

THE TAKEOVER PANEL

REVISED EDITION OF THE CITY CODE ON TAKE-OVERS AND MERGERS ("THE CODE") AND THE RULES GOVERNING SUBSTANTIAL ACQUISITIONS OF SHARES ("THE SARs")

A revised edition of the Code and the SARs will be published on 19 April and where practicable the new Rules will apply with effect from 29 April. The following Rules are withdrawn with immediate effect:-

Rule 37 - This Rule had the effect of restricting dealings in shares of an offeror or the offeree company by a person, other than the offeror and its associates, where there was, for example, an existing, significant trading arrangement between that person and the offeree company. Experience has shown that the Rule could only be applied in a very selective way and it has, therefore, been deleted. The control of such dealings now will simply be the restrictions that apply to any person under the Code and the SARs.

Rule 42 - This Rule stated that an offeror may not, until after the first closing date of its offer, announce that it will not revise its offer.

The new edition is in a completely revised loose-leaf format which collects in separate sections all material on one subject so that the requirements are easier to follow and future amendments may be made more conveniently. Due to the new format, the Code will no longer be incorporated in The Stock Exchange Yellow Book. Copies of the revised Code and SARs can be ordered from the Panel.

1 April 1985