

Glossary

G Guidance on the Glossary of definitions

1. The *rules* and *guidance* for interpreting the *Handbook* are to be found in ■ GEN 2 (Interpreting the Handbook)
2. The *guidance* in the following paragraphs reminds the reader of some practical points for interpreting *Handbook* text.
3. Each sourcebook or manual has a reference code of two or more letters, usually a contraction or abbreviation of its title (for example, *GEN* stands for the General Provisions and *COBS* for the Conduct of Business sourcebook). The meaning of each of these codes is given in the *Glossary*.
4. Expressions used in the *Handbook* which are defined in the *Glossary* appear in the text in italic type (■ GEN 2.2.7 R (1) (Use of defined expressions)). An expression which is not shown in the text in italics has its natural meaning unless the context otherwise requires (■ GEN 2.2.9 G).
5. An expression which appears in the text in italics, but is not itself defined in the *Glossary*, should be read in the same sense as the expression to which it relates (for example, "*advice on investments*" and "*advise on investments*" are related to "*advising on investments*", so the reader should refer to the definition of "*advising on investments*" for their meaning). (■ GEN 2.2.7 R (2) and ■ GEN 2.2.8 G).
6. The words "in writing", unless the contrary intention appears, mean in legible form and capable of reproduction on paper; they include electronic communication (■ GEN 2.2.14 R (References to writing)).
7. The Interpretation Act 1978 applies to the *Handbook*, so (unless the contrary intention appears):
 - (1) the singular includes the plural, and the plural the singular (■ GEN 2.2.12 G (3));
 - (2) the masculine includes the feminine (■ GEN 2.2.12 G (3));
 - (3) a reference to a statutory provision is a reference to it as amended from time to time (■ GEN 2.2.12 G (2)); under ■ GENPRU 2.2.13 G (Cross-references in the Handbook) the same applies to a provision in the Handbook.
8. Many of the defined expressions in the *Glossary* are used or defined in the *Act* or in a statutory instrument made under it. In these cases, the *Glossary* refers to the statutory provision which is the source of the *Handbook* definition. Where there is a short statutory definition, the *Glossary* sets out the definition in full.

Where the statutory definition is long, the *Glossary* gives a summary of it, and states that it is a summary.

Glossary - A

<i>1986 Act</i>	(in <i>BSOCS</i>) the Building Societies Act 1986.
<i>2013 Pensions Regulations</i>	the Occupational and Personal Pension Schemes (Disclosure of Information) Regulations 2013 (SI 2013/2734).
<i>2015 Interchange Regulations</i>	(in FEES 9) The Payment Card Interchange Fee Regulations 2015 (SI 2015/1911).
<i>above-threshold non-UK AIFM</i>	a <i>non-UK AIFM</i> that is not a <i>small AIFM</i> .
<i>abridged advice</i>	advice in relation to a <i>pension transfer</i> that is not <i>full pension transfer</i> or <i>conversion advice</i> (see ■ COBS 19.1A (Special rules for giving abridged advice)).
<i>accepting deposits</i>	the <i>regulated activity</i> , specified in article 5 of the <i>Regulated Activities Order</i> (Accepting deposits), which is in summary: accepting <i>deposits</i> if: <ul style="list-style-type: none"> (a) money received by way of <i>deposit</i> is lent to others; or (b) any other activity of the <i>person</i> accepting the <i>deposit</i> is financed, wholly or to a material extent, out of the capital of or interest on money received by way of <i>deposit</i>.
<i>accident</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 1 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), providing fixed pecuniary benefits or benefits in the nature of indemnity (or a combination of both) against risks of the <i>person</i> insured or, in the case of a contract made under section 140, 140A or 140B of the Local Government Act 1972 (or, in Scotland, section 86(1) of the Local Government (Scotland) Act 1973), a <i>person</i> for whose benefit the contract is made: <ul style="list-style-type: none"> (a) sustaining injury as the result of an accident or of an accident of a specified class; or (b) dying as a result of an accident or an accident of a specified class; or (c) becoming incapacitated in consequence of disease or of disease of a specified class; including contracts relating to industrial injury and occupational disease but excluding contracts within paragraph 2 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Sickness) and contracts within paragraph IV of Part II of that Schedule (Permanent health).
<i>account</i>	(1) (in relation to a <i>dormant asset</i> relating to a <i>bank</i> or <i>building society</i>) has the meaning given in section 9 of the Dormant Bank and Building Society Accounts Act 2008, which is in summary: <ul style="list-style-type: none"> (a) an account which has at all times consisted only of <i>money</i> and is provided by a <i>bank</i> or <i>building society</i> as part of its activity of <i>accepting deposits</i>; and (b) in relation to a <i>building society</i>, it includes an <i>account</i> representing <i>shares</i> in the <i>society</i>, other than: <ul style="list-style-type: none"> (i) <i>preferential shares</i>; or

account
information
service

(ii) deferred *shares* within the meaning given in section 119(1) of the Building Societies Act 1986.

(2)(in relation to a *dormant asset* relating to a *long-term insurance contract*, and an insurance institution as defined in section 2 of the Dormant Assets Act 2022) has the meaning given in section 3 of the Dormant Assets Act 2022 in relation to eligible insurance proceeds, which in summary is *cash* proceeds of a *long-term insurance contract*, after the appropriate adjustments have been made for such things as interest due and fees and charges payable, but excluding a contract relating to a *with-profits policy*, or an industrial assurance policy, or a policy that is subject to a trust, or proceeds held in a lifetime ISA where their transfer to a *dormant asset fund operator* would result in liability to pay a withdrawal charge to HMRC.(3)(in relation to a *dormant asset* relating to a *personal pension scheme*, and a pensions institution as defined in section 5 of the Dormant Assets Act 2022) has the meaning given in section 6 of the Dormant Assets Act 2022 in relation to eligible pension benefits, which in summary means any of the following amounts (that have become payable after the appropriate adjustments have been made for such things as interest due and fees and charges payable):

(a)pension benefits in the form of *income withdrawal* that have become payable under a *personal pension scheme*; or

(b)pension benefits that have become payable under a *personal pension scheme*:

(i)under which all benefits that may be provided are *money-purchase benefits*; and

(ii)which is not and has at no time been a *qualifying scheme* or an *automatic enrolment scheme* in relation to the member to, or in respect of, whom the benefits are payable; or

(c)any amount available to be paid as benefits under a *personal pension scheme* of a kind mentioned in (b),

but excluding benefits provided from sums invested in a *with-profits fund*.

(in accordance with regulation 2(1) of the *Payment Services Regulations*) an online service to provide consolidated information on one or more *payment accounts* held by the *payment service user* with another *payment service provider* or with more than one *payment service provider*, and includes such a service whether information is provided:

(a)in its original form or after processing;

(b)only to the *payment service user* or to the *payment service user* and to another *person* in accordance with the *payment service user's* instructions.

