



## Media Mergers – Glossary of Terms

Term	Meaning	Source
<b>Advisory Panel</b>	as soon as may be after the Minister for Tourism, Culture, Arts, Gaeltacht, Sport and Media requests Coimisiún na Meán to conduct a full media merger examination under section 28E, he or she may, if he or she considers that the opinion of an advisory panel is required in order to assist Coimisiún na Meán in carrying out the full media merger examination and in making its report under section 28E, establish an advisory panel (in this Part referred to as an ‘advisory panel’) to provide a reasoned opinion in writing to Coimisiún na Meán on the application of the relevant criteria to the media merger in question and to provide clarifications of the opinion where requested by Coimisiún na Meán.	28F (1) Competition Act 2002
<b>Broadcasting service</b>	a service which comprises a compilation of programme material of any description and which is transmitted, relayed or distributed by means of an electronic communications network, directly or indirectly for simultaneous or near-simultaneous reception by the general public, whether that material is actually received or not, and where the programmes are provided in a pre-scheduled and linear order, but does not include:  a) a service provided in a non-linear manner where each user of the service chooses a programme from a catalogue of programmes, or	Pt.1 S.2 Broadcasting Act 2009

	b) other audio and audio visual services provided by way of the Internet;	
<b>Carries on a media business in the State</b>	means, in relation to a media business — a) having a physical presence in the State, including a registered office, subsidiary, branch, representative office or agency, and making sales to customers located in the State, or b) having made sales in the State of at least € 2 million in the most recent financial year;	Pt.3A S. 28A Competition Act 2002
<b>Diversity of Content</b>	the extent to which the broad diversity of views (including diversity of views on news and current affairs) and diversity of cultural interests prevalent in Irish society is reflected through the activities of media businesses in the State including their editorial ethos, content and sources;	Pt. 3A S. 28A Competition Act 2002
<b>Diversity of Ownership</b>	the spread of ownership and control of media businesses in the State linked to the market share of those media businesses as measured by listenership, readership, reach or other appropriate measures	Pt. 3A S. 28A Competition Act 2002
<b>Full media merger examination</b>	where the Minister for Tourism, Culture, Arts, Gaeltacht, Sport and Media makes a determination under section 28D(1)(c), he or she shall request Coimisiún na Meán to carry out an examination (in this Part referred to as a ‘ full media merger examination ’ ) in relation to the media merger concerned.	Pt. 3A S. 28D Competition Act 2002

<b>Joint Oireachtas Committee</b>	a Joint Committee of the Houses of the Oireachtas to which those Houses have assigned the role of examining matters relating to broadcasting;	Pt.1 S.2 Broadcasting Act 2009
<b>Media Business</b>	means the business (whether all or part of an undertaking ' s business) of — <ul style="list-style-type: none"> <li>a) the publication of newspapers or periodicals consisting substantially of news and comment on current affairs, including the publication of such newspapers or periodicals on the internet,</li> <li>b) transmitting, re-transmitting or relaying a broadcasting service,</li> <li>c) providing any programme material consisting substantially of news and comment on current affairs to a broadcasting service, or</li> <li>d) making available on an electronic communications network any written, audio-visual or photographic material, consisting substantially of news and comment on current affairs, that is under the editorial control of the undertaking making available such material;</li> </ul>	Pt. 3A S. 28A Competition Act 2002
<b>Media Merger</b>	<ul style="list-style-type: none"> <li>a) a merger or acquisition in which 2 or more of the undertakings involved carry on a media business in the State, or</li> <li>b) a merger or acquisition in which one or more of the undertakings involved carries on a media business in the State and one or more of the undertakings involved carries on a media business elsewhere;</li> </ul>	Pt. 3A S.28A Competition Act 2002

<b>Media Sector</b>	<p>means one of the following (and ‘media sectors’ means one or more of the following collectively):</p> <ol style="list-style-type: none"> <li>1) Publishing – publication of newspapers or periodicals consisting substantially of news and comment on current affairs and the production of content for same.</li> <li>2) Broadcasting – transmitting, re-transmitting or relaying a broadcast service including radio or television and the production of content for same.</li> <li>3) Internet Media – making available on an electronic communications network any written, audio-visual or photographic material consisting substantially of news and comment on current affairs.</li> </ol>	<p>Guidelines on Media Mergers May 2015</p>
<b>Near Relative</b>	<p>a person (being a natural person) is deemed, for the purposes of this definition to have a significant Interest in any media business in which his/her Near Relative has a significant interest. A near relative means</p> <ol style="list-style-type: none"> <li>a) spouse, civil partner, cohabitant (within the meaning of section 172 of the Civil Partnership and Certain Rights and Obligations of Cohabitants Act 2010 or any analogous legislation of another jurisdiction); and/or</li> <li>b) child, stepchild, brother, sister, parent, or grandparent; or (where appropriate) the spouse, civil partner or such a cohabitant of any of the aforesaid.</li> </ol>	<p>Guidelines on Media Mergers May 2015</p>
<b>Plurality of the Media</b>	<p>includes both diversity of ownership and diversity of content</p>	<p>Pt. 3 S. 28A Competition Act 2002</p>
<b>Primarily news and</b>	<p>the meaning of this phrase has not been altered in the new process and retains the same meaning as under the previous system administered by the Competition and Consumer</p>	<p>Guidelines on</p>

