COMMITTEE

ON

THE FINANCIAL ASPECTS OF CORPORATE GOVERNANCE

6 June 1995

c/o The London Stock Exchange London EC2N 1HP Tel: 0171-797 4575 Fax: 0171-410 6822

TO ME Gina Cole.

To all Committee Members

Dear Committee Member

Stock Exchange Proposed Changes to the Listing Rules Amendment 5

Further to the discussion on the above document at the Committee meeting on 10 May, Sir Adrian and Sir Sydney Lipworth had a meeting with Michael Lawrence and John Kemp Welch at the Stock Exchange on 1 June. A note of this meeting is attached.

The statement referred to in the final paragraph is the pressline issued by the Stock Exchange dated 24 May. I am also enclosing a copy of an article in "Investor Relations" which gives a fuller airing to Michael Lawrence's views.

Gina Cole Secretary o tina

9/6/95.

Many thanks. The wrrying point is that the Stock Exchange issues no corrections to the "misstatements" which appear in the Press. All we can do is to stand fast on the More of the meeting.

I would like to see a copy of Matthew

Gaved's report and I attach the CEPS Press notice.

I aim to call in around 9.45-10.00 a.m. on bednesday 15-June. Italy was fascinating! Best histors, Adviani