
**Rules of
Elected Officials
Division 30—Secretary of State
Chapter 56—Take-over Bid Disclosure:
General Provisions**

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Title 15—ELECTED OFFICIALS
Division 30—Secretary of State
Chapter 56—Take-over Bid Disclosure:
General Provisions

15 CSR 30-56.010 Provision to be Included in Certain Take-over Bid Information to Offerees
 (Rescinded February 26, 1993)

AUTHORITY: section 409.413, RSMo 1986. Emergency rule filed Aug. 11, 1978, effective Aug. 23, 1978, expired Dec. 21, 1978. Original rule filed Aug. 11, 1978, effective Feb. 11, 1979. Rescinded: Filed June 24, 1992, effective Feb. 26, 1993.

15 CSR 30-56.015 Filing Requirements

PURPOSE: This rule specifies the filing requirements of the Missouri Takeover Bid Disclosure Act.

(1) Every person filing the registration statement required by section 409.511, RSMo shall pay a fee of two thousand five hundred dollars (\$2,500) to be remitted by check, draft or money order payable to the Director of Revenue, State of Missouri.

(2) Every filing of a registration statement pursuant to section 409.511, RSMo shall include the tender offer statement required by section 14(d) of the Securities Exchange Act of 1934, 15 USC 78n(d). The submission of the tender offer statement will be considered to satisfy the requirements of sections 409.511.2. and 409.516.1(2)–(8) and (11), RSMo.

(3) Every filing of a registration statement pursuant to section 409.511, RSMo shall include a notification in letter form which answers the requirements of section 409.516.1(1), (9), (10) and (12). The letter notification shall contain the numbers of the items of section 409.516, RSMo with the text omitted. The answers to the items shall indicate clearly the coverage of the items. Answer every item. If an answer is inapplicable or the answer is in the negative, so state.

(4) If the take-over bid is not subject to the requirements of section 14(d) of the Securities Exchange Act of 1934, 15 USC 78n(d), a notification in letter form which answers the items required by sections 409.511.2., 409.516.1(2)–(8) and (11) and 409.561(1)–(6), RSMo shall be prepared as previously mentioned in section (3) and

included with the registration statement required by section 409.511, RSMo.

AUTHORITY: section 409.531, RSMo 1986. Original rule filed March 27, 1989, effective June 12, 1989.*

**Original authority: 409.531, RSMo 1986.*

15 CSR 30-56.020 Fees
 (Rescinded February 26, 1993)

AUTHORITY: section 409.413, RSMo 1986. Emergency rule filed Aug. 11, 1978, effective Aug. 23, 1978, expired Dec. 21, 1978. Original rule filed Aug. 11, 1978, effective Feb. 11, 1979. Rescinded: Filed June 24, 1992, effective Feb. 26, 1993.

15 CSR 30-56.025 Tender Offer

PURPOSE: This rule clarifies the meaning of tender offer as defined in the Missouri Take-over Bid Disclosure Act.

(1) A Tender Offer or Request or Invitation for Tenders Within the Meaning of Section 409.500, RSMo. The Missouri Take-over Disclosure Act is a publicly made invitation addressed to all shareholders to tender shares at a given price, characterized by active or widespread solicitation or pressure to accept or reject an offer quickly.

AUTHORITY: section 409.531, RSMo 1986. Original rule filed March 27, 1989, effective June 12, 1989.*

**Original authority: 409.531, RSMo 1986.*

15 CSR 30-56.030 False or Misleading Statements
 (Rescinded February 26, 1993)

AUTHORITY: section 409.413, RSMo 1986. Emergency rule filed Aug. 11, 1978, effective Aug. 23, 1978, expired Dec. 21, 1978. Original rule filed Aug. 11, 1978, effective Feb. 11, 1979. Rescinded: Filed June 24, 1992, effective Feb. 26, 1993.

15 CSR 30-56.040 Fraudulent, Deceptive or Manipulative Practices
 (Rescinded February 26, 1993)

AUTHORITY: section 409.413, RSMo 1986. Emergency rule filed Aug. 11, 1978, effective Aug. 23, 1978, expired Dec. 21, 1978. Original rule filed Aug. 11, 1978, effective

Feb. 11, 1979. Rescinded: Filed June 24, 1992, effective Feb. 26, 1993.

15 CSR 30-56.050 Hearing Procedure
 (Rescinded February 26, 1993)

AUTHORITY: section 409.413, RSMo 1986. Emergency rule filed Aug. 11, 1978, effective Aug. 23, 1978, expired Dec. 21, 1978. Original rule filed Aug. 11, 1978, effective Feb. 11, 1979. Rescinded: Filed June 24, 1992, effective Feb. 26, 1993.