

THE TAKEOVER PANEL

Fenchurch Insurance Holdings Limited ("Fenchurch") - Offers by Guinness Peat Group Limited ("Guinness Peat")

The Panel has seen the announcement released at 11.15 this morning by the directors of Fenchurch, other than Mr. H. Kissin, Mr. R. A. W. Caine, Mr. G. Metcalf and Mr. R. G. Middleton, who are also directors of Guinness Peat. This announcement states that discussions, which have been taking place with the Vlasov Group, will not now lead to offers being made and that, in these circumstances, shareholders may now wish to accept the Guinness Peat offers. The announcement also mentions that Mr. J. W. B. Wimble (who, with his family, has been disclosed as holding 481, 477 of the 'A' non-voting ordinary shares of Fenchurch, representing some 4% of the issued fully paid ordinary share capital) has already accepted the Guinness Peat offers.

The Guinness Peat offers will close at 3 p.m. today, unless Guinness Peat decide to extend them. The Panel recognises that Guinness Peat are under no obligation under the Code to extend the offers for any further period of time.

However, the Panel considers that Fenchurch shareholders may wish to reconsider their position in the light of the termination of the discussions with the Vlasov Group and Mr. Wimble's action. The Panel notes that Fenchurch shareholders have not been given a clear lead in the announcement mentioned above as to the action which the Fenchurch directors and their advisers consider they should take.

Accordingly, the Panel has urgently requested Guinness Peat to extend their offers for a further period to give Fenchurch shareholders time to consider whether or not they should now accept the offers.

19th June, 1974.