<i>account information service provider</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service provider</i> which provides <i>account information services</i> .
<i>account servicing payment service provider</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service provider</i> providing and maintaining a <i>payment account</i> for a <i>payer</i> .
<i>accountable functions</i>	<p>(in relation to an <i>approved person</i>) the functions described in ■ APER 1.1A.2R, which are in summary:</p> <p>(a) <i>FCA controlled functions</i> in ■ SUP 10A (FCA Approved persons in Appointed Representatives); and</p> <p>(b) [deleted]</p> <p>(c) any other functions of the <i>approved person</i> in relation to the carrying on of a <i>regulated activity</i>;</p> <p>in relation to that <i>approved person's authorised approved person employer</i>.</p>
<i>accountable higher management function</i>	(in APER) any <i>accountable function</i> that is an <i>FCA controlled function</i> that is a <i>significant-influence function</i> .
<i>Accounting Directive</i>	Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Council Directive 78/660/EEC and 83/349/EEC.
<i>accounting reference date</i>	<p>(1) (except in <i>COLL</i>):</p> <p>(a) (in relation to a <i>company</i> incorporated in the <i>United Kingdom</i> under the Companies Acts) the accounting reference date of that <i>company</i> determined in accordance with section 391 of the Companies Act 2006;</p> <p>(b) (in relation to any other body) the last <i>day</i> of its financial year.</p> <p>(2) (in <i>COLL</i>): the date stipulated in the <i>prospectus</i> on which the <i>annual accounting period</i> of an <i>authorised fund</i> ends.</p>
<i>accredited body</i>	<p>any of the following bodies recognised by the <i>FCA</i> for the purpose of providing the independent verification required under ■ TC 2.1.27 R</p> <p>(a) CFA Society of the UK;</p> <p>(b) The Chartered Insurance Institute;</p> <p>(c) The Institute of Financial Planning (accredited body until 31 October 2015);</p> <p>(d) The Chartered Institute for Securities and Investment;</p> <p>(e) The Chartered Banker Institute;</p>

	<p>(f)The London Institute of Banking & Finance (accredited body until 31 March 2023);</p> <p>(ff)The London Institute of Banking & Finance Limited;</p> <p>(g)The Institute of Chartered Accountants in England and Wales (accredited body until 31 December 2017);</p> <p>(h)The Pensions Management Institute (accredited body until 31 May 2019).</p>
<i>accrued rights charge</i>	a charge used by an <i>operator</i> for a <i>qualifying scheme</i> which is calculated solely by reference to the value of a member's rights accrued under a <i>qualifying scheme</i> . 'Rights' has the same meaning as in article 82 of the <i>Regulated Activities Order</i> , that is, the <i>specified investment</i> of rights under a <i>personal pension scheme</i> or a <i>stakeholder pension scheme</i> .
<i>accrued pension fund value</i>	the current value of a <i>relevant pension scheme member's</i> accrued rights, expressed as a single amount.
<i>accrued pension value</i>	an <i>accrued pension pot value</i> , an <i>accrued pension fund value</i> , or an <i>annualised accrued pension value</i> .
<i>accrued pension pot value</i>	the current value of the pension benefits of a <i>relevant pension scheme member</i> expressed as a single amount.
<i>accumulating with-profits policy</i>	a <i>with-profits insurance contract</i> which has a readily identifiable current benefit, whether or not this benefit is currently realisable, which is adjusted by an amount explicitly related to the amount of any <i>premium</i> payment and to which additional benefits are added in respect of participation in profits by additions directly related to the current benefit or a policy with similar characteristics.
<i>accumulation unit</i>	a <i>unit</i> in respect of which income is credited periodically to <i>capital property</i> under ■ COLL 6.8.3 R (Income allocation and distribution).
ACD	<i>authorised corporate director</i> .
<i>acknowledgement letter</i>	(in ■ CASS 7) a <i>client bank account acknowledgement letter</i> (a letter in the form of the template in ■ CASS 7 Annex 2 R), a <i>client transaction account acknowledgement letter</i> (s a letter in the form of the template in ■ CASS 7 Annex 3 R) or an <i>authorised central counterparty acknowledgment letter</i> (a letter in the form of the template in ■ CASS 7 Annex 4 R).
<i>acknowledgement letter fixed text</i>	<p>(1) (in ■ CASS 7) the text in the template <i>acknowledgement letters</i> in ■ CASS 7 Annex 2 R, ■ CASS 7 Annex 3 R and ■ CASS 7 Annex 4 R that is not in square brackets.</p> <p>(2) (in ■ CASS 11) the text in the template <i>acknowledgement letters</i> in ■ CASS 11 Annex 1R that is not in square brackets.</p> <p>(3)(in ■ CASS 13) the text in the <i>client bank account acknowledgement letter</i> that is not in square brackets.</p>
<i>acknowledgement letter variable text</i>	(1) (in ■ CASS 7) the text in the template <i>acknowledgement letters</i> in ■ CASS 7 Annex 2 R, ■ CASS 7 Annex 3 R, and ■ CASS 7 Annex 4 R that is in square brackets.

	<p>(2) (in ■ CASS 11) the text in the template <i>acknowledgement letters</i> in ■ CASS 11 Annex 1R that is in square brackets.</p> <p>(3)(in ■ CASS 13) the text in the <i>client bank account acknowledgement letter</i> that is in square brackets.</p>
ACS	an <i>authorised contractual scheme</i> .
Act	the Financial Services and Markets Act 2000.
acting as trustee or depositary of an AIF	<p>the <i>regulated activity</i>, specified in article 51ZD of the <i>Regulated Activities Order</i>, which is, in summary, acting as:</p> <ul style="list-style-type: none"> (a) a depositary of an <i>AIF</i> falling within article 51ZD(2) of the <i>Regulated Activities Order</i>; (b) the <i>trustee</i> of an authorised unit trust which is an <i>AIF</i> that does not fall within article 51ZD(2) of the <i>Regulated Activities Order</i>; (c) the depositary of an <i>open-ended investment company</i> or of an <i>authorised contractual scheme</i> which is an <i>AIF</i> that does not fall within article 51ZD(2) of the <i>Regulated Activities Order</i>.
acting as trustee or depositary of a UK UCITS	<p>the <i>regulated activity</i>, specified in article 51ZB of the <i>Regulated Activities Order</i> which is, in summary, acting as:</p> <ul style="list-style-type: none"> (a) a trustee of an <i>authorised unit trust scheme</i>; or (b) a depositary of an <i>open-ended investment company</i>; or (c) a depositary of an <i>authorised contractual scheme</i>; <p>where that company or scheme is a <i>UK UCITS</i>.</p>
active pension scheme member	a member of a <i>relevant pension scheme</i> who is accruing benefits in that <i>relevant pension scheme</i> .
actuarial body	the Institute and Faculty of Actuaries.
actuarial function	<i>PRA controlled function</i> described more fully in ■ SUP 4.3.13R, <i>PRA Rulebook: Non Solvency II firms: Actuarial Requirements 5</i> , and, for a <i>Solvency II firm</i> , <i>PRA Rulebook: Solvency II firms: Conditions Governing Business 6.1</i> .
actuarial health insurance	(in the context of the <i>rules</i> in ■ INSPRU 1.1 concerning the calculation of the <i>general insurance capital requirement</i>), health insurance which meets all the conditions set out in ■ INSPRU 1.1.72 R .
actuarial investigation	<p>(1) (other than in <i>COBS</i>) an investigation to which ■ IPRU-INS rule 9.4 as at 31 December 2015 applies.(2) (in <i>COBS</i> and ■ SUP 4) for a <i>Solvency II firm</i>, an investigation having regard to generally accepted actuarial practice, carried out at least once in every 12-month period with advice, as appropriate, from the persons holding the <i>with-profits actuary function</i> and the <i>actuarial function</i>.</p>
actuarial valuation date	the date as at which the <i>mathematical reserves</i> are calculated.

