

REG-EAG Limited Recommended Cash Offer - Part 3

Released: 18/07/2008

Part 3 : For preceding part double click [nRn2R3741Z]

name
"London Stock Exchange"
"Management Arrangements"
this announcement

Interested Directors
"Management Team"
Charles Mageee,

Schueler, Scott

Patrick Van

"Newstone"
partnership formed at

"Numis"
adviser and broker to

"Odyssey"
limited partnership

partner of which

limited

"Odyssey Investments"
"Odyssey II"
limited partnership

partner of which

limited

"Offer"
by EAGI for EAG

be set out in the

issued share

and, where the

variation, extension

"Offer Document"
EAG Shares and for

Share Option

terms and

"Offer Period"
ending on the

UK Listing Authority's publication of the same

London Stock Exchange plc
the arrangements described in paragraph 7 of

relating to the Management Team and the

Thomas Pfeil, Michael Edgell, Yuman Gao,

Xiaodong (Larry) Wang, Gary Mount, Patricia

Baumann, Sukanta Biswas, Temel Buyuklimanli,

Lierde, Jeffrey Mayer and John Newman
Newstone Capital Partners, LP., a limited

the direction of Newstone Capital Partners LLC
Numis Securities Limited, joint financial

EAG

Odyssey Investment Partners Fund III, LP, a

managed by Odyssey Investments and the general

is Odyssey Capital Partners III, LLC (a Delaware

liability company)

Odyssey Investment Partners, LLC

Odyssey Investment Partners Fund II, LP, a

managed by Odyssey Investments and the general

is Odyssey Capital Partners II, LLC (a Delaware

liability company)

the proposed recommended cash offer to be made

on the terms and subject to the conditions to

Offer Document, to acquire the issued and to be

capital of EAG(other than the Acquired Shares)

context admits, any subsequent revision,

or renewal thereof

the formal document to be sent to holders of

information only to participants in the EAG

Scheme, containing, amongst other things, the

conditions of the Offer

the period commencing on 19 December 2007 and

under the City

the date on which

as to

"Offer Price"

"Panel"

"Publicly Announced"

Regulatory Information

"Regulatory Information Service"

the Listing Rules

"Relevant Authority"

Appendix I of

"subsidiary", "subsidiary undertaking", "associated Companies Act 1985

undertaking" or "undertaking"

"Substantial Interest"

or more of the

undertaking

"United Kingdom" or the "UK" Ireland and its

"United States" and possessions,

of Columbia

"US dollar" or "\$"

"Wider EAGI Group" undertakings of EAGI

venture,

EAGI (or its

interested or any

undertakings

Interest

"Wider EAG Group" undertakings of EAG and

venture,

of the EAG

EAG and such

a Substantial

latest of the first closing date (as defined Code), the date on which the Offer lapses and the Offer becomes or is declared unconditional acceptances

110 pence per EAG Share

The Panel on Takeovers and Mergers

announced publicly and delivered to a

Service prior to the date of this announcement

Any of the services set out in Appendix 3 to

has the meaning given in sub-paragraph (c) of

this announcement

shall be construed in accordance with the

(as amended)

a direct or indirect interest in 20 per cent.

voting or equity capital (or equivalent) of an

United Kingdom of Great Britain and Northern

dependent territories

the United States of America, its territories

any state of the United States and the District

US dollar

EAGI and the subsidiaries and subsidiary

and associated undertakings (including any joint

partnership, firm or company in which any of

subsidiary and subsidiary undertakings) is

undertaking in which the EAGI and such

(aggregating their interests) have a Substantial

EAG and the subsidiaries and subsidiary

associated undertakings (including any joint

partnership, firm or company in which any member

Group is interested or any undertaking in which

undertakings (aggregating their interests) have

Interest)

In this announcement:

(a) all times referred to are London time unless otherwise stated;

(b) all references to legislation in this announcement are to Jersey legislation unless the contrary is indicated. Any reference to any provision of any legislation shall include any amendment, modification, re-enactment or extension thereof;

(c) words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine or neutral gender; and

(d) for the purposes of this document, subsidiary undertaking and parent undertaking have the respective meanings given to them by the Companies Act (but for this purpose ignoring paragraph 20(1)(b) of Schedule 4A of the Companies Act 1985 (as amended)).

This information is provided by RNS

The company news service from the London Stock Exchange

END

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