

RREV Potential Governance Issues Alert 300707

Meeting Date 2007	RREV Report 14 day cut-off	Company	FTSE	Potential Governance Issue
13-Aug	30-Jul	Imperial Tobacco Group plc (EGM)	100	Approve Acquisition of Altadis SA; Increase Authorised Capital from GBP 100 million to GBP 5.6 billion; Authorise Issue of Equity with and without Pre-emptive Rights up to GBP 5.5 billion (Equity Bridge Facility).
14-Aug	30-Jul	Melrose plc (EGM)	250	Share Subdivision; Amendment of articles; increase in share capital.
15-Aug	31-Jul	Venture Production plc (EGM)	250	Issue of Equity without rights pursuant to Proposed Subscription. Amendment of Borrowing Powers.
16-Aug	02-Aug	Corin Group plc	SC	RREV recommended voting against the report and accounts last year because the Company had only one NED. The Company appointed a second NED in January 2007 therefore now the Board balance is OK. The Board Chairman is on the Audit Committee therefore the AC is non-compliant. Retesting permitted in the Company's share option plan – not a voting issue this year as no awards were made but could result in a vote recommendation against the remuneration report if awards are made in the future.

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