

ANTICIPATED MERGER BETWEEN TICKETMASTER ENTERTAINMENT, INC. AND LIVE NATION, INC.

Terms of Reference

1. In exercise of its duty under section 33(1) of the Enterprise Act 2002 ('the Act') to make a reference to the Competition Commission ('the CC') in relation to an anticipated merger the Office of Fair Trading ('the OFT') believes that it is or may be the case that –
 - (a) arrangements are in progress or in contemplation which, if carried into effect, will result in the creation of a relevant merger situation in that:
 - (i) enterprises carried on by or under the control of Ticketmaster Entertainment, Inc. will cease to be distinct from enterprises carried on by or under the control of Live Nation, Inc.; and
 - (ii) the value of the turnover in the United Kingdom of the enterprise being taken over, as specified in section 23(1)(b) of the Act, exceeds £70 million; and
 - (b) the creation of that situation may be expected to result in a substantial lessening of competition within any market or markets in the UK for goods or services, including the supply of live music ticket agency services.
2. Therefore, in exercise of its duty under section 33(1) of the Act, the OFT hereby refers to the CC, for investigation and report within a period ending on 24 November 2009, on the following questions in accordance with section 36(1) of the Act –
 - (a) whether arrangements are in progress or in contemplation which, if carried into effect, will result in the creation of a relevant merger situation; and
 - (b) if so, whether the creation of that situation may be expected to result in a substantial lessening of competition within any market or markets in the UK for goods or services.
3. In relation to the question whether a relevant merger situation will be created, the CC shall exclude from consideration one of the subsections (1) and (2) of section 23 of the Act if they find that the other is satisfied.

Ali Nikpay
Senior Director, Office of Fair Trading
10 June 2009