



Department for
Digital, Culture
Media & Sport

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Date: 11 April 2018

By Email

Simon Fox
Chief Executive
Trinity Mirror plc
One Canada Square
Canary Wharf
London E14 5AP
[REDACTED]

Dear Mr Fox

ACQUISITION BY TRINITY MIRROR PLC (“Trinity Mirror”) OF PUBLISHING ASSETS OF NORTHERN AND SHELL MEDIA GROUP LIMITED (“Northern and Shell”) (“the merger”)

We refer to our letter of 23 February concerning the above merger. As indicated in that letter, the Secretary of State for Digital, Culture, Media and Sport is considering whether to issue an intervention notice in relation to the merger under section 42 of the Enterprise Act 2002 (“the Act”).

There are currently three public interest considerations specified in section 58 of the Act relating to newspapers, as follows:

- the need for accurate presentation of news in newspapers;
- the need for free expression of opinion in newspapers; and
- the need for, to the extent that it is reasonable and practicable, a sufficient plurality of views in newspapers in each market for newspapers in the United Kingdom or a part of the United Kingdom.

To assist the Secretary of State in considering this matter, we would welcome from you further information concerning:

- the policies, processes and structures Trinity Mirror has in place concerning the maintenance of a plurality of viewpoints within all the national titles now owned by Trinity Mirror as a result of the merger; and

- the policies, processes and structures Trinity Mirror has in place concerning the appointment of editors and the independence of editors, including details of any formal processes and constitutional structures Trinity Mirror has in place for protecting editorial independence, and how these would be applied in relation to the Northern and Shell titles being acquired.

We are aware of reports that, on the eve of completion of the merger on 28 February, the editors of the Express and Star titles (Hugh Wittow and Dawn Neesom, respectively) resigned and were replaced by Gary Jones and Jon Clark, respectively. Mr Jones is a former editor of the Sunday Mirror and Sunday People, and Mr Clark a former associate editor at the Daily Mirror. It would be helpful if you would provide further information concerning these specific editorial appointments, and in particular details as to how any such policies, processes or structures would apply in relation to them.

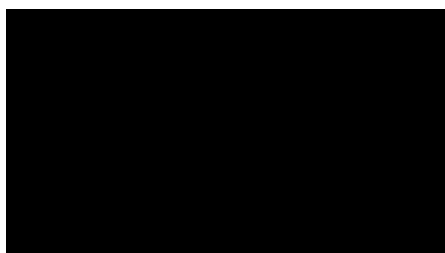
We understand that Trinity Mirror notified the merger to the Competition and Markets Authority yesterday, 10 April. As set out in the guidance¹, a final decision on intervention is usually taken within 10 working days of such notification to the CMA, albeit this is a target period and exact timing is of course dependent on the circumstances of the case.

As set out in our previous letter, in accordance with the guidance, if upon initial consideration of the matter the Secretary of State is minded to intervene, we will give you the opportunity (typically 3-4 working days) to make written representations before a final decision on intervention is taken. We will also inform you if the Secretary of State decides not to intervene.

Any representations you are able to make to assist in the Secretary of State's initial consideration of these matters would be appreciated. It would also be helpful if you are able to provide a response by close Friday, 13 April.

I am copying this letter to Aniko Adam at Hogan Lovells International LLP and Martin Ellice at Northern and Shell Media Group Limited.

Yours sincerely



Head of Media Markets, Infrastructure and Technology
Department for Digital, Culture, Media and Sport

¹ Department for Trade and Industry, Enterprise Act 2002: Guidance on the operation of the public interest merger provisions relating to newspaper and other media mergers, May 2004, paragraph 4.14. Available at: <http://webarchive.nationalarchives.gov.uk/20100512144753/http://www.bis.gov.uk/files/file14331.pdf>