<i>actuary</i>	a fellow of an <i>actuarial body</i> or (in connection with <i>general insurance business</i>) a Fellow of the Casualty Actuarial Society who is a member of an <i>actuarial body</i> .
<i>actuating purpose</i>	a purpose which motivates or incites a <i>person</i> to act.
<i>acquirer</i>	a <i>payment service provider</i> contracting with a <i>payee</i> to enable them to accept <i>payment transactions</i> made by means of any card, telecommunication, digital or IT device or software, and which result in a transfer of funds to the <i>payee</i> .
<i>acquiring payment transactions</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service</i> provided by a <i>payment service provider</i> contracting with a <i>payee</i> to accept and process <i>payment transactions</i> which result in a transfer of funds to the <i>payee</i> .
<i>additional own-initiative variation power</i>	the FCA's power under Schedule 6A to the Act (Variation or cancellation of <i>Part 4A permission</i> on initiative of FCA: additional power) to vary or cancel the <i>Part 4A permission</i> of an <i>FCA-authorised person</i> otherwise than on the application of that <i>person</i> .
<i>additional product</i>	an <i>optional additional product</i> or <i>mandatory additional product</i> .
<i>additional tier 1 capital</i>	(1)(in <i>MIFIDPRU</i>) as defined in article 61 of the <i>UK CRR</i> , as applied and modified by ■ <i>MIFIDPRU 3.4</i> . (2)(except in <i>MIFIDPRU</i>) as defined in article 61 of the <i>UK CRR</i> .
<i>additional tier 1 instrument</i>	(1)(in relation to an instrument issued by a <i>MIFIDPRU investment firm</i>) a capital instrument that qualifies as an additional tier 1 capital instrument under article 52 of the <i>UK CRR</i> as applied and modified by the requirements in ■ <i>MIFIDPRU 3.4</i> . (2)(in any other case) a capital instrument that qualifies as an additional tier 1 capital instrument under article 52 of the <i>UK CRR</i> .
<i>administering a benchmark</i>	the <i>regulated activity</i> specified in article 63S of the <i>Regulated Activities Order</i> , which, in summary, means acting as the administrator of a benchmark as defined in article 3.1(3) of the <i>benchmarks regulation</i> ;
<i>administering a home finance transaction</i>	any of the <i>regulated activities</i> of <i>administering a regulated mortgage contract</i> , <i>administering a home purchase plan</i> , <i>administering a home reversion plan</i> or <i>administering a regulated sale and rent back agreement</i> .
<i>administering a home purchase plan</i>	the <i>regulated activity</i> , specified in article 63F(2) of the <i>Regulated Activities Order</i> , which is in summary: administering a <i>home purchase plan</i> where the plan was entered into by way of business on or after 6 April 2007.
<i>administering a home reversion plan</i>	the <i>regulated activity</i> , specified in article 63B(2) of the <i>Regulated Activities Order</i> , which is in summary: administering a <i>home reversion plan</i> where the plan was entered into on or after 6 April 2007.

<i>administering a regulated lifetime mortgage contract</i>	the <i>regulated activity</i> , specified in article 61(2) of the <i>Regulated Activities Order</i> , which is in summary: administering a <i>regulated mortgage contract</i> (which is a <i>lifetime mortgage</i>) where the contract was entered into on or after 31 October 2004.
<i>administering a regulated mortgage contract</i>	<p>the <i>regulated activity</i>, specified in article 61(2) of the <i>Regulated Activities Order</i>, which is in summary: administering a <i>regulated mortgage contract</i> where:</p> <ul style="list-style-type: none"> (a) the contract was entered into by way of business on or after 31 October 2004; or (b) the contract was entered into by way of business before that date and is a <i>legacy CCA mortgage contract</i>.
<i>administration charge</i>	<p>(1) (except for the purposes of ■ COBS 19.5 and ■ COBS 19.8), any charge made which:</p> <ul style="list-style-type: none"> (a) relates to the money purchase benefits accruing to a member of a <i>qualifying scheme</i> whose <i>workplace pension contributions</i> are invested by way of a <i>default arrangement</i>; and (b) is levied on: <ul style="list-style-type: none"> (i) any of that member's <i>workplace pension contributions</i>; or (ii) any income or capital gain arising from the investment of such <i>workplace pension contributions</i>; or (iii) the value of the member's rights, insofar as those rights involve money purchase benefits, under the scheme; and (c) is levied to meet the administrative expenses of the scheme, to pay commission or to be deployed in any other way that does not result in the provision of pension benefits for or in respect of such a member; but an <i>administration charge</i> does not include any charge made for costs: <ul style="list-style-type: none"> (d) incurred directly as a result of buying, selling, lending or borrowing investments; (e) incurred solely in providing benefits in respect of the death of such a member of a <i>qualifying scheme</i>; (f) in complying with a court order, where that order has provided that the <i>operator</i> may recover those costs; (g) arising from earmarking orders or pension sharing arrangements pursuant to regulations made under section 24 or 41 of the Welfare Reform and Pensions Act 1999. <p>(2) (for the purposes of ■ COBS 19.5 and ■ COBS 19.8 only), in relation to a member of a pension scheme or (for the purposes of ■ COBS 19.5 only) a pathway investor, means any of the following to the extent that they may be used to meet the administrative expenses of the scheme or (for the purposes of ■ COBS 19.5 only) the <i>pathway investment</i>, to pay commission or in any other way that does not result in the provision of pension benefits for or in respect of members or (for the purposes of ■ COBS 19.5 only) pathway investors:</p>

