

THE SUNDAY TIMES

## MEMORANDUM

From: The Editor

To:

Gerald Long

TITLES

Date:

16 February, 1982

PRIVATE AND CONFIDENTIAL

I read today the minutes of the formal meeting of the Board of TNL held on 16 December last, at which I was present. With this document came minutes of two subsequent meetings, described as meetings of the Directors of TNL, held on 23 December, 1982. At neither of these two meetings was I present, or invited to be present.

The purpose of this letter is to place on record that I was not party to the decisions reached at the meetings on 23 December at which, apparently, it was decided that the "trade marks" of The Times and Sunday Times were to be sold, at a price, to News International.

The points I now wish to place on record, in order to protect my own position as a Director of TNL, are as follows:

1. The minutes (undistributed until today, February 16) of the December 16 meeting do not coincide with my recollection of the proceedings.
2. In particular, I cannot recall anything having been said about the sale of "trade marks". To my memory what we were asked to agree to, and did agree to, was a technical formality, involving the transfer of "the titles" to News International, because N.I. was funding the deficit of TNL. If N.I. should cease that funding, we (i.e. the Directors of TNL) would be in breach of the law if we continued trading thereafter. Hence the need, which I understood was approved by the lawyers as satisfying all the legal requirements, of transferring the titles.
3. I recall nothing about a possible price, or of our decisions that day (16 December) being dependent on subsequent transactions or agreements.

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I ask for an urgent clarification of what did happen, or was alleged to have happened, at the meeting of TNL Board on 16 December, and why I, as a Director, had no opportunity of approving or disapproving these minutes until today, February 16, I also would like clarification of the meeting of some of the TNL directors (apparently not a quorum) on 23 December, of which I was not aware and whose minutes I was only acquainted with today, February 16.

I am copying this letter to the Chairman and other directors.

4-11-68

cc Mr. R. Murdoch  
Mr. K. Beattie  
Mr. J. Collier  
Mr. R. Ekberg  
Mr. H. Evans  
Mr. M. Ruda  
Mr. W. Gillespie  
Mr. P. Stehrenberger

Financial Times - Feb. 82

# Times titles ownership switched

BY IVO DAWNAY, LABOUR STAFF

THE OWNERSHIP of the titles of The Times and the Sunday Times has been transferred from Times Newspapers to its parent company News International. It was reported last night.

The decision to make the transfer was taken at the end of last year at a meeting of the Times Newspapers board.

However in a statement last night the company revealed that the national independent directors of the papers who were appointed when Mr Rupert Murdoch, chairman of News International, bought Times Newspapers last year, have only recently been informed.

The move is likely to provoke a hostile reaction from union negotiators.

Mr Paul Routledge, father of

the Times NUJ chapel, said: "Naturally what we fear is that the company has all along intended a very substantial change in the present pattern of ownership and production, and this is at the heart of his ultimatum to his employees."

The union would take legal advice on the company's decision.

The move is likely to be examined closely by the national independent directors appointed to ensure the newspapers editorial independence.

Lord Dacre, the historian Prof Hugh Trevor-Roper, was reported in The Times last night as regarding the transfer as a "prima facie" violation of the terms under which the newspapers were bought by News International.

"In any sense I regard it as a gross inequity that it should have been done behind the backs of the national directors. The proprietors met the national directors on January 12 and said nothing about it."

Under the agreement, in which the ownership of Times Newspapers was purchased by News International, it was made clear the national directors had to be consulted should Times Newspapers decide to sell or otherwise dispose of any of its interests in The Times or the Sunday Times.

Mr Arthur Brittonden, corporate relations director of News International, said last night that the transfer of the ownership of the titles only took place after consultation with legal advisers.

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