



Department for
Digital, Culture
Media & Sport

Rt Hon Oliver Dowden CBE MP
Secretary of State for Digital,
Culture, Media and Sport
4th Floor
100 Parliament Street
London SW1A 2BQ

www.gov.uk/dcms
enquiries@dcms.gov.uk

Darren Jones MP
Chair of BEIS Committee

beiscom@parliament.uk

MC2021/07726/DC
19 April 2021

Dear Darren

As you know, the government has been examining the acquisition of ARM Limited by NVIDIA since it was announced on 13 September 2020.

ARM is a world-leader in the design and licensing of semiconductor intellectual property and software. Its technology is ubiquitous and has provided the design for more than 160bn processors. It is clearly a vital part of the UK's technology sector.

The Enterprise Act 2002 provides me with the powers to intervene where I believe that it is or may be the case that one or more public interest considerations is relevant to a consideration of a merger situation. Having considered advice, I believe that it is or may be the case that the interests of national security are relevant to the consideration of this acquisition. I have therefore decided to issue a Public Interest Intervention Notice to the Competition and Markets Authority.

I have asked the Competition and Markets Authority to provide me with a report including their conclusions on the jurisdictional and competition issues, as well as a summary of any representations they receive on potential national security issues relating to the merger, by midnight on 30 July 2021.

I will update you further once the Competition and Markets Authority has provided its report to me.

Yours sincerely,

Rt Hon Oliver Dowden CBE MP
Secretary of State for Digital, Culture, Media and Sport

INTERVENTION NOTICE

GIVEN PURSUANT TO SECTION 42 OF THE ENTERPRISE ACT 2002

ANTICIPATED ACQUISITION BY NVIDIA CORPORATION OF ARM LIMITED

Whereas the Secretary of State has reasonable grounds for suspecting that, as a result of the proposed acquisition by the NVIDIA Corporation (a corporation incorporated under the laws of Delaware with commission file number 0-23985) of all of the allotted and issued ordinary shares of ARM Ltd (a company incorporated and registered in England and Wales with the company number 02557590), it is the case that arrangements are in progress which, if carried into effect, will result in the creation of a relevant merger situation as defined in section 23 of the Enterprise Act 2002 ("the Act"), in that:

- (a) two or more enterprises will cease to be distinct;
- (b) in the course of the enterprises ceasing to be distinct, a person or group of persons will bring a relevant enterprise (as defined in section 23A of the Act) under their ownership or control; and
- (c) the value of the turnover in the United Kingdom of the enterprise being taken over exceeds £1 million.

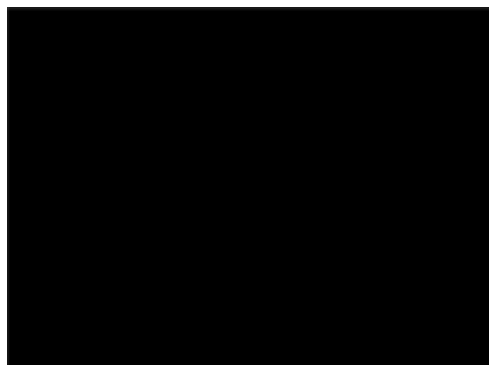
Whereas no reference of the merger has been made under section 33 of the Act, nor has any decision been made not to make such a reference, nor is any reference prevented from being made by virtue of section 33(3)(za) or (a) of the Act.

Whereas the Secretary of State believes that it is or may be the case that a public interest consideration is relevant to a consideration of the relevant merger situation.

Now, therefore, the Secretary of State in exercise of his powers under section 42(2) of the Act hereby gives this intervention notice.

The Secretary of State believes that it is or may be the case that the interests of national security, being a public interest consideration specified in section 58(1) of the Act, are relevant to a consideration of the relevant merger situation.

Under and in accordance with section 44 of the Act, the Competition and Markets Authority is required to investigate and report by midnight at the end of 30 July 2021.



Director of International

An official of the Department for Digital, Culture, Media and Sport

19 April 2021