parties, October 2026.
[13] For the avoidance of doubt, the UILs do not require CGL to close down any of the Grocery Divestment Sites. Similarly, the CMA will not require or suggest that CGL close down either the Westbourne Store or the Wittering Store, even if no suitable purchaser is found.
[14] CMA87, paragraphs 6.28–6.36.
[15] Response to the CMA consultation from a third party, October 2026.

consultation, and therefore did not cause the CMA to change its preliminary view that the Proposed Funeral Divestiture would be acceptable.

3.3 Conclusion

18. The CMA therefore considers that the UILs offered by CGL are clear-cut, capable of ready implementation, and appropriate to remedy, mitigate or prevent the competition concerns identified in the SLC Decision.

4. ENFORCEMENT

19. Section 94 of the Act places a duty on any person to whom the Final Undertakings accepted by the CMA relate to comply with them. Any person who suffers loss or damage due to a breach of this duty may bring an action. Section 94 of the Act also provides that the CMA can seek to enforce the Final Undertakings accepted by the CMA by civil proceedings for an injunction or for any other appropriate relief or remedy. Under sections 94AA and 94AB of the Act, the CMA can impose financial penalties in respect of a failure to comply with the Final Undertakings accepted by the CMA without reasonable excuse as set out in Appendix B and the Administrative penalties: Statement of Policy on the CMA's approach (**CMA4**).

DECISION

20. For the reasons set out above, the CMA considers that the UILs provided by CGL are as comprehensive a solution as is reasonable and practicable and remedy, mitigate or prevent the SLC identified in the SLC Decision and any adverse effects resulting from it. The CMA has therefore decided to accept the UILs offered by CGL pursuant to section 73 of the Act. The Merger will therefore not be referred for a phase 2 investigation.

21. The UILs, which have been signed by CGL and will be published on the CMA webpages, will come into effect from the date of this decision.

Joel Bamford
Executive Director, Mergers
Competition and Markets Authority
5 November 2026

APPENDIX A

NOTICE UNDER PARAGRAPH 2(1) OF SCHEDULE 10 TO THE ENTERPRISE ACT 2002 (THE ACT) – CONSULTATION ON PROPOSED UNDERTAKINGS IN LIEU OF REFERENCE PURSUANT TO SECTION 73 OF THE ACT

ME/7150/26

1. INTRODUCTION

1. On 26 July 2026, the business of The Southern Co-operative Limited (**Southern**) was transferred to Co-operative Group Limited (**CGL**) by way of statutory transfer of engagements (the **Merger**). CGL and Southern are together referred to as the **Parties** or, individually, a **Party**, and, for statements relating to the future, the **Merged Entity**.

2. On 15 September 2026, the Competition and Markets Authority (**CMA**) decided under section 22(1) of the Enterprise Act 2002 (the **Act**) that it is or may be the case that the Merger constitutes a relevant merger situation[16] that has resulted or may be expected to result in a substantial lessening of competition (**SLC**) within a market or markets in the United Kingdom (the **SLC Decision**). The text of the SLC Decision is available on the CMA webpages.[17]

3. On 22 September 2026, CGL offered undertakings in lieu of reference to the CMA for the purposes of section 73(2) of the Act.

4. On 29 September 2026, the CMA gave notice to CGL, pursuant to section 73A(2)(b) of the Act, that it considers that there are reasonable grounds for believing that the undertakings offered, or a modified version of them, might be accepted by the CMA under section 73(2) of the Act and that it is considering CGL's offer (the **UIL Provisional Acceptance Decision**).[18]

2. THE UNDERTAKINGS OFFERED

5. The SLC Decision found that the Merger gives rise to a realistic prospect of an SLC as a result of horizontal unilateral effects in relation to:

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[16] Pursuant to section 25(4) of the Act, the four-month period under section 24 of the Act is extended while the CMA is seeking undertakings in lieu of reference.
[17] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.
[18] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.

