

SCHEDULES

SCHEDULE 8

EMPLOYEE SHARE OWNERSHIP PLANS

PART VI

MATCHING SHARES

Introduction

- 49 If the plan provides for matching shares it must comply with the requirements of this Part of this Schedule.

General requirements for matching shares

- 50 (1) The plan must provide for the matching shares—
- (a) to be shares of the same class and carrying the same rights as the partnership shares to which they relate;
 - (b) to be awarded on the same day as the partnership shares to which they relate are awarded; and
 - (c) to be awarded to all employees who participate in the award on exactly the same basis.
- (2) Sub-paragraph (1) is subject to paragraph 65 (permitted restrictions: provision for forfeiture).

Ratio of matching shares to partnership shares

- 51 (1) The partnership share agreement must specify—
- (a) the ratio of matching shares to partnership shares for the time being offered by the company, and
 - (b) the circumstances and manner in which the ratio may be changed by the company.
- (2) The ratio must not exceed 2:1 and must be applied by reference to the number of shares.
- (3) A partnership share agreement must provide for the employee to be informed by the company if the ratio offered by the company changes before partnership shares are awarded to him under the agreement.

Application of provisions relating to holding period etc.

- 52 The provisions of paragraphs 31 and 32 as to the holding period and related matters apply in relation to matching shares as they apply to free shares.