

# SLAUGHTER AND MAY

One Bunhill Row  
London EC1Y 8YY  
T +44 (0)20 7600 1200  
F +44 (0)20 7090 5000

Confidential

27 January 2011

Sheldon Mills  
Office of Fair Trading  
Fleetbank House  
2-6 Salisbury Square  
London EC4Y 8JX

Your reference

Our reference  
BJFL  
Direct line  
020 7090 4173

Dear Sheldon

## News Corp/BSkyB Merger

I refer to the Secretary of State's statement of 25<sup>th</sup> January.

I write on behalf of BT, Guardian Media Group, Associated Newspapers Limited, Trinity Mirror Plc, Northcliffe Media and Telegraph Media Group (together the "Concerned Parties").

In his statement, the Secretary of State concludes (consistent with Ofcom's advice) that the merger would give rise to plurality issues which warrant investigation by the Competition Commission.

The Secretary of State then sets in motion a process under which OFT and Ofcom are asked to explore possible "undertakings in lieu" with News Corp and to report to the Secretary of State on whether such undertakings would be effective to address "the potential impact of media plurality".

The Secretary of State only proposes to go out to public consultation however, after he has provisionally decided (in the light of the advice from OFT and Ofcom) to accept such undertakings.

In order to ensure that the overall process is both fair and thorough, it will therefore be critical for Ofcom/OFT and the Secretary of State to consult with key industry players (including the Concerned Parties) ahead of the provisional decision.

The Concerned Parties stand ready to take part in this earlier consultation and to provide such assistance as would be helpful.

In advance of which, it would be very helpful to understand better how each of Ofcom and OFT see their respective roles and the timing for next steps.

CFI Saul  
SM Edge  
NPG Boardman  
GW James  
EA Codrington  
RMG Goulding  
CLS Selligman  
PJ Bennett  
RM Fox  
RJ Thornhill  
CJ Ains  
CP White  
NJ Archer  
AG Balfour  
CM Horton  
EA Barrett

PP Chappatte  
RJM Cripps  
P Jolliffe  
CD Randall  
WSM Robinson  
RV Carson  
SL Edwards  
JM Featherby  
F Murphy  
PM Olvey  
PH Stacey  
CWY Underhill  
QA Wareham  
RJ Clark  
SJ Cooke  
DL Finkler

CW Harvey-Kelly  
JD Rice  
MA Whelton  
MD Bennett  
RD de Carle  
SP Hall  
WJ Sibree  
RC Stern  
JR Triggs  
ECL Whyde  
A Beare  
JD Boyce  
MEM Hattrell  
KI Hodgson  
N von Bismarck  
PWH Brien

JM Fenn  
AN Hyman  
AC Johnson  
EF Kezble  
KR Davis  
SR Galbraith  
NDF Gray  
MS Hutchinson  
SRB Powell  
AG Ryde  
JAD Marks  
SD Wama-kula-sunya  
DA Wittmann  
TS Bostell  
SJ Luder  
AJ McClean

JC Twentymen  
GN Laborn  
HK Griffiths  
STM Lee  
AC Cluwer  
EJD Holden  
KM Hughes  
G Hensen  
DR Johnson  
RE Levitt  
S Middlemiss  
RA Swallow  
DCR Waterfield  
DJ Bicknell  
CS Cameron  
CA Connolly

PJ Cronin  
BJ-PF Louveaux  
MS Rowe  
MST Leung  
R Doughty  
E Michael  
RR Ogle  
SL Paterson  
PC Smell  
HL Davies  
JC Putnis  
RA Sumray  
CP Brown  
JC Cotton  
RJ Turnill  
WNC Watson

MJ Dwyer  
CNR Jeffs  
SR Nicholls  
MJ Tobin  
DG Watkins  
BKP Yu  
EC Brown  
RA Chaplin  
J Edwards  
AD Joby  
S Maoogil  
JS Newin  
JA Papanichola  
JM Zaman  
RA Byk  
GA Miles

GE O'Keefe  
T Pharaoh  
MD Zerdin  
SFL Cardeli  
RL Cousin  
Bj Kingsley  
IAM Taylor  
DA Ives  
MC Lane  
LMC Ching  
RJ Smith

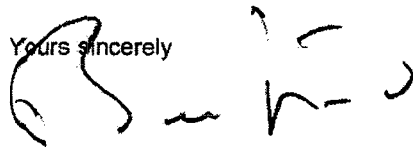
Regulated by the Solicitors  
Regulation Authority  
Firm SRA number 55388

Document number  
EC 508738306

SLAUGHTER AND MAY

I have sent a similar letter to Ofcom and the Secretary of State.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Bertrand Louveaux', written in a cursive style.

Bertrand Louveaux