

Draft Regulations laid before [Parliament] under section 124(6A) and (11) of the Enterprise Act 2002 (c. 40), for approval by resolution of each House of Parliament.

DRAFT STATUTORY INSTRUMENTS

No.

COMPETITION

The Enterprise Act 2002 (Mergers Involving Newspaper Enterprises and Foreign Powers) (No. 2) Regulations 2025

Made - - - -

Coming into force

The Secretary of State makes these Regulations in exercise of the powers conferred by section 124(2) and (3) of, and paragraph 15 of Schedule 6B to, the Enterprise Act 2002.

In accordance with section 124(6A) and (11) of the Enterprise Act 2002, a draft of these Regulations was laid before Parliament and approved by a resolution of each House of Parliament.

Citation, commencement and extent

1.—(1) These Regulations may be cited as the Enterprise Act 2002 (Mergers Involving Newspaper Enterprises and Foreign Powers) (No. 2) Regulations 2025.

(2) These Regulations come into force on [...].

(3) The amendments made by regulation 2 have effect in accordance with regulation 3.

(4) These Regulations extend to England and Wales, Scotland and Northern Ireland.

State owned investors

2.—(1) In Part 1A of Schedule 6B to the Enterprise Act 2002 (control or influence of a person by a foreign power), paragraph 2B is amended as follows.

(2) For sub-paragraph (1) substitute—

“(1) A foreign power is not able to control or influence the policy of a newspaper owner by virtue of the shares condition or the voting rights condition where—

- (a) all of the shares or voting rights that the foreign power holds in the newspaper owner are held by the foreign power, indirectly, via a state owned investor acting on behalf of the foreign power,
- (b) the state owned investor holds, directly or indirectly, no more than 15% of the shares or voting rights in the newspaper owner, and
- (c) sub-paragraph (1A), (1B) or (1C) applies.

(1A) This sub-paragraph applies where the state owned investor holds, directly, no more than 5% of the shares or voting rights in the newspaper owner.

(1B) This sub-paragraph applies where the state owned investor holds, indirectly, no more than 15% of the shares or voting rights in the newspaper owner.

(1C) This sub-paragraph applies where—

- (a) the state owned investor holds, directly, more than 5% but no more than 15% of the shares or voting rights in the newspaper owner, and
- (b) gives the Secretary of State a qualifying notification before the end of the period of 14 days beginning with the acquisition date.

(1D) A qualifying notification is a notification that the state owned investor has acquired, or proposes to acquire shares or voting rights in the newspaper owner, with the result that the state owned investor holds, or will hold, directly, more than 5% of the shares or voting rights in the newspaper owner.

(1E) The acquisition date is the date on which the state owned investor acquires shares or voting rights in the newspaper owner, with the result that the state owned investor holds, directly, more than 5% of the shares or voting rights in the newspaper owner.”.

(3) At the beginning of sub-paragraph (2) insert “Subject to sub-paragraph (4),”.

(4) After sub-paragraph (2) insert—

“(3) Subject to sub-paragraph (4), where state owned investors acting on behalf of foreign powers of different countries or territories hold shares or voting rights in a newspaper owner, directly or indirectly, their holdings of shares or voting rights are to be treated as if they were a single holding of shares or voting rights, unless they are holdings which—

- (a) do not exceed 5% of the total shares or voting rights in the newspaper owner, and
- (b) are in a quoted company within the meaning given by section 385(2) of the Companies Act 2006.”.

(5) After sub-paragraph (3) (inserted by paragraph (4)) insert—

“(4) No state owned investor may benefit from the exception in sub-paragraph (1C) by virtue of a qualifying notification having been given by a different state owned investor.”.

Partial retrospective effect

3.—(1) The amendments made by regulation 2(2), (3) and (5) apply in relation to acquisitions of shares or voting rights which are made on or after [the coming into force date].

(2) The amendment made by regulation 2(4) is to be treated as having come into force on 13 March 2024.