

THE TAKEOVER PANEL

TRIPLEX LLOYD PLC ("TRIPLEX LLOYD")

STEEL CASTINGS INVESTMENTS PLC ("STEEL CASTINGS")

WILLIAM COOK Plc ("WILLIAM COOK")

On 21 January Triplex Lloyd posted its increased offer for William Cook. On 23 January Steel Castings announced a higher and recommended offer for William Cook. On 24 January, as required by Rule 20.2 of the Code, William Cook passed certain information, which had already been passed to Steel Castings, in confidence to Triplex Lloyd. On 30 January Triplex Lloyd's solicitors wrote a letter to the Department of Trade and Industry ("the DTI") which made reference to some of the information passed to Triplex Lloyd by William Cook.

On 30 January Citigate, the public relations advisers to Triplex Lloyd, spoke to journalists at the Financial Times and the Guardian on the instructions of Triplex Lloyd, and showed a draft of the letter to the DTI to the Financial Times. Both papers carried articles on the subject the following day.

As explained in earlier Panel Statements on such issues, all parties to an offer (whether directors and officials of companies or their representatives and their advisers) must take extreme care in discussions with journalists. It is reprehensible, as in this case, intentionally to leak to the press during an offer a letter which contained references to a piece of confidential information supplied under Rule 20.2.

Accordingly, both Triplex Lloyd and Citigate are criticised.

4 February 1997