



MEDIA RELEASE

20 January 2017

CCS consults on the Proposed Acquisition by Times Publishing Limited of Penguin Random House Pte. Ltd. and Penguin Books Malaysia Sdn. Bhd.

1. The Competition Commission of Singapore (“**CCS**”) is conducting a public consultation from 20 January 2017 to 6 February 2017 to invite feedback on the proposed acquisition by Times Publishing Limited (“**TPL**”) of the entire issued and paid-up capital of Penguin Random House Pte. Ltd. and Penguin Books Malaysia Sdn. Bhd. (“**the Penguin Group Companies**”), and the entry into an exclusive distribution agreement by Penguin Group Companies with four publishers¹ (the “**Transaction**”).

The Proposed Acquisition

2. TPL has applied for a decision by CCS on whether the Transaction will infringe the prohibition in the Competition Act against anti-competitive merger if carried into effect.²
3. TPL is a wholly-owned subsidiary of Fraser and Neave (“**F&N**”) that provides publishing, printing, distribution and retail services worldwide through its subsidiaries. The Penguin Group Companies are wholly-owned subsidiaries of Penguin Random House Limited (“**PRH**”) that provide sales and marketing services for the international lists they represent.
4. According to TPL:
 - a. TPL (through Pansing and Pansing Malaysia) and the Penguin Group Companies overlap only in the provision of marketing and distribution of English-language trade books via physical platforms in Singapore and Malaysia.
 - b. The relevant market for the Proposed Transaction is the intermediary market for marketing and distribution of English-language only print trade books via physical and online platforms globally;

¹ The four publishers are Penguin Books Limited, The Random House Group Limited, Dorling Kindersley Limited and Penguin Random House LLC.

² Section 54 of the Competition Act prohibits mergers that have resulted, or may be expected to result, in a substantial lessening of competition in Singapore.

- c. The relevant market is highly competitive, in view of the multitude of vertically-integrated publishers, independent distributors, online platforms and overseas manufacturers;
- d. Non-coordinated effects will also not arise in the provision of marketing and distribution of English-language trade books via physical platforms in Singapore as a result of the Proposed Transaction; and
- e. The characteristics of the relevant market preclude the possibility of anti-competitive coordinated effects.

Public Consultation

- 5. More information on the public consultation can be accessed and downloaded from the CCS website at www.ccs.gov.sg under the section "[Public Register and Consultation](#)". The closing date for submissions is on **6 February 2017**. If the submission or correspondence contains confidential information, please also provide CCS with a non-confidential version of the submission or correspondence.

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About The Competition Commission of Singapore (CCS)

CCS is a statutory board established under the Competition Act (Chapter 50B) on 1 January 2005 to administer and enforce the Act. It comes under the purview of the Ministry of Trade and Industry. The Act empowers CCS to investigate alleged anti-competitive activities, determine if such activities infringe the Act and impose suitable remedies, directions and financial penalties.

For more information, please visit www.ccs.gov.sg.

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