

# THE TAKEOVER PANEL

## **MR I R MAXWELL ("MR MAXWELL") / EXTEL GROUP PLC ("EXTEL")**

The full Panel met today to consider a question referred by the executive as to whether Mr Maxwell, who is no longer acting in concert with The Demerger Corporation PLC whose offer for Extel lapsed on 28 April, is restricted under Rule 35.1 of the Code from making an offer for Extel for twelve months from that date.

The arguments concerned the interpretation of Rule 35.1 in relation to persons who at the time of an offer which lapsed were acting in concert but who might subsequently have ceased to act in concert. The Panel concluded that Rule 35.1 means that both the original offeror and all persons who acted in concert with it in the course of the original offer are subject to the Rule throughout the twelve month period following lapsing of the offer, as are any persons who may subsequently come into concert during that period with either the original offeror or any person who acted in concert with it.

Consequently Mr Maxwell continues to be subject to the restrictions of Rule 35.1.

6 August 1986

Note: The text of Rule 35.1 is attached to this statement.

**35.1 DELAY OF 12 MONTHS BEFORE SUBSEQUENT OFFER**

Except with the consent of the Panel, where an offer has been announced or posted but has not become unconditional in all respects, the offeror and persons acting in concert with it may not within 12 months from the date on which such offer is withdrawn or lapses either:-

- (a) make an offer for the offeree company; or
- (b) acquire any shares of the offeree company if the offeror or persons acting in concert with it would thereby become obliged under Rule 9 to make an offer.