

## Chapter 13

Contents of circulars:  
Premium listing

## 13.1 Preliminary

### Application

13.1.1 **R** This chapter applies to a *company* that has a *premium listing*.

### Listed company to ensure circulars comply with chapter

13.1.2 **R** A *listed company* must ensure that *circulars* it issues to holders of its *listed equity shares* comply with the requirements of this chapter.

### Incorporation by reference

13.1.3 **R** Information may be incorporated in a *circular* issued by a *listed company* by reference to relevant information contained in:

- (1) an approved *prospectus* or listing particulars of that *listed company*;  
or
- (2) any other published *document* of that *listed company* that has been filed with the *FCA*.

13.1.4 **R** Information incorporated by reference must be the latest available to the *listed company*.

13.1.5 **R** Information required by **LR 13.3.1R (1)** **(2)** must not be incorporated in the *circular* by reference to information contained in another document.

13.1.6 **R** When information is incorporated by reference, a cross reference list must be provided in the *circular* to enable *security* holders to identify easily specific items of information. The cross reference list must specify where the information can be accessed by *security* holders.

### Omission of information

13.1.7 **G** The *FCA* may authorise the omission of information required by **LR 13.3** to **LR 13.6**, **LR 13.8** and **LR 13 Annex 1**, if it considers that disclosure of that information would be contrary to the public interest or seriously detrimental to the *listed company*, provided that that omission would not be likely to mislead the public with regard to facts and circumstances, knowledge of which is essential for the assessment of the matter covered by the *circular*.

13.1.8 **R** A request to the *FCA* to authorise the omission of specific information in a particular case must:

- (1) be made in writing by the *listed company*;
- (2) identify the specific information concerned and the specific reasons for the omission; and
- (3) state why in the *listed company's* opinion one or more grounds in ■ LR 13.1.7 G apply.

**Sending information to holders of listed equity shares**.....

13.1.9 **R** A supplementary *circular* must be sent to holders of *listed equity shares* no later than 7 days prior to the date of a meeting at which a vote which is expressly required under the *listing rules* will be taken.

13.1.10 **G** It may be necessary for a convened shareholder meeting to be adjourned to comply with ■ LR 13.1.9 R.