

26 November 2015

**Consent to certain actions for the purposes of the Initial
Enforcement Order made by the Competition and Markets Authority
(‘CMA’) on 10 September 2015**

**ME/6563/15: Acquisition by MRH (GB) Limited of 78 petrol stations
from Esso Petroleum Company Limited**

We refer to your letter dated 16 November 2015, requesting that the CMA consents to derogations to the Initial Enforcement Order of 10 September 2015 (the ‘Initial Order’). The terms defined in the Initial Order have the same meaning in this letter.

Under the Initial Order, save for written consent by the CMA, MRH (GB) Limited (**MRH**), through its subsidiaries Malthurst South East Limited (**MSE**) and Malthurst Anglia Limited (**MA**), are required to hold separate the business of the target 78 petrol stations from the MRH business and refrain from taking any action which might prejudice a reference under section 22 or 33 of the Act or impede the taking of any remedial action following such a reference. This consent applies to the sites acquired from Esso Petroleum Company Limited (**Esso**) subsequent to the date of the Initial Order (**the target business**).¹ 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 CMA consents to the following actions, in respect of the following paragraphs of the Initial Order:

1. Paragraphs 4(a), 5(c), 5(i), 5(j) and 5(l) of the Initial Order

During the Specified Period, MRH requests permission to amend the personnel within the existing hold separate structure, so that a number of employees currently in the hold separate structure can be integrated back into the main MRH business.

MRH has proposed that:

¹Those sites acquired from Esso prior to the date of the Initial Order had already integrated prior to the Initial Order being put in place. The derogations requested do not cover these sites.

- [X] will continue in [X] role as Regional Manager for the held separate sites, but will take on the additional duties of shop merchandising and liaising with maintenance contractors.
- [X] will continue to carry out profit and loss reporting and producing site level management accounts for the held separate sites. In addition to [X] accounting duties [X] will carry out project work for the MRH Finance Department. [X], which will not require [X] to have access to the trading accounts of any MRH site.
- These two individuals are able to manage the hold separate structure without the need for a larger held separate team to remain in place.

The CMA grants this derogation to the Initial Order subject to the following safeguards which will apply during the Specified Period:

- Both [X] and [X] will continue to be bound by the confidentiality agreements previously signed by them.