(a) The retail supply of groceries in convenience stores in local areas centring around nine CGL stores and 10 Southern stores (together the **Grocery SLC Areas**). The Grocery SLC Areas are listed in Annex 1.[19]

(b) The supply of attended at-need and pre-paid funeral services in local areas centring around one CGL site and one Southern site (together the **Funeral SLC Areas**). The Funeral SLC Areas are listed in Annex 1.[20]

6. To address the competition concerns set out in the SLC Decision, CGL has offered the following undertakings in lieu of a reference (the **Proposed Undertakings**):[21]

(a) To divest 13 Southern convenience stores and two CGL convenience stores listed in Annex 2 (the **Grocery Divestment Sites**, collectively the **Grocery Divestment Business**), in each of the Grocery SLC Areas in order to either (i) remove the overlap between CGL and Southern in the area, or (ii) restore the number of fascia in the area to pre-Merger level (the **Proposed Grocery Divestiture**).

(b) To divest two Southern funeral homes listed in Annex 2 (the **Funeral Divestment Sites**, collectively the **Funeral Divestment Business**), in each of the Funeral SLC Areas in order to (i) remove the overlap between CGL and Southern in the area, or (ii) restore the number of fascia in the area to pre-Merger level (the **Proposed Funeral Divestiture**).

7. The divestiture of each of the Grocery Divestment Sites and Funeral Divestment Sites will include the disposal of a leasehold or freehold property, the transfer of employees, the sale of certain assets and, where relevant, contracts related to the store.[22] Additionally:

(a) Neither the Proposed Grocery Divestiture nor the Proposed Funeral Divestiture will include any supply contracts, customer contracts, leased assets, intellectual property rights or back-office support. [✂].[23]

(b) [✂].[24]

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[19] In its assessment, the CMA defined catchment areas as within either a five-minute drive-time or a one-mile radius centred on each of CGL and Southern's convenience stores. Where one Party's convenience store overlaps with a convenience store or a larger grocery store of the other Party, the CMA found competition concerns on the basis that post-Merger, there was a reduction in fascia from five to four or fewer.
[20] In its assessment, the CMA defined catchment areas as within a 15-minute drive-time centred on each of CGL and Southern's sites. Where the Parties' sites overlapped in an area, the CMA found competition concerns on the basis that post-Merger, in both areas, there was a reduction in fascia from four to three.
[21] Merger Remedies Form submitted by CGL to the CMA on 22 September 2026 (**Merger Remedies Form**), paragraph 2.1.
[22] Merger Remedies Form, paragraph 4.1 and Annex 2.
[23] Merger Remedies Form, paragraphs 5.2–5.3.
[24] Merger Remedies Form, paragraphs 6.1–6.3.

(c) [✂]. [✂].[25]

8. In the event that CGL encounters difficulties disposing of any of the Grocery Divestment Sites or Funeral Divestment Sites, CGL has offered a fall-back mechanism which includes the following:[26]

(a) To the extent that difficulties arise due to [✂].

(b) [✂].

(c) [✂].

(d) [✂],[27] [✂].[28]

(e) [✂].[29]

9. The text of the undertakings is available on the CMA webpages (the **Proposed Undertakings**).[30]

3. CMA ASSESSMENT

10. The CMA considers that undertakings in lieu of a reference are appropriate when they are clear-cut and capable of ready implementation. The CMA's starting point when assessing undertakings is to seek an outcome that restores competition to the level that would have prevailed absent the merger.[31] However, it is open to the merger parties to persuade the CMA that a proposed remedy that does not directly restore competition to pre-merger levels nevertheless comprehensively resolves the competition concerns.[32]

11. In previous cases, the CMA considered that divestment of a site or sites in each SLC area to ensure that no catchment area fails the CMA's decision rule does not necessarily restore the pre-merger situation, since it does not in every case amount to the divestment of the entire increment in the local area.[33] However, the CMA also noted that, in certain previous cases, the CMA has accepted

[25] Merger Remedies Form, paragraph 6.4.
[26] Merger Remedies Form, paragraph 8.1.
[27] Bradford on Avon (BA15 1EJ) and Barnham (PO22 0HB).
[28] Merger Remedies Form, paragraph 8.1(c).
[29] Merger Remedies Form, paragraph 3.2(f). [✂].
[30] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.
[31] Merger remedies (**CMA87**), December 2025, Chapter 3 (in particular paragraph 3.5).
[32] CMA87, paragraph 3.5 and footnote 13.
[33] Completed acquisition by Wm Morrison Supermarkets Ltd of certain assets of McColl's Retail Group Plc, Martin McColl Limited, Clark Retail Limited, Dillons Stores Limited, Smile Stores Limited, Charnwait Management Limited, and Martin Retail Group Limited [ME/7002/22] (**Morrisons/McColl's**), paragraph 10.

