

**ACQUISITION BY ARCHANT LIMITED OF THE LONDON REGIONALS DIVISION  
OF INDEPENDENT NEWS AND MEDIA PLC**

**Terms of reference**

1. Whereas in exercise of its duty under section 22(1) of the Enterprise Act 2002 (“the Act”) to make a reference to the Competition Commission (“the Commission”) in relation to a completed merger the Office of Fair Trading (“the OFT”) believes that it is or may be the case that-
  - (a) a relevant merger situation has been created in that:
    - (i) enterprises carried on by or under the control of Archant Limited have ceased to be distinct from enterprises carried on by or under the control of Independent News and Media PLC; and
    - (ii) as a result, the condition specified in section 23(3) of the Act will prevail to a greater extent, with respect to the supply of free and paid for local newspapers in a substantial part of the United Kingdom; and
  - (b) the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within any market or markets in the United Kingdom for goods or services, namely the market for the supply of free and paid for local newspapers.
2. Now, therefore, the OFT, in exercise of its duty under section 22 of the Act, hereby refers to the Commission, for investigation and report within a period ending on 13 October 2004, the following questions in accordance with section 35 of the Act-
  - (a) whether a relevant merger situation has been created; and
  - (b) if so, whether the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within any market or markets in the United Kingdom.
3. In relation to the question whether a relevant merger situation will be created, the Commission shall exclude from consideration one of subsections (1) and (2) of section 23 of the Act if they find that the other is satisfied.

**Vincent Smith  
Director, Competition Enforcement, Office of Fair Trading  
29 April 2004**