

REFERENCE RELATING TO THE ANTICIPATED ACQUISITION BY 21ST CENTURY FOX, INC OF SKY PLC

Notice of provisional findings made under Rule 11.3 of the Competition and Markets Authority (CMA) Rules of Procedure¹

1. On 20 September 2017, the then Secretary of State for Digital, Culture, Media and Sport (the Secretary of State), in exercise of her powers under article 5(3) of the Enterprise Act 2002 (Protection of Legitimate Interests) Order 2003 (the Order), made a reference to the Chair of the CMA for the constitution of a Group of CMA Panel Members (the Inquiry Group),² regarding the anticipated acquisition by 21st Century Fox, Inc of the shares of Sky Plc that it does not already own (the Reference). The Reference required the Inquiry Group to report on the questions referred to in articles 6(2), (3) and (4) of the Order within the period set down in article 9 of the Order.

Provisional findings

2. The Inquiry Group appointed to consider this Reference has made the following provisional findings on two of the statutory questions it has to decide pursuant to article 6 of the Order:
 - (a) arrangements are in progress or in contemplation which, if carried into effect, will result in the creation of a European relevant merger situation;
 - (b) the creation of that situation:
 - i. may be expected to operate against the public interest taking account of the need for there to be a sufficient plurality of persons with control of the media enterprises serving audiences in the UK; and
 - ii. may not be expected to operate against the public interest taking account of the need for persons carrying on media enterprises, and for those with control of such enterprises, to have a genuine commitment

¹ See [Rules of procedure for merger, market and special reference groups: CMA17](#).

² Under Schedule 4 to the Enterprise and Regulatory Reform Act 2013.

to the attainment in relation to broadcasting of the standards objectives set out in Section 319 of the Communications Act 2003.

3. The Inquiry Group's reasons are set out in full in the provisional findings report, and are summarised in the summary of the provisional findings report attached to this notice (see note below).

The next steps

4. Anyone wishing to comment on the provisional findings is now invited to provide the Inquiry Group with their reasons in writing as to why these provisional findings should not become final (or, as the case may be, should be varied).
5. These reasons should be received by the Inquiry Group no later than 13 February 2018.
6. The Inquiry Group will have regard to any such reasons provided in making its final decisions on the statutory questions.
7. A notice of possible remedies has also been published on the CMA website. This sets out the actions which the Inquiry Group considers it might decide should be taken by the Secretary of State for the purpose of addressing the effects adverse to the public interest arising from the media plurality consideration identified in the provisional findings report.

Anne Lambert
Inquiry Group Chair
23 January 2018

Note: A copy of this notice and the summary of the provisional findings report will be placed on the CMA website on 23 January 2018. The CMA proposes to publish the provisional findings report on its website later that same day. The published version of the provisional findings report will not contain any information which the Inquiry Group considers should be excluded from the report, having regard to the three considerations set out in section 244 of the Act. These omissions are indicated by [✂].

Comments should be made by email to FoxSky.Submissions@cma.gsi.gov.uk or in writing to:

Project Manager
Fox/Sky merger inquiry
Competition and Markets Authority
Victoria House
Southampton Row
London WC1B 4AD