divestments falling short of the entire increment as sufficient to address local competition concerns.[34]

12. As a further mitigation against potential divestiture risks, in circumstances where there is doubt as to the marketability of the initially proposed divestiture remedy, the CMA may find it appropriate to require the merger parties to identify an alternative divestiture remedy if the initial remedy cannot be not sold to a suitable purchaser within a specified period.[35]

3.1 The Proposed Grocery Divestiture

13. The CMA currently considers that, subject to responses to the consultation required by Schedule 10 of the Act, the Proposed Grocery Divestiture will resolve the SLC identified in the Grocery SLC Areas in a clear-cut manner, and the CMA currently does not have material doubts about the overall effectiveness of the Proposed Grocery Divestiture. This is because it ensures that none of the sites remaining in any Grocery SLC Area will fail the decision rule, by either (i) removing the overlap between CGL and Southern in the area, or (ii) restoring the number of fascia in the area to pre-Merger level.[36]

14. The CMA also currently considers that the Proposed Grocery Divestiture would be capable of ready implementation. This is because CGL has provided evidence that the Grocery Divestment Sites are viable, standalone and commercially attractive businesses:

    (a) While the CMA is aware that the remaining duration of the leases for some of the Grocery Divestment Sites is relatively short, the CMA does not believe that this would impact the viability or commercial attractiveness of the relevant sites, particularly given the fall-back mechanism as set out in sub-paragraph 8 above and the Parties' submission that all of the sites concerned [✂].[37]

    (b) While some of the Grocery Divestment Sites are [✂],[38] the CMA is not aware of any site-specific reasons which would undermine the future profitability of these sites.

[34] Morrisons/McColl's, paragraph 11 of the decision that undertakings might be accepted. The CMA referred to a number of previous cases, including Completed acquisition by Bellis Acquisition Company 3 Limited of Asda Group Limited [ME/6911/20] (**Asda/Arthur**); Anticipated acquisition by Patagonia Bidco Limited of certain businesses owned by Grafton Group Plc [ME/6950/21] (**Huws Gray Ltd/Grafton Plc**); Completed acquisition by Clayton, Dubilier & Rice Holdings, LLC of Wm Morrison Supermarkets Limited [ME/6966/21] (**CD&R/Morrisons**).
[35] CMA87, paragraphs 6.77–6.79.
[36] Merger Remedies Form, paragraph 2.2 and Annex 3.
[37] Merger Remedies Form, paragraph 4.4(c).
[38] Merger Remedies Form, Annex 6.

(c) In the event that CGL is unable to attract interest in any of the Grocery Divestment Sites, the CMA believes that the fall-back mechanism set out in paragraph 8 above is sufficient to mitigate the potential divestiture risks.

15. CGL has also provided evidence that a considerable number of competitor grocery retailers have expressed an initial interest in one or more of the Grocery Divestment Sites.[39] For this reason, the CMA does not consider that it is necessary for the CMA to approve the identity of the purchaser(s) for the Grocery Divestment Sites prior to final acceptance of the undertakings.

3.2 The Proposed Funeral Divestiture

16. The CMA currently considers that, subject to responses to the consultation required by Schedule 10 of the Act, the Proposed Funeral Divestiture will remedy the SLC identified in the Funeral SLC Areas in a sufficiently clear-cut and effective manner:

(a) In relation to the phase 1 SLC that the CMA found in the local area centring around Southern's Alton site, CGL proposed to divest the centroid site. The CMA believes that this is sufficiently clear-cut and effective given it removes the overlap between CGL and Southern in the area.