	<p>(a)any payments made to the scheme or (for the purposes of ■ COBS 19.5 only) for a <i>pathway investment</i> by, or on behalf or in respect of, the member or (for the purposes of ■ COBS 19.5 only) pathway investor; or</p> <p>(b)any income or capital gain arising from the investment of such payments; or</p> <p>(c)the value of the member’s rights under the scheme or (for the purposes of ■ COBS 19.5 only) the pathway investor’s rights under the <i>pathway investment</i>;</p> <p>but an administration charge does not include any charge made for costs:</p> <p>(d)incurred directly as a result of buying, selling, lending or borrowing <i>investments</i>; or</p> <p>(e)incurred solely in providing benefits in respect of the death of such a member or (for the purposes of ■ COBS 19.5 only) pathway investor; or</p> <p>(f)incurred in complying with a court order, where that order has provided that the <i>operator</i>, trustee or manager of the scheme or (for the purposes of ■ COBS 19.5 only) <i>pathway investment</i> may recover those costs; or</p> <p>(g)arising from earmarking orders or pension sharing arrangements pursuant to regulations made under section 24 or section 41 of the Welfare Reform and Pensions Act 1999.</p>
<i>administrative data</i>	(in relation to <i>pensions dashboard view data</i>) information of an administrative nature about a <i>relevant pension scheme</i> specified in ■ COBS 19.11.18R.
<i>administrative expenses</i>	has the meaning set out in the <i>insurance accounts rules</i> .
<i>administrator</i>	(in ■ COBS 19.11) the <i>person</i> responsible for the administration of a <i>relevant pension scheme</i> .
<i>administering a regulated sale and rent back agreement</i>	<p>the <i>regulated activity</i>, specified in article 63J(2) of the <i>Regulated Activities Order</i>, which is in summary any of the following:</p> <p>(a) notifying the agreement seller of changes in payment due under a <i>regulated sale and rent back agreement</i> or of other matters of which that <i>agreement</i> requires him to be notified;</p> <p>(b) taking any necessary steps for the purpose of making payments to the agreement seller under that <i>agreement</i>; and</p> <p>(c) taking any necessary steps for the purposes of collecting or recovering payments due under that <i>agreement</i> from the agreement seller;</p> <p>but a <i>person</i> is not to be treated as administering a <i>regulated sale and rent back agreement</i> because he has, or exercises, a right to take action for the purposes of enforcing that <i>agreement</i> (or to require that such action is or is not taken);and in relation to a <i>person</i> who acquires obligations or rights under a <i>regulated sale and rent back agreement</i>, an activity is a specified kind of activity for the purposes of this definition</p>

	only if the <i>agreement</i> was entered into by the agreement provider (rather than the obligations or rights acquired) on or after 1 July 2009.
<i>administering a specified benchmark</i>	<p>The <i>regulated activity</i>, specified in article 63O(1)(b) of the <i>Regulated Activities Order</i>, which means:</p> <ul style="list-style-type: none"> (1) administering the arrangements for determining a <i>specified benchmark</i>, or (2) collecting, analysing or processing information or expressions of opinion for the purpose of determining a <i>specified benchmark</i>, or (3) determining a <i>specified benchmark</i> through the application of a formula or other method of calculation to the information or expressions of opinion provided for that purpose.
<i>administrative functions</i>	<ul style="list-style-type: none"> (a) (in relation to managing <i>investments</i>): <ul style="list-style-type: none"> (i) arranging settlement; (ii) monitoring and processing corporate actions; (iii) <i>client</i> account administration, liaison and reporting, including valuation and performance measurement; (iv) <i>ISA</i> or <i>CTF</i> administration; (v) <i>investment trust savings scheme</i> administration; (b) (in relation to <i>effecting</i> or carrying out <i>life policies</i>): <ul style="list-style-type: none"> (i) new business administration; (ii) <i>policy</i> alterations including surrenders and <i>policy</i> loans; (iii) preparing <i>projections</i>; (iv) processing claims including pension payments; (v) fund switching; (c) (in relation to the operation of a <i>stakeholder pension scheme</i>): <ul style="list-style-type: none"> (i) new business administration; (ii) receipt of or alteration to contributions; (iii) preparing <i>projections</i> and annual statements; (iv) administration of transfers; (v) handling claims, including pension payments; (vi) fund allocation and switching.
<i>admissible asset</i>	has the same meaning as 'admissible asset' in the insurance sectors of the <i>PRA Rulebook: Glossary</i> .
<i>admission or admission to listing</i>	(in <i>UKLR</i>) admission of <i>securities</i> to the <i>official list</i> .

<i>admission to trading</i>	<p>(1) (in <i>UKLR</i>) admission of <i>securities</i> to trading on an <i>RIE's</i> market for <i>listed securities</i>.</p> <p>(2) (in <i>PRR</i> and <i>DTR</i>) admission to trading on a <i>regulated market</i>.</p> <p>(3) (elsewhere in the <i>Handbook</i>)(in relation to an <i>investment</i> and an exchange) the process by which the exchange permits members of the exchange to enter into transactions in that <i>investment</i> under and subject to the rules of the exchange.</p>
<i>ADR Directive</i>	Directive 2013/11/EU of the European Parliament and of the Council of 21 May 2013 on alternative dispute resolution for consumer disputes and amending Regulation (EC) No 2006/2004 and Directive 2009/22/EC.
<i>ADR entity</i>	any alternative dispute resolution entity, as defined in regulation 4 of the <i>ADR Regulations</i> . [Note: article 4(1) of the <i>ADR Directive</i>]
<i>ADR Regulations</i>	the Alternative Dispute Resolution for Consumer Disputes (Competent Authorities and Information) Regulations 2015 (SI 2015/542).
<i>advance payment</i>	includes any deposit but does not include a <i>repayment</i> of <i>credit</i> or any insurance premium or any amount entering in the <i>total charge for credit</i> .
<i>advertisement</i>	<p>(in <i>PRR</i>) (as defined in the <i>Prospectus Regulation</i>) a communication with both of the following characteristics:</p> <p>(a) relating to a specific offer to the public of securities or to an admission to trading on a regulated market; and</p> <p>(b) aiming to specifically promote the potential subscription or acquisition of securities.</p>
<i>advice, investigation or representation in relation to a claim for a specified benefit</i>	the <i>regulated activity</i> , specified in article 89K of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to a <i>claim for a specified benefit</i> .
<i>advice, investigation or representation in relation to a criminal injury claim</i>	the <i>regulated activity</i> , specified in article 89L of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to a <i>criminal injury claim</i> .
<i>advice, investigation or representation in relation to an employment-related claim</i>	the <i>regulated activity</i> , specified in article 89M of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to an <i>employment-related claim</i> .

