



UPDATE ON REGULATION AND BEST PRACTICE IN INVESTOR RELATIONS APRIL 2008

Do Boards Pay Attention When Institutional Investor Activists 'Just Vote No'? A recent innovation in low-cost shareholder activist tools whereby activists encourage their fellow shareholders to withhold votes toward a director's election to express dissatisfaction with management performance or the firm's corporate governance structure.

http://papers.ssrn.com/sol3/papers.cfm?abstract_id=575242

Governance codes. New Belgian ('Lippens Code') Corporate Governance code to be published following consultation.

<http://www.corporategovernancecommittee.be/library/attachments/press/37b58013-7e4d-4ddd-ba03-6b91b7e312f7/en/PR%20Corp%20Gov%2020March.pdf> .

Coutts has published Face Value: Your Reputation as a Business Asset. The report examines the role of today's business leaders and the value of their own personal reputations in the making of the companies they run.

<http://www.coutts.com/approach/entrepreneurs/events/face-value.asp>

Myners. The Government seeks input on proposals to update the Myners principles with a set of refreshed and simplified, higher-level principles and the development of a comprehensive suite of authoritative best practice guidance and tools which will give further assistance for trustees to improve investment decision-making and governance.

http://www.hm-treasury.gov.uk/consultations_and_legislation/consult_liveindex.cfm

Foreign companies quoted in London should be required to disclose what type of listing or quotation they have each time they make public statements to stop bogus claims that they are "London-listed", The ABI's Response to the FSA A Review of the Structure of the Listing Regime Discussion Paper DP08/1

http://www.abi.org.uk/Public/Consultation/Files/Response_to_the_FSA_A_Review_of_the_Structure_of_the_Listing_Regime_Discussion_Paper_DP08_1_150408163241.pdf

The International Accounting Standards Committee (IASC) Foundation's XBRL Team today announced the release of the near final version of the IFRS Taxonomy 2008.

<http://www.iasb.org/News/Press+Releases/The+IASC+Foundation+publishes+IFRS+Taxonomy+2008.htm>

IOSCO consults on changes to Code of Conduct for Credit Rating Agencies
The International Organization of Securities Commissions (IOSCO) has today published for consultation its report on The Role of Credit Rating Agencies In Structured Finance Markets which includes proposed changes to the Code of Conduct Fundamentals for Credit Rating Agencies (Code of Conduct).

<http://www.iosco.org/news/pdf/IOSCONEWS114.pdf>

The AMF to set up a working group on major holdings, Some of the issues at stake relate to the fact that, in certain cases⁵, the notifying party is required to include shares that it does not hold and to treat them in the same way as those held for own account.

http://www.amf-france.org/documents/general/8265_1.pdf

AMF General Regulation: publication of new provisions concerning the notification of major Holdings http://www.amf-france.org/documents/general/8271_1.pdf

ASX welcomes the Government's intention to pursue legislative change to address the ambiguity around disclosure of 'covered' short sales. ASX will continue to work closely with ASIC and the Government to ensure that the new reporting requirements are quickly introduced; that they are appropriately targeted; that international practices are taken into account and that any additional compliance burden on brokers and their clients is not excessive, bearing in mind the benefits of greater disclosure.

http://www.asx.com.au/about/pdf/short_selling_public_consultation_paper.pdf

Rule 452 NYSE Proposed reforms to New York Stock Exchange Rule 452, which will prevent broker-held shares from automatically being voted in favour of incumbents, as well as the pressure arising as a consequence of the current "say for pay" movement, should further amplify the pressure that shareholders can bring to bear on corporate boards.

The Financial Services Authority (FSA) published Market Watch 26, which focuses on market conduct and transaction monitoring issues.

<http://www.fsa.gov.uk/pages/Library/Communication/PR/2008/036.shtml>

CONSOB PUSHES FOR IMPROVED DISCLOSURE OF HOLDINGS

Consob has launched a public consultation on a proposed legislative decree implementation ruling as required under art. 2391-bis of the Italian Civil Code with regard to related party transactions. In the proposed implementation ruling for such transactions, Consob envisages a new discipline including both immediate and periodic reporting, and principles with regard to procedures to be adopted by companies to guarantee accuracy conditions in the entire execution process of related party transactions.

With regard to market transparency, the proposed ruling envisages a significant reinforcement of the current discipline, requiring immediate reporting to the market of

transactions exceeding certain quantitative thresholds or including specific qualitative characteristics.

http://www.consob.it/mainen/documenti/english/en_newsletter/year_14_n-15_14_april_2008.htm

US Treasury senior official called for broad reform of the securitisation process, including reliable ratings of complex securities, better disclosure, and improved risk management

<http://www.ustreas.gov/press/releases/hp879.htm>

Public consultation on proposed amendments to the AMF General Regulation concerning transactions in securities in takeover bids. The provisions of the General Regulation of the Autorité des marchés financiers (AMF) on trading in the securities of a target company in a takeover bid and on transaction reporting during the offer period are the subject of frequent questions from bid participants, such as offerors, targets, or investment services

providers. http://www.cob.fr/documents/general/8280_1.pdf

AMF releases names of French companies listed on Euronext and Alternext Paris that have missed the filing deadline for their internal control and corporate governance report

http://www.cob.fr/documents/general/8270_1.pdf

The Securities and Exchange Commission today charged Paul S. Berliner, a Wall Street trader formerly associated with Schottenfeld Group LLC, with securities fraud and market manipulation for intentionally spreading false rumors about The Blackstone Group's acquisition of Alliance Data Systems (ADS) while selling ADS short.

<http://www.sec.gov/news/press/2008/2008-64.htm>

SEC 'NOT WITHOUT TOOLS' TO DEAL WITH SOVEREIGN wealth funds- SEC In testimony before Congress, an SEC official outlined concerns raised by the surge in ownership of sovereign wealth fund ownership, but noted that SEC already had weapons at its disposal. <http://www.sec.gov/news/testimony/2008/ts0342408et.htm>