

Practice Note 1 (PN1) – Partial offers

The Executive would like to clarify the application of the Takeovers Code to certain areas of partial offers.

What is a partial offer?

A partial offer is an offer to shareholders to buy a specified number (or a specified range) of (but not all) shares which carry voting rights of a company not already held by the offeror and its concert parties. In addition to the General Principles and Rules of the Takeovers Code, a partial offer is specif

total issued shares	100 million shares
Number of shares under the partial offer	100 million shares x 40% = 40 million shares
If all shareholders tender 100% of their shares for acceptance (i.e. 100 million shares are tendered for acceptance), the percentage of shares held by an accepting shareholder to be taken up by the offeror:	$\frac{40 \text{ million}}{100 \text{ million}} \times 100\%$ = 40% i.e. 40% of the shares tendered for acceptance by an accepting shareholder will be taken up

If a total of 50 million shares are tendered for acceptance, the percentage of shares
