

## SCHEDULE 1

### Form and Content of Prospectus

#### PART IV

##### THE SECURITIES TO WHICH THE PROSPECTUS RELATES AND THE OFFER

**11.** A description of the securities being offered, including the class to which they belong and a description of the rights attaching to them including (where applicable)—

- (a) if the securities are shares, rights as regards—
  - (i) voting;
  - (ii) dividends;
  - (iii) return of capital on the winding up of the issuer;
  - (iv) redemption;and a summary of the consents necessary for the variation of any of those rights;
- (b) if the securities are debentures, rights as regards—
  - (i) interest payable;
  - (ii) repayment of principal;
- (c) if the securities are convertible securities—
  - (i) the terms and dates on which the holder of the convertible securities is entitled to acquire the related underlying securities;
  - (ii) the procedures for exercising the entitlement to the underlying securities; and
  - (iii) such information relating to the underlying securities as would have been required under paragraphs (a) or (b) if the securities being offered had been the underlying securities.

**12.** The date(s) (if any) on which entitlement to dividends or interest arises.

**13.** Particulars of tax on income from the securities withheld at source, including tax credits.

**14.** The procedure for the exercise of any right of preemption attaching to the securities.

**15.** Any restrictions on the free transferability of the securities being offered.

**16.—(1)** A statement as to whether—

- (a) the securities being offered have been admitted to dealings on a recognised investment exchange; or
- (b) an application for such admission has been made.

(2) Where no such application for dealings has been made, or such an application has been made and refused, a statement as to whether or not there are, or are intended to be, any other arrangements for there to be dealings in the securities and, if there are, a brief description of such arrangements.

**17.** The purpose for which the securities are being issued.

**18.** The number of securities being issued.

**19.** The number of securities being offered.

**20.** The total proceeds which it is expected will be raised by the offer and the expected net proceeds, after deduction of the expenses, of the offer.

*Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.*

- 21.** Where the prospectus relates to shares which are offered for subscription, particulars as to—
- (a) the minimum amount which, in the opinion of the directors of the issuer, must be raised by the issue of those shares in order to provide the sums (or, if any part of them is to be defrayed in any other manner, the balance of the sums) required to be provided in respect of each of the following—
    - (i) the purchase price of any property purchased, or to be purchased, which is to be defrayed in whole or in part out of the proceeds of the issue;
    - (ii) any preliminary expenses payable by the issuer and any commission so payable to any person in consideration of his agreeing to subscribe for, or of his procuring or agreeing to procure subscriptions for, any shares in the issuer;
    - (iii) the repayment of any money borrowed by the issuer in respect of any of the foregoing matters;
    - (iv) working capital; and
  - (b) the amounts to be provided in respect of the matters mentioned otherwise than out of the proceeds of the issue and the sources out of which those amounts are to be provided.
- 22.** The names of any persons underwriting or guaranteeing the offer.
- 23.** The amount or the estimated amount of the expenses of the offer and by whom they are payable, including (except in so far as information is required to be included in the prospectus by section 97(3) of the Companies Act 1985) a statement as to any commission payable by the issuer to any person in consideration of his agreeing to subscribe for securities to which the prospectus relates or of his procuring or agreeing to procure subscriptions for such securities.
- 24.** The names and addresses of the paying agents (if any).
- 25.** The period during which the offer of the securities is open.
- 26.** The price at which the securities are offered or, if appropriate, the procedure, method and timetable for fixing the price.
- 27.** The arrangements for payment for the securities being offered and the arrangements and timetable for their delivery.
- 28.** The arrangements during the period prior to the delivery of the securities being offered relating to the moneys received from applicants including the arrangements for the return of moneys to applicants where their applications are not accepted in whole or in part and the timetable for the return of such moneys.