



Notice is given under section 1 of the Statistics of Trade Act 1947

Acquisition of UK Companies, Shares and Assets by other UK Companies Survey

Office for
National Statistics

Please do not discard this important document - your response is legally required

1 DOM INV GB SEL
London
GB
***** TEST PRINT *****

Please write any changes to your name and address in the box below, using black ink

Date: 09/01/2015

To be completed for: Investment in DOM INV GB SEL

Please complete and return by 31/01/2015

Dear Sir or Madam,

Please find the questionnaire for the Acquisition of UK Companies, Shares and Assets by other UK Companies Survey attached. Once complete, the questionnaire can be returned by post or fax using the details in the box below.

The information supplied is used to produce totals of the number and value of Mergers and Acquisitions (M&A) involving UK companies. The figures for Domestic M&A (where the UK company acquires a controlling interest of another UK company) include details of what instruments are purchased and how the purchases are funded. They are published in a Quarterly Statistical Bulletin covering M&A activity involving UK companies. As well as being a topic of interest in their own right, M&A figures feed into estimates for the UK Balance of Payments and are also used elsewhere within the National Accounts.

You are required by law to complete this questionnaire. If you do not complete and return this questionnaire by 31/01/2015, penalties may be incurred (under section 4 of the Statistics of Trade Act 1947). All the information you provide is kept strictly confidential. It is illegal for us to reveal your data or identify your business to unauthorised persons.

If you believe the questionnaire is not applicable to you, or you are unable to complete the questionnaire for any reason (for example, because the acquisition is yet to complete), please could you provide justification in **Section D, Question 13**. **Please then sign and return the questionnaire by the date stated above.** This will avoid you receiving unnecessary reminders and will enable us to keep records up to date. If required, we will contact you to discuss your response.

Thank you for your co-operation,
Office for National Statistics (ONS)

Questionnaire return details

To return via fax: 01633 652804

To return via post: Please use the prepaid envelope provided which is addressed to:
Office for National Statistics, Government Buildings, Cardiff Road, Newport, NP10 8XG

Contact numbers

If you would like to use our Minicom service for the Deaf 01633 815044

For any other queries, please contact **John Marchrones** 01633 456167
or go to www.ons.gov.uk/surveys

When contacting the office you may be asked for the following information

Survey code: 088 **Reference number:** 49900000001 **Period:** 201503

- Telephone calls may be recorded for training and quality purposes

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Acquisition of UK Companies, Shares and Assets by other UK Companies Survey

Purpose of this questionnaire

The purpose of this questionnaire is to collect data for acquisitions involving United Kingdom (UK) companies, focussing on the ultimate parent perspective of all companies involved. The acquisition could involve an immediate, ultimate, or subsidiary UK company within your group.

This information contributes to the measurement of M&A activity between the UK and the rest of the world. As well as being of interest in their own right, the data contribute to an essential measurement of the UK's Balance of Payments.

Definitions

Acquisition: The purchase of all, or part, of an asset or company. For the purpose of this questionnaire, the term 'acquisition' includes a merger.

Merger: Similar to an acquisition, but refers more strictly to combining all of the interests of the companies involved into a single company.

Asset: For example, a business or a division of a company. An '**asset only**' acquisition is where an asset is acquired, but not any company shares.

UK: Includes England, Scotland, Wales and Northern Ireland, but excludes the Channel Islands and the Isle of Man.

Information required

This questionnaire asks for information about the acquisition detailed on the front page. It is divided into four sections:

- Section A** companies involved and acquisition date
- Section B** amount paid and method of funding
- Section C** what was acquired
- Section D** any further information relating to the acquisition, contact details and signature

STOP If you believe the questionnaire is **not applicable**, or you are unable to provide the details requested (for example, because the acquisition is yet to complete), please could you provide justification in **Section D, Question 13**.

Please also go straight to **Section D** if the acquisition was for:

- **less than 50%** of the share capital of the acquired UK company (if not an asset only acquisition)
- less than **£1.0 million**

Please then sign and return the questionnaire by the date stated. This will avoid you receiving unnecessary reminders and will enable ONS to keep records up to date. If required, ONS will contact you to discuss your response.

