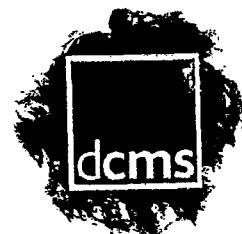


CMS 170083/DC

Clive Maxwell
Executive Director
Office of Fair Trading
Fleetbank House
2-6 Salisbury Square
LONDON EC4Y 8JX



department for
culture, media
and sport

18 March 2011

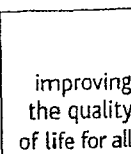
Dear Clive,

NEWS CORP/BSKYB MERGER: UILS

I am forwarding to you copies of the representations made by Slaughter and May (who represent an alliance of media groups), BT and BECTU in response to the ongoing consultation on the proposed undertakings in lieu offered by News Corporation on 1 March 2011 (the UILs). I would be grateful if you would review the advice you have already given me on the practical and financial viability of the proposed UILs in light of these representations. Please also let me know whether, having considered these representations, it would be appropriate in your view for the UILs to be amended in any respect.

I envisage that my officials will also in due course send you copies of any other submissions that make material representations with regard to the practical and financial viability of the proposed UIL, together with a summary of all of the consultation responses. I would be grateful if you would, in the same way, review your previous advice and advise whether any amendments to the proposed UIL would be appropriate in light of such submissions and the summary of responses.

I said in my statement to Parliament that I would be asking Ofcom and OFT to advise me on the detailed provisions of the carriage and brand licensing agreements as well as certain operational agreements which are referred to in the proposed UILs. I understand that, subject to any amendments that may be necessary in light of the responses to the consultation, News Corporation anticipates that it will be in a position to provide Ofcom and the OFT with copies of drafts of these key documents for your respective consideration shortly. I would ask you to engage with News Corporation as necessary and advise me whether in your view these agreements, once finalised, are consistent with the proposed UILs (as amended, if applicable, to take account of the responses to the consultation) and the OFT's previous advice with regard to their practical and financial viability.



Department for Culture, Media and Sport

I am writing to Ofcom in similar terms and I would ask that both organisations continue to work closely together on these questions.

Yours ever

A large black rectangular redaction box covers the signature area of the letter.

Rt Hon Jeremy Hunt MP
Secretary of State for Culture, Olympics, Media and Sport