

Completed acquisition by Intercontinental Exchange, Inc. of Trayport Limited

Terms of reference

1. In exercise of its duty under section 22(1) of the Enterprise Act 2002 (the **Act**) the Competition and Markets Authority (**CMA**) believes that it is or may be the case that:
 - (a) a relevant merger situation has been created, in that:
 - (i) enterprises carried on by Intercontinental Exchange, Inc. (**ICE**) have ceased to be distinct from enterprises carried on by Trayport Limited (**Trayport**); and
 - (ii) the condition specified in section 23(2)(b) of the Act is satisfied with respect to the supply of front-end access services¹ to enable energy trading in the UK; and
 - (b) the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within a market or markets in the United Kingdom for goods or services, including the:
 - (i) supply of energy trading front-end access services;
 - (ii) supply of back-end technology to over-the-counter brokers and exchanges, respectively;
 - (iii) supply of straight through processing access to clearinghouses;
 - (iv) execution of trades; and
 - (v) clearing of trades.
2. Therefore, in exercise of its duty under section 22(1) of the Act, the CMA hereby makes a reference to its chair for the constitution of a group under Schedule 4 to the Enterprise and Regulatory Reform Act 2013 in order that

¹ Supplying energy traders with a front-end screen that enables them to enter quotes and initiate the execution of trades on electronic trading venues (exchanges and OTC/broker venues).

the group may investigate and report, within a period ending on 18 October 2016, on the following questions in accordance with section 35(1) of the Act:

- (a) whether a relevant merger situation has been created; and
- (b) if so, whether the creation of that situation has resulted, or may be expected to result, in a substantial lessening of competition within any market or markets in the United Kingdom for goods or services.

Andrea Coscelli
Executive Director, Markets & Mergers
Competition and Markets Authority
3 May 2016