How to complete the questionnaire

- Report all figures to the nearest **£0.1 million**.

For example, £65,595,000 = £ , 6 5 . 6 m

- If a question is not applicable, please **leave** blank.
- Give the best estimate you can if you do not have exact figures.

This questionnaire will be scanned, therefore please:

- complete in **black ink**
- ensure letters and numbers are PRINTED and centred within each box
- leave a **space** between each word
- do not use commas , or dashes -
- do not cross sevens 7 or zeros 0

Please keep a photocopy of this questionnaire for your records.



2. What date did the acquisition legally complete?

This is the date on which the acquisition became wholly unconditional. This may be different from the date on which payment was transferred.

D D M M Y Y Y Y

Section B - Amount paid for the acquisition and method of funding

3. What was the total amount paid for the acquisition?

Include

- The total amount paid for:
 - ordinary shares, preference shares and other securities
 - assets (**but** if this is an asset only acquisition, exclude property and intangible assets)
 - goodwill
- The maximum amount for future deferred payments (agreed in principle at the time of the acquisition)

Exclude

- The total amount paid for:
 - debt
 - acquisition costs and / or expenses

To the nearest £0.1 million

£ , . m

4. Of the value you provided in question 3, what was the value funded:

The value of question 4 (the sum of a. to c.) **must equal** the value in question 3.

a. directly from the acquiring company (this may be the immediate or ultimate company), in:

- i. cash? £ , . m
- ii. shares? £ , . m
- iii. all other securities? (Include: fixed interest securities and loan notes. Exclude: debt) £ , . m

b. by other methods of funding?

Please provide details in the box below £ , . m

c. or, to be funded by future deferred payments?

(the maximum amount agreed in principle, at the time of the acquisition) £ , . m



Section C - What was acquired?

5. Was this an 'asset only' acquisition?

Yes → Please go to **Section C.1**

No → Please go to **Section C.2**

Section C.1 - 'Asset only' acquisitions

6. What assets were acquired?

For example: a business or a division of a company. Please provide a brief description in the box provided.

7. Please go to Section D.



Section C.2 - Shares and securities

8. Of the value provided in Question 3, excluding any amount to be paid by future deferred payments, what was the amount paid for:

Include

- cash value given in question 4a
- any amount received for goodwill
- any amount received for assets

Exclude

Any amount:

- to be paid from any future deferred payments
- paid for debt
- paid for acquisition costs and / or expenses

To the nearest £0.1 million

- a. **ordinary shares?**
 These are shares which confer voting rights on the shareholder £ , . m
- b. **preference shares?**
 These are shares which confer no voting rights but may carry priority over ordinary shares in the payment of dividends £ , . m
- c. **other securities (excluding debt)?**
 (for example: loan notes, fixed interest securities, bonds of their own, debentures)..... £ , . m

9. What percentage of the company's ordinary shares were acquired? %

10. What is the total percentage of ordinary shares your company now holds after this latest acquisition? %

11. At the time of the acquisition, were the ordinary shares of the acquired company quoted on any stock exchange?

Yes

No

12. At the time of this acquisition, will the acquired company be delisted from any stock exchange?

Yes

No

N/A



Section D - Further information and contact details

13. Please use the space below to provide any further relevant information.

For example:

- why you could not complete the questionnaire.
- confirmation that the acquisition was for less than £1 million, or for less than 50% of the issued share capital.
- additional information about the acquisition structure or companies involved.

ONS will contact you if necessary.



14. Contact information

Please write the details of the person or persons we should contact if we have any queries regarding the data returned on this questionnaire.

Contact Name 1

Position in business

Company name

Telephone Number Ext

E-mail address

Contact Name 2

Position in business

Company name

Telephone Number Ext

E-mail address



15.



You must sign, date and return the questionnaire

Signature

D D M M Y Y Y Y

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16. **How long has it taken you to complete this questionnaire?** (Please note this question is voluntary).
Include any time spent extracting information from your accounting systems and collating data over the above normal accounting operations.

		hrs	144
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		mins	145
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Thank you for completing this questionnaire.



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