advice, investigation or representation in relation to a financial services or financial product claim	the <i>regulated activity</i> , specified in article 89I of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to a financial services or financial product <i>claim</i> .
advice, investigation or representation in relation to a housing disrepair claim	the <i>regulated activity</i> , specified in article 89J of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to a <i>housing disrepair claim</i> .
advice, investigation or representation in relation to a personal injury claim	the <i>regulated activity</i> , specified in article 89H of the <i>Regulated Activities Order</i> , of each of advising a <i>claimant</i> or potential <i>claimant</i> , investigating a <i>claim</i> and representing a <i>claimant</i> , in relation to a <i>personal injury claim</i> .
adviser	(1) (except in IPRU(INV) 13) an individual who is: a <i>representative</i> , an <i>appointed representative</i> or a <i>tied agent</i> (2) (in IPRU(INV) 13) a <i>financial adviser</i> .
adviser charge	any form of charge payable by or on behalf of a <i>retail client</i> to a <i>firm</i> in relation to the provision of a <i>personal recommendation</i> by the <i>firm</i> in respect of a <i>retail investment product</i> , <i>pension transfer</i> , <i>pension conversion</i> , <i>pension opt-out</i> or <i>P2P agreement</i> (or any related service provided by the <i>firm</i>) which: (a) is agreed between that <i>firm</i> and the <i>retail client</i> in accordance with the <i>rules</i> on adviser charging and remuneration (■ COBS 6.1A); and (b) is not a <i>consultancy charge</i> .
advising on conversion or transfer of pension benefits	the <i>regulated activity</i> specified in article 53E of the <i>Regulated Activities Order</i> , which is described in ■ PERG 2.7.16GG.
advising on investments (except P2P agreements)	the <i>regulated activity</i> , specified in article 53(1) of the <i>Regulated Activities Order</i> (Advising on investments), which is in summary: advising a <i>person</i> if the advice is: (1) given to the <i>person</i> in their capacity as an investor or potential investor, or in their capacity as agent for an investor or a potential investor; and

	<p>(2)advice on the merits of their doing any of the following (whether as principal or agent):</p> <p>(a)<i>buying, selling</i>, subscribing for, exchanging, redeeming, holding or underwriting a particular <i>investment</i> which is a <i>security, structured deposit or relevant investment</i> (that is, any <i>designated investment</i> (other than a <i>P2P agreement</i>), <i>funeral plan contract, pure protection contract, general insurance contract</i>, right to or interests in a <i>funeral plan contract or structured deposit</i>); or</p> <p>(b)exercising or not exercising any right conferred by such an <i>investment</i> to <i>buy, sell</i>, subscribe for, exchange or redeem such an <i>investment</i>,</p> <p>but excluding the provision of <i>non-personal recommendation advice</i> where the <i>person</i> providing that advice is appropriately authorised (see article 53(1A) to (1D) of the <i>Regulated Activities Order</i>).</p>
advising on P2P agreements	<p>the <i>regulated activity</i>, specified in article 53(2) of the <i>Regulated Activities Order</i> (Advising on investments), which is in summary: advising a <i>person</i> if the advice is:</p> <p>(1)given to the <i>person</i> in their capacity as a <i>lender</i> or potential <i>lender</i> under a relevant P2P agreement or in their capacity as an agent for a <i>lender</i> or potential <i>lender</i> under a relevant P2P agreement; and</p> <p>(2)advice on the merits of their doing any of the following (whether as principal or agent):</p> <p>(a)entering into a relevant P2P agreement as a <i>lender</i> or assuming the rights of a <i>lender</i> under such an agreement by <i>assignment</i> or operation of law; or</p> <p>(b)providing instructions to a <i>P2P platform operator</i> with a view to entering into a relevant P2P agreement as a <i>lender</i> or assuming the rights of a <i>lender</i> under such an agreement by <i>assignment</i> or operation of law, where the instructions involve:</p> <p>(i)accepting particular parameters for the terms of the agreement presented by a <i>P2P platform operator</i>; or</p> <p>(ii)choosing between options governing the parameters of the terms of the agreement presented by a <i>P2P platform operator</i>; or</p> <p>(iii)specifying the parameters of the terms of the agreement by other means; or</p> <p>(c)enforcing or exercising the <i>lender’s</i> rights under a relevant P2P agreement; or</p> <p>(d)assigning rights under a relevant P2P agreement.</p> <p>In this definition “relevant P2P agreement” means an article 36H agreement (within the meaning of article 36H of the <i>Regulated Activities Order</i>) which has been, or may be, entered into with the facilitation of a <i>person</i> carrying on an activity of the kind specified by article 36H(1) or 36H(2D) of the <i>Regulated Activities Order</i>.</p>
advising on a home finance transaction	<p>any of the <i>regulated activities</i> of <i>advising on regulated mortgage contracts, advising on a home purchase plan, advising on a home reversion plan or advising on a regulated sale and rent back agreement</i>.</p>

<i>advising on a home purchase plan</i>	<p>the <i>regulated activity</i>, specified in article 53C of the <i>Regulated Activities Order</i>, which is in summary: advising a <i>person</i> if the advice:</p> <ul style="list-style-type: none"> (a) is given to him in his capacity as a <i>home purchaser</i> or potential <i>home purchaser</i>; and (b) is advice on the merits of his: <ul style="list-style-type: none"> (i) entering into a particular <i>home purchase plan</i>; or (ii) varying the terms of a <i>home purchase plan</i> entered into by him on or after 6 April 2007 in such a way as to vary his obligations under that plan.
<i>advising on a home reversion plan</i>	<p>the <i>regulated activity</i>, specified in article 53B of the <i>Regulated Activities Order</i>, which is in summary: advising a <i>person</i> if the advice:</p> <ul style="list-style-type: none"> (a) is given to him in his capacity as <i>reversion occupier</i> or plan provider or potential <i>reversion occupier</i> or potential plan provider; and (b) is advice on the merits of his: <ul style="list-style-type: none"> (i) entering into a particular <i>home reversion plan</i>; or (ii) varying the terms of a <i>home reversion plan</i> entered into by him on or after 6 April 2007 in such a way as to vary his obligations under that plan.
<i>advising on investments</i>	<p>(1) (except in ■ SUP 10A (FCA Approved Persons in Appointed Representatives), ■ SYSC 27 (Senior managers and certification regime: Certification regime), APER and ■ CONRED 2) the <i>regulated activities</i>, specified in article 53(1) to (1D) and article 53(2) of the <i>Regulated Activities Order</i> (Advising on investments), which are:</p> <ul style="list-style-type: none"> (a) <i>advising on investments (except P2P agreements)</i>; and (b) <i>advising on P2P agreements</i>. <p>(2) (in ■ SUP 10A (FCA Approved Persons in Appointed Representatives), ■ SYSC 27 (Senior managers and certification regime: Certification regime) and APER) the <i>regulated activities</i> specified in article 53(1) to (1D) and article 53(2) (Advising on investments) of the <i>Regulated Activities Order</i>. For these purposes, <i>advising on investments</i> includes any activities that would be included but for the exclusion in article 72AA (Managers of UCITS and AIFs) of the <i>Regulated Activities Order</i>.</p> <p>(3) (in ■ CONRED 2) has the meaning in force on 1 April 2013.</p>
<i>advising on investments (except pension transfers and pension opt-outs)</i>	<i>advising on investments (except P2P agreements)</i> other than in respect of <i>pension transfers</i> and <i>pension opt-outs</i> .
<i>advising on pension transfers and pension opt-outs</i>	<p>(for the purposes of the permission regime) any of the following <i>regulated activities</i>:</p> <ul style="list-style-type: none"> (a) <i>advising on investments (except P2P agreements)</i> in respect of <i>pension</i>

advising on pension transfers, pension conversions and pension opt-outs

transfers and pension opt-outs (article 53(1); to (1D));