<b>comment on current affairs</b>	Protection Commission	Media Mergers May 2015
<b>Programme material</b>	audio-visual material or audio material and includes advertisements and material which, when transmitted, will constitute a direct offer to the public for the sale or supply to them of goods or other property (whether real or personal) or services	Pt. 1 S. 2 Broadcasting Act 2009
<b>Reach</b>	the proportion of a population or audience that consumes any part of the output of a media business in a given period	Pt. 3A S. 28A Competition Act 2002
<b>Relevant criteria</b>	<p>means the following matters:</p> <ul style="list-style-type: none"> <li>a) the likely effect of the media merger on plurality of the media in the State;</li> <li>b) the undesirability of allowing any one undertaking to hold significant interests within a sector or across different sectors of media business in the State;</li> <li>c) the consequences for the promotion of plurality of the media in the State of intervening to prevent the media merger or attaching conditions to the approval of the media merger;</li> <li>d) if appropriate, the adequacy of the following to protect the public interest in plurality of the media in the State: <ul style="list-style-type: none"> <li>i. the scale and reach of RT É and TG4;</li> </ul> </li> </ul>	Pt. 3A S. 28A Competition Act 2002

- ii. Part 6 of the Act of 2009;
- iii. the ownership and control policy of Coimisiún na Meán for the time being in force;
- e) the proposed commitments that the undertakings are prepared to offer and which the Minister for Tourism, Culture, Arts, Gaeltacht, Sport and Media may incorporate pursuant to section 28D(5) or section 28E(10) in his or her determination;
- f) the extent to which the public interest can be secured by the imposition of any conditions by the Minister for Tourism, Culture, Arts, Gaeltacht, Sport and Media under section 28D or section 28G;

**Relevant date**

means, in relation to a media merger, 10 working days from whichever of the following dates is applicable:

- a) the date of a determination by the Commission under paragraph (a) of section 21(2) or under paragraph (a) or (c) of section 22(3);
- b) the day after the period specified in subsection (2) of section 21 has elapsed without the Commission having informed the undertakings that made the notification concerned of the determination (if any) it has made under paragraph (a) or (b) of that subsection (2);
- c) where the Commission has made a determination under section 21(2)(b), the day after —
  - i. 120 working days have elapsed after the appropriate date within the meaning of section 19(6), or

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	<ul style="list-style-type: none"> <li>ii. where a requirement or requirements referred to in section 22(4A) were made under section 20(2), 120 working days and any period of suspension that applied pursuant to section 22(4A) have elapsed after the appropriate date within the meaning of section 19(6),  without the Commission having made a determination under section 22;</li> <li>d) the date of a decision of the European Commission under Article 6(1)(b) or Article 8(1) or (2) of the Council Regulation ;</li> <li>e) the date that Article 10(6) of the Council Regulation comes into effect;</li> </ul>	
<b>Relevant media asset</b>	Holdings which constitute a significant interest in an undertaking (other than an undertaking party to the merger) that carries on a media business in a media sector(s) in the State, and which are held either by an undertaking party to the merger or by a natural or legal person with a significant interest in an undertaking party to the merger.	Guidelines on Media Mergers May 2015
<b>RTE</b>	Raidió Teilifís Éireann	Pt. 3A S. 28A Competition Act 2002
<b>Significant interest</b>	<p>Has sufficient voting, financial or ownership strength within the relevant media business or media businesses to influence directly or indirectly, to an appreciable extent, the direction or policy of the media business or media businesses with regard in particular to news, current affairs or cultural content. This includes sourcing, production, supply or delivery of such content.</p> <p>The following thresholds in relation to voting power at a general meeting of the media</p>	Guidelines on Media Mergers May 2015

	<p>business, or the nominal value of the shareholding, are provided by way of guidance in terms of what constitutes a significant interest:</p> <ul style="list-style-type: none"> <li>• A holding or voting strength of between 10% and 19% (directly or indirectly) may constitute a significant interest.</li> <li>• A holding or voting strength of more than 20% or more of the voting power (directly or indirectly) will generally constitute a significant interest.</li> </ul>	
<b>TG4</b>	Teilifís na Gaeilge	Pt. 3A S. 28A Competition Act 2002
<b>Transmitting, re-transmitting or relaying</b>	Transmission includes, in the case of a MMD system, distribution and “transmit” and “re-transmit” shall be read accordingly;	Pt. 1 S. 2 Broadcasting Act 2009
<b>Undertakings involved</b>	<p>shall —</p> <ul style="list-style-type: none"> <li>a) be construed in accordance with Part 3 [of the Competition Act], or</li> <li>b) in the case of a merger or acquisition to which section 28B(6) applies, mean the undertakings concerned in accordance with the Council Regulation.</li> </ul>	Pt. 3A S. 28A Competition Act 2002