

Joel Bamford  
Project Director  
Competition & Markets Authority  
Victoria House  
37 Southampton Row  
London  
WC1B 4AD

Kevin Bakhurst  
Group Director, Content & Media  
Policy  
Direct line: [✂]  
Email: [✂]

28 September 2017

Dear Joel,

**Re: request for information and assistance relating to the proposed acquisition of Sky plc by 21<sup>st</sup> Century Fox, Inc. (Fox)**

Thank you for your letter of 27 September 2017 requesting information and assistance in relation to the exercise of the CMA's functions in reviewing the proposed acquisition of Sky by Fox. We are providing to you the relevant information we hold through the MFT file transfer system.

The files we are providing to you through MFT are divided into six sub-folders:

1. Main party submissions – all submissions made to us by the parties, including relevant Ofcom's meeting notes. Where relevant we have provided our own correspondence in order to provide context to responses made. This folder contains the issues letter and the Fox response to our issues letter, including proposed UILs and our correspondence on these.
2. Substantive stakeholder responses – submissions made to Ofcom for the purposes of our work on the European Intervention Notice. We have included submissions made to the Secretary of State, and passed to us by DCMS, in advance of the European intervention notice. Please note that Ofcom also holds submissions made to the Secretary of State in the period after our report had been submitted, which were copied to us or were or passed on to us by her officials. We have not included these in order to avoid duplication with information you will no doubt receive from the Secretary of State, but please let us know if you would like us to provide them. [✂]
3. Information requests – responses by the merging parties and relevant third parties to information requests (and those information requests).

Ofcom  
Riverside House  
2a Southwark Bridge Road  
London SE1 9HA

Switchboard: +44 (0)20 7981 3000  
or +44 (0)300 123 3000

[www.ofcom.org.uk](http://www.ofcom.org.uk)

4. Post report information requests – [REDACTED].
5. Submissions relating to Ofcom’s fit and proper duty – please note there is some duplication of responses in the fit and proper responses folder due to how they were originally filed for our own internal purposes.
6. Third party sources – the Cardiff University report referred to in our report to the Secretary of State.

We are also sending through MFT a separate batch of .pst files containing all of the non-substantive responses made to our invitation to comment.

In addition, Ofcom’s previously published advice on measuring media plurality may be helpful to you. In 2012, we published [two sets of advice](#) in response to questions from DCMS. This advice was followed by our [framework](#) in 2015.

In providing this information I would like to draw your attention to the following points:

1. As you will appreciate, the issues letter was drafted to set out the strongest possible case against the transaction in order to facilitate further substantive discussion with the merging parties. It cannot therefore be taken as representing an Ofcom policy position.
2. Many of the submissions provided to us the merging parties and third party stakeholders are marked as confidential. In particular, the responses to our invitation to comment from [REDACTED] and [REDACTED] were marked as confidential; [REDACTED] indicated to us that they considered one paragraph of their response to be confidential<sup>1</sup>. In general, we do not have consent to publish any of the submissions save as they are summarised in our report to the Secretary of State.
3. [REDACTED]
4. [REDACTED]
5. In line with your request we are providing substantive submissions made to us on our fit and proper duties to the extent that they contain information which overlaps with the issues we considered during our work on the broadcast standards public interest consideration. The information we have provided informed our fit and proper decision [published](#) on 27 June 2017, republished with clarifications on 11 September 2017. As you will be aware our responsibilities around fit and proper are ongoing. We published certain information in our fit and proper decision in order to facilitate the carrying out by us of our functions. We do not have consent to disclose any of the submissions.

We intend to write to you shortly in accordance with your letter of 25 September 2017 (“*Agreed basis for the provision of information and assistance by Ofcom to the CMA in relation to the proposed Fox/Sky merger*”), setting out Ofcom internal papers we have identified that may be helpful, and which we propose to share with you under our duties set out in s.105(4A) of the Enterprise Act 2002.

---

<sup>1</sup> [REDACTED]

I can also confirm we are available to make the presentation to the Inquiry Group on the UK's broadcast licensing and enforcement regime, in the manner you have suggested. Our teams are in discussion to find a suitable date.

Yours sincerely,

[✂]

Kevin Bakhurst