(b) *advising on conversion or transfer of pension benefits* (article 53E).

any of the following *regulated activities*:

(a) *advising on investments (except P2P agreements)* in respect of *pension transfers and pension opt-outs* (article 53(1) of the *Regulated Activities Order*);

(b) *advising on conversion or transfer of pension benefits* (article 53E of the *Regulated Activities Order*).

advising on regulated credit agreements for the acquisition of land

the *regulated activity*, specified in article 53DA of the *Regulated Activities Order* which is, in summary, advising a *person* if:

(a) the advice is given to the *person* in his capacity as a recipient, or potential recipient, of *credit* under a *regulated credit agreement*;

(b) the *person* intends to use the *credit* to acquire or retain property rights in land or in an existing or projected building; and

(c) the advice consists of the provision of personal recommendations to the *person* in respect of one or more transactions relating to *regulated credit agreements* entered into, or to be entered into, on or after 21 March 2016.

[Note: article 4(21) of the *MCD*]

advising on regulated mortgage contracts

the *regulated activity*, specified in article 53A of the *Regulated Activities Order*, which is in summary: advising a *person* if the advice:

(a) is given to the *person* in his capacity as a borrower or potential borrower; and

(b) is advice on the merits of his:

(i) entering into a particular *regulated mortgage contract*; or

(ii) varying the terms of a *regulated mortgage contract* entered into by him on or after 31 October 2004, or a *legacy CCA mortgage contract* entered into by him, in such a way as to vary his obligations under that contract.

advising on a regulated sale and rent back agreement

the *regulated activity*, specified in article 53D of the *Regulated Activities Order*, which is in summary advising a *person* if the advice:

(a) is given to a *person* in his capacity as:

(i) an agreement seller or potential agreement seller; or

(ii) an agreement provider or potential agreement provider; and

(b) is advice on the merits of his doing either of the following:

(i) entering into a particular *regulated sale and rent back agreement*; or

(ii) varying the terms of a *regulated sale and rent back agreement* entered into on or after 1 July 2009 by him as agreement seller or agreement provider, in such a way as to vary his obligations under that *agreement* and in relation to a *person* who acquires obligations

	or rights under a <i>regulated sale and rent back agreement</i> , an activity is a specified kind of activity for the purposes of this part of the definition only if the <i>agreement</i> was entered into by the agreement provider (rather than the obligations or rights acquired) on or after 1 July 2009.
<i>advising on syndicate participation at Lloyd's</i>	the <i>regulated activity</i> , specified in article 56 of the <i>Regulated Activities Order</i> (Advice on syndicate participation at Lloyd's), of advising a <i>person</i> to become, or continue or cease to be, a member of a particular Lloyd's syndicate.
<i>affected country</i>	Any of the following: <ul style="list-style-type: none"> (1) the Republic of Belarus; (2) the Russian Federation; (3) Ukraine.
<i>affected investment</i>	<ul style="list-style-type: none"> (1) a <i>sanctioned investment</i>; or (2) an <i>investment</i> in (a) which falls within any of the limbs in (b). <ul style="list-style-type: none"> (a) <ul style="list-style-type: none"> (i) A <i>transferable security</i> within limb (2) of that definition. (ii) A money-market instrument. (iii) A <i>unit</i> in a <i>collective investment scheme</i>. (iv) A <i>share</i> in an <i>AIF</i>. (b) <ul style="list-style-type: none"> (i) The <i>investment</i> is issued or guaranteed by: <ul style="list-style-type: none"> (A) the Government of, or a central authority in, an <i>affected country</i>; (B) a regional or local authority of an <i>affected country</i>; or (C) the central bank of an <i>affected country</i>. (ii) The <i>investment</i> is issued or guaranteed by an <i>issuer</i> which: <ul style="list-style-type: none"> (A) has its principal place of business in an <i>affected country</i>; or (B) has such significant economic ties to an <i>affected country</i> that fair valuation of the <i>investment</i> is no longer possible, regardless of where the <i>investment</i> is <i>listed</i> or traded. (iii) The <i>investment</i> is a right or interest in another <i>affected investment</i> issued by an <i>issuer</i> in (ii). (iv) The <i>investment</i> is denominated in the currency of an <i>affected country</i>. (v) On 24 February 2022, the <i>investment</i> was <i>listed</i> or traded on a market or <i>MTF</i> in an <i>affected country</i>. (vi) Prior to 24 February 2022, the <i>investment</i> was offered, or was offered for private placement, in an <i>affected country</i>.

	<p>(vii)The <i>investment</i> is a <i>unit</i> in a <i>collective investment scheme</i> or a <i>share</i> in an <i>AIF</i> which has suspended <i>redemptions</i> as a result of investing substantially in one or more:</p> <p>(A)<i>sanctioned investments</i>; or</p> <p>(B)<i>investments</i> in (2)(a) which fall within any of (i) to (vi) above.</p>
<i>affected person</i>	<p>(in <i>COLL</i>):</p> <p>(a) (in relation to an <i>ICVC</i>):</p> <p>(i) the <i>ICVC</i>;</p> <p>(ii) its <i>depository</i>;</p> <p>(iii) a <i>director</i> of the <i>ICVC</i>;</p> <p>(iv) any <i>investment adviser</i> of the <i>ICVC</i>;</p> <p>(v) any <i>associate</i> of any <i>person</i> in (a)(i), (ii), (iii) or (iv);</p> <p>(vi) the auditor of the <i>scheme</i>;</p> <p>(b) (in relation to an <i>AUT</i>):</p> <p>(i) the <i>manager</i>;</p> <p>(ii) the <i>trustee</i>;</p> <p>(iii) any <i>investment adviser</i> of the <i>manager</i>;</p> <p>(iv) any <i>associate</i> of any <i>person</i> in (b)(i), (ii) or (iii);</p> <p>(v) the auditor of the <i>scheme</i>.</p> <p>(c) (in relation to an <i>ACS</i>):</p> <p>(i) the <i>authorised fund manager</i>;</p> <p>(ii) the <i>depository</i>;</p> <p>(iii) any <i>investment adviser</i> of the <i>authorised fund manager</i>;</p> <p>(iv) any <i>associate</i> of any <i>person</i> in (c)(i), (ii) or (iii);</p> <p>(v) the auditor of the <i>scheme</i>;</p> <p>(vi) the <i>nominated partner</i>.</p>
<i>affinity/ partnership scheme</i>	<p>where a <i>firm</i> forms a <i>scheme</i> with another business (usually a brand whose main business is not insurance) to <i>distribute home insurance</i> or <i>motor insurance</i> products to <i>consumers</i> under the partner's brand name. Examples of partners include <i>banks</i>, <i>building societies</i>, trade associations, charities, membership organisations and franchise networks.</p>
<i>affiliated company</i>	<p>(in relation to a <i>person</i>) an <i>undertaking</i> in the same <i>group</i> as that <i>person</i>.</p>
<i>AFM</i>	<p><i>authorised fund manager</i>.</p>

