

**LISTING RULES (PRIMARY MARKETS EFFECTIVENESS) (MINIMUM
MARKET CAPITALISATION) INSTRUMENT 2021**

Powers exercised

- A. The Financial Conduct Authority (“the FCA”) makes this instrument in the exercise of the following powers and related provisions in the Financial Services and Markets Act 2000 (“the Act”):
- (1) section 73A (Part 6 Rules);
 - (2) section 96 (Obligations of issuers of listed securities);
 - (3) section 137A (The FCA's general rules); and
 - (4) section 137T (General supplementary powers).
- B. The rule-making powers listed above are specified for the purpose of section 138G(2) (Rule-making instruments) of the Act.

Commencement

- C. This instrument comes into force on 3 December 2021.

Amendments to the Handbook

- D. The Listing Rules sourcebook (LR) is amended in accordance with the Annex to this instrument.

Citation

- E. This instrument may be cited as the Listing Rules (Primary Markets Effectiveness) (Minimum Market Capitalisation) Instrument 2021.

By order of the Board
25 November 2021

Annex

Amendments to the Listing Rules sourcebook (LR)

In this Annex, underlining indicates new text and striking through indicates deleted text, unless otherwise stated.

2 Requirements for listing: All securities

...

2.2 Requirements for all securities

...

Market capitalisation

- 2.2.7 R (1) The expected aggregate market value of all *securities* (excluding *treasury shares* and shares of a closed-ended investment fund or open-ended investment company) to be *listed* must be at least:
- (a) ~~£700,000~~ £30 million for *shares*; and
 - (b) £200,000 for *debt securities*.
- (1A) The expected aggregate market value of *shares* of a closed-ended investment fund or open-ended investment company to be listed must be at least £700,000.
- ...
- (3) ~~Paragraph~~ Paragraphs (1) and (1A) does do not apply if *securities* of the same *class* are already *listed*. [Note: articles 43 and 48 *CARD*]

...

After LR TR 15 (Transitional Provisions for a prospectus approved before IP completion day), insert the following new TR 16 (Transitional Provisions in relation to market capitalisation under LR 2.2.7 R(1)). The text is not underlined.

TR 16 Transitional Provisions in relation to market capitalisation under LR 2.2.7 R(1)

Transitional provisions for applications for admission to listing

(1)	(2) Material to which the transitional provision applies	(3)	(4) Transitional provision	(5) Transitional provision: dates in force	(6) Handbook provision coming into force
1.	LR 2.2.7 R(1)	R	These transitional provisions apply to an <i>applicant</i> for the <i>admission</i> of <i>shares</i> :	3 December 2021 Indefinite	3 December 2021
			(a) that has made a complete submission to the <i>FCA</i> for an eligibility review for <i>listing</i> by 4:00pm on 2 December 2021;		
			(b) whose submission for an eligibility review for <i>listing</i> has not been withdrawn or lapsed;		
			(c) that makes an application for <i>listing</i> in accordance with <i>LR</i> 3 on or before 2 June 2023; and		
			(d) whose overall business proposition has not materially changed between its submission in (a) and when it applies for <i>listing</i> in (c).		
			[Note: guidance on submissions for an eligibility review for <i>listing</i> can be accessed on the <i>FCA</i> 's Knowledge Base at https://www.fca.org.uk/markets/primary-markets/knowledge-base .]		
2.	LR 2.2.7 R(1)	R	The expected aggregate market value of all <i>shares</i> (excluding <i>treasury shares</i>) to be <i>listed</i> must be at least £700,000.	3 December 2021 Indefinite	3 December 2021

Transitional provisions for shell companies

(1)	(2) Material to which the transitional provision applies	(3)	(4) Transitional provision	(5) Transitional provision: dates in force	(6) Handbook provision coming into force
1.	LR 2.2.7 R(1)	R	These transitional provisions apply to a <i>shell company</i> :	3 December 2021	3 December 2021
			(a) that had a <i>listing</i> of <i>shares</i> or <i>certificates representing equity securities</i> immediately before 3 December 2021; and	Indefinite	
			(b) that makes complete submissions to the <i>FCA</i> for an eligibility review for <i>listing</i> and a <i>prospectus</i> review in relation to its proposed application for <i>listing</i> in accordance with <i>LR 5.6.21R</i> by 4:00pm on 1 December 2023; and		
			(c) whose submissions for an eligibility review for <i>listing</i> and a <i>prospectus</i> review have not been withdrawn or lapsed.		
			[Note: guidance on submissions for an eligibility review for <i>listing</i> and a <i>prospectus</i> review can be accessed on the <i>FCA</i> 's Knowledge Base at https://www.fca.org.uk/markets/primary-markets/knowledge-base .]		
2.	LR 2.2.7 R(1)	R	The expected aggregate market value of all <i>shares</i> (excluding <i>treasury shares</i>) to be <i>listed</i> must be at least £700,000.	3 December 2021 Indefinite	3 December 2021

Transitional provisions for issuers of listed shares

(1)	(2) Material to which the transitional provision applies	(3)	(4) Transitional provision		(5) Transitional provision: dates in force	(6) Handbook provision coming into force
1.	LR 2.2.7 R(1)	R	These transitional provisions apply to an <i>issuer</i> (except a <i>closed-ended investment fund</i> or an <i>open-ended investment company</i>) that:		3 December 2021 Indefinite	3 December 2021
			(a)	had at least one <i>class</i> of <i>listed shares</i> immediately before 3 December 2021;		
			(b)	continues to have at least one <i>class</i> of <i>listed shares</i> ; and		
			(c)	is applying for another <i>class</i> of <i>shares</i> to be <i>listed</i> .		
2.	LR 2.2.7 R(1)	R	The expected aggregate market value of all <i>shares</i> (excluding <i>treasury shares</i>) to be <i>listed</i> must be at least £700,000.		3 December 2021 Indefinite	3 December 2021