



## DETERMINATION OF MERGER NOTIFICATION M/23/015 – BAUER MEDIA / CERTAIN ASSETS OF SUNSHINE RADIO

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### Section 21 of the Competition Act 2002

**Proposed acquisition of certain assets from Virginia Murfin, the sole shareholder of Sunshine FM Limited and Norgate Limited, that comprise the business known as Sunshine Radio by Bauer Media Audio LP, acting by its partner Bauer Media Audio Limited**

**Dated 9 May 2023**

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1. On 21 April 2023 in accordance with section 18(1)(b) of the Competition Act 2002, as amended (the “**Act**”), the Competition and Consumer Protection Commission received a notification of a proposed acquisition of certain assets from Virginia Murfin, the sole shareholder of Sunshine FM Limited (“**Sunshine FM**”) and Norgate Limited (“**Norgate**”), that comprise the business known as Sunshine Radio (“**Sunshine Radio**”) by Bauer Media Audio LP (“**Bauer Media**”), acting by its partner Bauer Media Audio Limited (“**Bauer**”) (the “**Proposed Transaction**”).
2. The Proposed Transaction is to be implemented pursuant to Letter of Intent (“**LOI**”) dated 03 April 2023 between Virginia (Ginny) Murfin (the “**Seller**”) and Bauer Media (the “**Buyer**”). Pursuant to the LOI, Bauer Media will acquire certain assets from Virginia (Ginny) Murfin for the sole ownership of certain assets of Sunshine Radio, from the Seller.
3. The Commission considers that the Proposed Transaction constitutes a ‘media merger’ for the purpose of Part 3A of the Act as Bauer carries on a ‘media business’ within the State and Sunshine Radio operates a ‘media business’ elsewhere.
4. The business activities of the undertakings involved are:

*Bauer Media*

- a. Bauer Media Audio LP is a limited partnership registered in England and Wales.
- b. It is acting by its general partner, Bauer Media Audio Limited, a private company limited by shares, incorporated, domiciled and registered in England and Wales in the United Kingdom.



- c. Bauer is a wholly-owned subsidiary of Bauer Group.

#### *Bauer Group*

- a. Bauer is the ultimate parent of Bauer Media. Bauer was founded in Hamburg in 1875 and is now in its fifth generation of family ownership.
- b. It is a privately-owned German media business which reaches over 200 million customers worldwide and operates in 13 countries, including Ireland.<sup>1</sup> Bauer is active in four business areas: publishing; audio; online comparison platforms and SME services.<sup>2</sup>
- c. Through various subsidiaries, Bauer operates a number of media-related operations in the State, including:
- several radio stations (Today FM, Newstalk, 98FM, Spin 1038, and Spin SW);
  - multi-platform sports media brand 'Off The Ball';
  - radio and digital content app 'GoLoud'; and,
  - 'Audio XI', an advertising platform.

#### *Sunshine FM*

- a. Sunshine Radio assets are currently held by two companies, with a single shareholder, Virginia (Ginny) Murfin:
- i. Sunshine FM Limited, which is a private limited company, incorporated, domiciled, and registered in England and Wales in the UK.
  - ii. Norgate Limited, which is a private limited company, incorporated, domiciled, and registered in England and Wales in the UK.
- b. Sunshine Radio<sup>3</sup> operates the *Sunshine Radio* channel, which is licensed by Ofcom, and operates a service on two local FM radio licences:
- i. Herefordshire & Monmouthshire licence held by Sunshine FM Ltd (FM); and
  - ii. South Shropshire licence held by Norgate Ltd (AM and FM).
- c. The service also broadcasts on DAB locally.

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<sup>1</sup> In accordance with the Merger Notification, more information can be found at: <https://www.bauermedia.com>

<sup>2</sup> See also [M/22/008 – Bauer / MCR](#), [M/22/059 – Bauer Media / Siteridge Limited \(RedFM\)](#), [M/21/028 – Bauer / Imagine Radio](#), [M/21/007 – Bauer / Communicorp](#), [M/21/072 Bauer \(Expres Net\) / E2 Services](#).

<sup>3</sup> In accordance with the Merger Notification, more information can be found at: <https://www.sunshineradio.co.uk>



- d. Sunshine Radio is not active in the State, neither in broadcasting or through selling advertising to customers in the State.
5. After examination of the notification, the Commission has concluded that the Proposed Transaction falls within the scope of paragraph 2.1 of the Simplified Merger Notification Procedure Guidelines for assessing certain notifiable mergers or acquisitions under section 18(1)(b) of the Act as Bauer and Sunshine Radio have no horizontal or vertical overlap in any market in the State.
6. In the light of this, the Commission considers that the Proposed Transaction will not substantially lessen competition in any market for goods or services in the State.

#### **Ancillary Restraints**

7. No ancillary restraints were notified.

#### **Determination**

The Competition and Consumer Protection Commission, in accordance with section 21(2)(a) of the Competition Act 2002, as amended, has determined that, in its opinion, the result of the proposed acquisition, whereby the proposed acquisition of certain assets from Virginia Murfin, the sole shareholder of Sunshine FM Limited and Norgate Limited, that comprise the business known as Sunshine Radio by Bauer Media Audio LP, acting by its partner Bauer Media Audio Limited will not be to substantially lessen competition in any market for goods or services in the State, and, accordingly, that the acquisition may be put into effect, subject to the provisions of section 28C(1) of the Competition Act 2002, as amended<sup>4</sup>.

For the Competition and Consumer Protection Commission

**Ibrahim Bah**  
**Director**  
**Competition Enforcement and Mergers Division**  
**Competition and Consumer Protection Commission**

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<sup>4</sup> Section 28C(1) of the Competition Act 2002, as inserted by section 74 of the Competition and Consumer Protection Act 2014.