<i>agent</i>	(in relation to <i>payment services</i> or <i>electronic money</i>) a person who acts on behalf of a <i>payment institution</i> or an <i>electronic money institution</i> in providing <i>payment services</i> . [Note: article 4 (38) of the <i>Payment Services Directive</i>]
<i>aggregate safe custody asset record</i>	a <i>firm's</i> internal record or account of all the <i>safe custody assets</i> that the <i>firm</i> holds for its <i>clients</i> (including those <i>safe custody assets</i> deposited by the <i>firm</i> with third parties under ■ CASS 6.3 and any <i>physical safe custody asset</i> held by the <i>firm</i>).
<i>agreeing to carry on a regulated activity</i>	the <i>regulated activity</i> , specified in article 64 of the <i>Regulated Activities Order</i> (Agreeing to carry on specified kinds of activity), of agreeing to carry on an activity specified in Part II, Part 3A, or Part 3B of that Order other than: <ul style="list-style-type: none"> (a) <i>accepting deposits</i>; (aa) <i>issuing electronic money</i>; (b) <i>effecting contracts of insurance</i>; (c) <i>carrying out contracts of insurance</i>; (ca) <i>managing a UK UCITS</i>; (cb) <i>acting as trustee or depositary of a UK UCITS</i>; (cc) <i>managing an AIF</i>; (cd) <i>acting as trustee or depositary of an AIF</i>; (d) <i>establishing, operating or winding up a collective investment scheme</i>; (e) [deleted] (f) [deleted] (ff) [deleted] (g) <i>establishing, operating or winding up a stakeholder pension scheme</i> (h) <i>establishing, operating or winding up a personal pension scheme</i>.
<i>AIF</i>	<i>alternative investment fund</i> .
<i>AIF custodial assets</i>	<i>financial instruments</i> of an <i>AIF</i> that can be: <ul style="list-style-type: none"> (a) registered in a <i>financial instruments</i> account opened in the <i>depositary's</i> books; or (b) physically delivered to the <i>depositary</i>. <p>[Note: recital 100 and articles 88 (Financial instruments to be held in custody) and 89(3) (Safekeeping duties with regard to assets held in custody) of the <i>AIFMD level 2 regulation</i>.]</p>
<i>AIFM</i>	<i>alternative investment fund manager</i> .
<i>AIFM investment firm</i>	a <i>firm</i> which: <ul style="list-style-type: none"> (a) is:

	<ul style="list-style-type: none"> (i) a <i>full-scope UK AIFM</i>; and (ii) [deleted] <p>(b) has a <i>Part 4A permission</i> for managing investments where:</p> <ul style="list-style-type: none"> (i) the <i>investments</i> managed include one or more <i>financial instruments</i>; and (ii) the <i>permission</i> is limited to the activities referred to in ■ FUND 1.4.3R(3) to (6).
<i>AIFM investment management functions</i>	investment management functions of an <i>AIFM</i> being portfolio management or risk management.
<i>AIFM management functions</i>	the management functions of an <i>AIFM</i> listed in ■ FUND 1.4.7G.
<i>AIFM Remuneration Code</i>	as set out in ■ SYSC 19B (AIFM Remuneration Code).
<i>AIFM Remuneration Code staff</i>	(for an <i>AIFM</i>) has the meaning given in ■ SYSC 19B.1.3 R.
<i>AIFM remuneration principles</i>	the principles set out in ■ SYSC 19B.1.5 R to ■ SYSC 19B.1.24 R.
<i>AIFMD</i>	Directive 2011/61/EU of the European Parliament and of the Council of 8 June 2011 on Alternative Investment Fund Managers and amending Directives 2003/41/EC and 2009/65/EC and Regulations (EC) No 1060/2009 and (EU) No 1095/2010 (http://eur-lex.europa.eu/legal-content/EN/TXT/?qid=1459782913431&uri=CELEX:32011L0061) .
<i>AIFMD BTS</i>	means the <i>UK</i> version of Commission Delegated Regulation (EU) No. 694/2014 supplementing Directive 2011/61/EU of the European Parliament and of the Council with regard to regulatory technical standards determining types of alternative investment fund managers, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>AIFMD level 2 regulation</i>	the <i>UK</i> version of Commission delegated regulation (EU) No 231/2013 supplementing Directive 2011/16/EU of the European Parliament and of the Council with regard to exemptions, general operating conditions, depositaries, leverage, transparency and supervision, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>AIFMD UK regulation</i>	the Alternative Investment Fund Managers Regulations 2013 (SI 2013/1773)
<i>aircraft</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 5 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), upon aircraft or upon the machinery, tackle, furniture or equipment of aircraft.

<i>aircraft liability</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 11 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against damage arising out of or in connection with the use of aircraft, including third-party risks and carrier's liability.
<i>algorithmic trading</i>	trading in <i>financial instruments</i> which meets the following conditions: <ul style="list-style-type: none"> (a) where a computer algorithm automatically determines individual parameters of orders such as whether to initiate the order, the timing, price or quantity of the order for how to manage the order after its submission; and (b) there is limited or no human intervention; but does not include any system that is only used for the purpose of routing orders to one or more <i>trading venues</i> or the processing of orders involving no determination of any trading parameters or for the confirmation of orders or the post-trade processing of executed transactions.[Note: article 4(1)(39) of <i>MiFID</i>]
<i>alternative approach mandatory prudent segregation</i>	the requirement under ■ CASS 7.13.65 R on a <i>firm</i> using the alternative approach to segregate an amount of <i>money</i> as <i>client money</i> .
<i>alternative approach mandatory prudent segregation record</i>	the record created and maintained by a <i>firm</i> under ■ CASS 7.13.66 R to ■ CASS 7.13.68 R.
<i>alternative debenture</i>	<p>(1) the <i>investment</i> specified in article 77A of the <i>Regulated Activities Order</i> (Alternative finance investment bonds);</p> <p>(2) (in <i>COLL</i>) in addition and to the extent it does not fall within (1), an <i>investment</i> which would have been within the definition of "alternative debenture" in the <i>FCA Handbook</i> immediately before <i>IP completion day</i>.</p>
<i>alternative investment fund</i>	<p>a collective investment undertaking, including investment compartments thereof, which:</p> <ul style="list-style-type: none"> (a) raises capital from a number of investors, with a view to investing it in accordance with a defined investment policy for the benefit of those investors; and (b) is not a <i>UK UCITS</i>. <p>[Note: article 4(1)(a) of <i>AIFMD</i>]</p>
<i>alternative investment fund manager</i>	a legal person whose regular business is performing <i>AIFM investment management functions</i> for one or more <i>AIF</i> . [Note: article 4(1)(b) of <i>AIFMD</i>]
<i>alternative projection</i>	(in <i>COBS</i>) a <i>projection</i> calculated on the basis described in paragraph 1.5R of the <i>projection rules</i> (■ COBS 13 Annex 2), rather than in accordance with the remainder of those <i>rules</i> .

