

34. Shareholder solicitations

34.1 Information to be used in connection with shareholder solicitations

~~A company~~ Any person proposing to solicit proxies, votes or acceptances of offers may only use for such purpose previously published information which remains accurate, and is not misleading at the time it is quoted.

34.2 Soliciting shareholders

Except with the consent of the Executive, shareholders, other than institutional shareholders, may only be solicited by staff of the financial adviser to the soliciting ~~company~~ person who are fully conversant with the requirements of, and their responsibilities under, the Takeovers Code.

34.3 Consultation to be encouraged

Shareholders must not be put under pressure and must be encouraged to consult their professional advisers.

Notes to Rule 34:

1. Consent to use other staff

If it is impossible to use staff of the financial adviser to the soliciting person, the Executive may consent to the use of other people subject to:-

(a) an appropriate script for staff being approved by the Executive;

(b) the financial adviser carefully briefing the staff prior to the start of the operation and, in particular, stressing:-

(i) that staff must not depart from the script;

(ii) that staff must decline to answer questions the answers to which fall outside the information given in the script; and

(iii) the staff's responsibilities under General Principle 3; and

(c) the operation being supervised by the financial adviser.

2. New information

If, in spite of this Rule 34, new information is given to some shareholders, such information must immediately be made generally available to shareholders in the manner described in Note 6 to Rule 8.1.