(b) In relation to the phase 1 SLC that the CMA found in the local area centring around CGL's Earley site, CGL offered to divest either of the two Southern overlapping sites, namely JB Hall Funeral Directors (**JB Hall**) and [✂] (the [✂] **Site**). The CMA considers that the divestiture of JB Hall, which is the larger of Southern's two overlapping sites, would resolve the SLC in this area in a sufficiently clear-cut and effective manner, given it restores the number of fascia in the area to pre-Merger level, and there is no material concern that it would not enable the purchaser to compete against other sites in the area.[40]

17. The CMA also currently considers that the Proposed Funeral Divestiture is capable of ready implementation. Based on information received by the CMA during its phase 1 investigation, the CMA considers that the Funeral Divestment Sites are viable, standalone and commercially attractive businesses. In any event, the CMA believes that the potential divestiture risk associated with the Proposed Funeral Divestiture can be sufficiently mitigated by the fall-back mechanism set out in paragraph 8 above.

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[39] Merger Remedies Form, paragraph 7.4.
[40] CGL initially only offered divesting the [✂] Site. However, the CMA notes that the [✂] Site has a [✂] and [✂] than CGL's Earley site and JB Hall, which raises material doubts about the effectiveness of its divestiture as a remedy. CGL has not provided robust evidence to satisfy the CMA that the divestment of the [✂] Site, which does not remove the entire increment caused by the Merger, will be effective and will enable a purchaser to compete effectively. See CMA87, paragraph 6.16.

18. CGL has also provided evidence that the Funeral Divestment Sites have attracted some initial interest from a number of potential purchasers.[41] For this reason, the CMA does not consider that it is necessary for the CMA to approve the identity of the purchaser(s) for the Funeral Divestment Sites prior to final acceptance of the undertakings.

4. PROPOSED DECISION AND NEXT STEPS

19. For the reasons set out above, the CMA currently considers that the Proposed Undertakings are, in the circumstances of this case, appropriate to remedy, mitigate or prevent the competition concerns identified in the SLC Decision and form as comprehensive a solution to these concerns as is reasonable and practicable.

20. The CMA therefore gives notice that it proposes to accept the Proposed Undertakings in lieu of a reference of the Merger for a phase 2 investigation. The text of the proposed undertaking is available on the CMA webpages.[42]

21. Before reaching a decision as to whether to accept the Proposed Undertakings, the CMA invites interested parties to make their views known to it. The CMA will have regard to any representations made in response to this consultation and may make modifications to the Proposed Undertakings as a result. If the CMA considers that any representation necessitates any material change to the Proposed Undertakings, the CMA will give notice of the proposed modifications and publish a further consultation.[43]

22. Representations should be made in writing to the CMA by email and be addressed to:

Jeremy Chan
Principal Case Officer, Mergers
Competition and Markets Authority
The Cabot
25 Cabot Square
London
E14 4QZ

Email: jeremy.chan@cma.gov.uk (cc' coopgroup.southerncoop@cma.gov.uk)
Telephone: 020 3738 6784

Deadline for comments: 27 October 2026

[41] Merger Remedies Form, paragraphs 7.9–7.11.
[42] See Co-operative Group / Southern Co-operative merger inquiry - GOV.UK.
[43] Under paragraph 2(4) of Schedule 10 to the Act.

ANNEX 1

Grocery SLC Areas

Store brand	Store address	Store postcode
The Co-operative Group	Bracklesham Lane, Bracklesham Bay, Chichester	PO20 8JA
The Co-operative Group	The Parade, Pagham, Bognor Regis	PO21 4TW
The Co-operative Group	1 Bridge Yard, Bradford-On-Avon	BA15 1EJ
The Co-operative Group	14–20 The Broadway, Newhaw, Addlestone	KT15 3HA
The Co-operative Group	255 High Street, Guildford	GU1 3BS
The Co-operative Group	36–37 Easton Square, Portland	DT5 1BY
The Co-operative Group	Botley Road, North Baddesley, Southampton	SO52 9DW
The Co-operative Group	1 Buckingham Drive, Harrietsham, Maidstone	ME17 1GF
The Co-operative Group	58–60 Oxford Street, Whitstable	CT5 1DG
Southern Co-op	1–5 Seymour Lane, Southampton, North Baddesley	SO52 9FN
Southern Co-op	8 Faversham Road, Lenham	ME17 2PN
Southern Co-op	63 Long Lane, Southampton, Holbury	SO45 2LG
Southern Co-op	223 Winsley Road, Bradford-on-Avon	BA15 1QT
Southern Co-op	Main Road, Arundel	BN18 0EY
Southern Co-op	The Square, Emsworth, Westbourne	PO10 8UE
Southern Co-op	11B Weston Road, Portland	DT5 2BY
Southern Co-op	1 Crosier Close, Old Sarum	SP4 6GX
Southern Co-op	40 Snowberry Crescent, Havant	PO9 2FE
Southern Co-op	1 Cuckoo Lane, Fareham	PO14 3LJ

Funeral SLC Areas

Store brand	Store address	Store postcode
Southern Co-op	71 High Street, Alton	GU34 1AB
The Co-operative Group	572 Wokingham Road, Earley, Reading, Berkshire	RG6 7JD

ANNEX 2

The Grocery Divestment Sites

Brand	Store name	Postcode
Southern Co-op	Wittering – The Parade	PO20 8BL
Southern Co-op	Bognor Regis – Rose Grn Rd	PO21 3EQ
Southern Co-op	Addlestone – New Haw Road	KT15 2DS
Southern Co-op	Guildford – Woodbridge Rd	GU1 4RN
Southern Co-op	Portland – Weston Road	DT5 2BY
Southern Co-op	Whitstable – Cromwell Road	CT5 2AA
Southern Co-op	North Baddesley – Seymr Pd	SO52 9FN
Southern Co-op	Lenham – Faversham Road	ME17 2PN
Southern Co-op	Holbury Long Lane	SO45 2LG
Southern Co-op	Westbourne – The Square	PO10 8UE
Southern Co-op	Old Sarum – Crosier Close	SP4 6GX
Southern Co-op	Welcome Denvilles	PO9 2FE
Southern Co-op	Welcome Stubbington – Southern Co-op	PO14 3LJ
The Co-operative Group	Bradford On Avon – Bridge Yard	BA15 1EJ
The Co-operative Group	Barnham – Barnham Road	PO22 0HB

Funeral Divestment Sites

Brand	Store name	Postcode
Southern Co-op	The Co-operative Funeralcare – Alton	GU34 1AB
Southern Co-op	JB Hall Funeral Directors	RG41 2NU

APPENDIX B

ENFORCEMENT OF UNDERTAKINGS GIVEN UNDER SECTION 73 – IMPOSITION OF CIVIL PENALTIES

Imposition of civil penalties

1. Under section 94AA(1), the CMA may impose a penalty on a person—

   (a) from whom the CMA has accepted an enforcement undertaking, or

   (b) to whom an enforcement order is addressed,

   where the CMA considers that the person has, without reasonable excuse, failed to comply with the undertaking or order.

2. In deciding whether and, if so, how to proceed under section 94AA(1) the CMA must have regard to the statement of policy which was most recently published under section 94B at the time of the failure to comply.

Amount of penalty

3. A penalty under section 94AA(1) is to be such amount as the CMA considers appropriate.

4. The amount must be—

   (a) a fixed amount,

   (b) an amount calculated by reference to a daily rate, or

   (c) a combination of a fixed amount and an amount calculated by reference to a daily rate.

5. A penalty imposed under section 94AA(1) on a person who does not own or control an enterprise must not—

   (a) in the case of a fixed amount, exceed £30,000;

   (b) in the case of an amount calculated by reference to a daily rate, exceed £15,000 per day;

   (c) in the case of a fixed amount and an amount calculated by reference to a daily rate, exceed such fixed amount and such amount per day.

6. A penalty imposed under section 94AA(1) on any other person must not—

(a) in the case of a fixed amount, exceed 5% of the total value of the turnover (both in and outside the United Kingdom) of the enterprises owned or controlled by the person on whom it is imposed;

(b) in the case of an amount calculated by reference to a daily rate, for each day exceed 5% of the total value of the daily turnover (both in and outside the United Kingdom) of the enterprises owned or controlled by the person on whom it is imposed;

(c) in the case of a fixed amount and an amount calculated by reference to a daily rate, exceed such fixed amount and such amount per day.

7. In imposing a penalty by reference to a daily rate—

(a) no account is to be taken of any days before the service on the person concerned of the provisional penalty notice under section 112(A1), and

(b) unless the CMA determines an earlier date (whether before or after the penalty is imposed), the amount payable ceases to accumulate at the beginning of the day on which the person complies with the enforcement undertaking or enforcement order.