AmEx	the American Express <i>IFR card payment system</i> .
ancillary activity	<p>an activity which is not a <i>regulated activity</i> but which is:</p> <ul style="list-style-type: none">(a) carried on in connection with a <i>regulated activity</i>; or(b) held out as being for the purposes of a <i>regulated activity</i>.
ancillary insurance services undertaking	<p>(in relation to any <i>undertaking</i> in a <i>consolidation group</i>, <i>sub-group</i> or other group of <i>persons</i>) an <i>undertaking</i> complying with the following conditions:</p> <ul style="list-style-type: none">(a) its principal activity consists of:<ul style="list-style-type: none">(i) owning or managing property; or(ii) managing data-processing services; or(ia) providing health and care services; or(iii) any other similar activity;(b) the activity in (a) is ancillary to the principal activity of one or more <i>insurance undertakings</i>; and(c) those <i>insurance undertakings</i> are also members of that <i>consolidation group</i>, <i>sub-group</i> or other group of <i>persons</i>.
ancillary service	<p>(1) (except in <i>CONC</i>) any of the services listed in Part 3A of Schedule 2 to the <i>Regulated Activities Order</i>, that is:</p> <ul style="list-style-type: none">(a) safekeeping and administration of <i>financial instruments</i> for the account of <i>clients</i>, including custodianship and related services such as cash/collateral management but excluding maintaining securities accounts at the top tier level, ('central maintenance service') referred to in point 2 of Section A of the Annex to <i>CSDR</i>;(b) granting credits or loans to an investor to allow him to carry out a transaction in one or more <i>financial instruments</i>, where the firm granting the credit or loan is involved in the transaction;(c) advice to undertakings on capital structure, industrial strategy and related matters and advice and services relating to mergers and the purchase of undertakings;(d) foreign exchange services where these are connected to the provision of <i>investment services</i>;(e) <i>investment research</i> and financial analysis or other forms of general recommendation relating to transactions in <i>financial instruments</i>;(f) services related to underwriting; and(g) <i>investment services and activities</i> included in Part 3 of Schedule 2 to the <i>Regulated Activities Order</i>, as well as ancillary services, of the type included in Part 3A, related to the underlying of the <i>derivatives</i> included in paragraphs 5, 6, 7 or 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i> where these are connected to the provision of investment or ancillary services. <p>[Note: article 2(3) of <i>MiFIR</i>]</p>

	(2) (in <i>CONC</i>) a service that relates to <i>entering into a regulated credit agreement as lender</i> and includes, in particular, an insurance or payment protection policy.
<i>ancillary services undertaking</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) means an <i>undertaking</i> the principal activity of which consists of owning or managing property, managing data-processing services, or a similar activity which is ancillary to the principal activity of one or more <i>investment firms</i>.</p>
<i>Annex 1 activities</i>	has the meaning in article 4(1)(26A) of the <i>UK CRR</i> .
<i>Annex II benchmark administrator</i>	a <i>regulated benchmark administrator</i> (P) which is subject to the requirements of Annex II to the <i>benchmarks regulation</i> in accordance with Article 19 of that regulation (but only to the extent that P is subject to those requirements).
<i>announceable information</i>	information which is usually the subject of a public announcement, although not subject to any formal disclosure requirement.
<i>annual accounting period</i>	<p>(1) [deleted]</p> <p>(2) (in <i>COLL</i>): the period determined in accordance with ■ <i>COLL 6.8.2R(3)</i> to ■ <i>COLL 6.8.2R(7)</i> (Accounting periods).</p>
<i>Annual Accounts</i>	<p>(1) the Council Directive of 19 December 1991 concerning the annual accounts and consolidated accounts of <i>insurance undertakings</i> (No. 91/674/EEC).</p> <p>(2) [deleted]</p>
<i>annual bonus</i>	(in relation to a <i>with-profits insurance contract</i>) a discretionary addition to <i>policy</i> benefits under a <i>with-profits insurance contract</i> made by a <i>long-term insurer</i> as a result of the annual <i>actuarial investigation</i> .
<i>annual budget</i>	the annual budgeted costs of operating the <i>Financial Ombudsman Service</i> .
<i>annual eligible income</i>	<p>(in <i>FEES</i>) (in relation to a <i>firm</i>, <i>class</i> and <i>category</i>) the annual income (as described in ■ <i>FEES 6 Annex 3AR</i>) for the <i>firm's</i> last financial year ended in the year to 31 December preceding the date for submission of the information under ■ <i>FEES 6.5.13 R</i> attributable to that <i>class</i> or <i>category</i>. A <i>firm</i> must calculate <i>annual eligible income</i> from such annual income in one of the following ways:</p> <p>(a) only include such annual income if it is attributable to business in respect of which the <i>FSCS</i> may pay compensation (with reference to the conditions for paying compensation, including ■ <i>COMP 3.2.2R</i>, ■ <i>COMP 3.2.4R</i>, ■ <i>COMP 4.2.1R</i> and ■ <i>COMP 12A</i>); or</p> <p>(b) include all such annual income.</p>
<i>annual financial statements</i>	the financial statements in respect of the year ending on the <i>firm's</i> annual accounting reference date, which is the date to which a corporate <i>firm's</i> accounts are prepared for the purposes of the Companies Acts, or, where the

	<p><i>firm</i> is not subject to the Companies Acts, the equivalent date chosen by the <i>firm</i> and notified to the <i>FCA</i> or <i>PRA</i> as the case may be.</p>
<i>annual income</i>	<p>(1)(in MIPRU) the income referred to in ■ MIPRU 4.3.</p> <p>(2)(in IPRU(INV) 13) the income referred to in ■ IPRU(INV) 13.14 (Calculation of annual income).</p> <p>(3)(in ■ FPCOB 15) the income referred to in ■ FPCOB 15.8 (Calculation of annual income).</p>
<i>annual income allocation date</i>	the date in any year stated in the most recently published <i>prospectus</i> as the date on or before which, in respect of each <i>annual accounting period</i> , an allocation of income is to be made.
<i>annual levy</i>	the first <i>management expenses levy</i> and the first <i>compensation costs levy</i> in any one financial year of the <i>compensation scheme</i> .
<i>annual percentage rate</i>	the annual percentage rate of charge for a contract as calculated in accordance with ■ MCOB 10 (Annual percentage rate).
<i>annual percentage rate of charge</i>	<p>(1) (in ■ CONC App 1.1) the rate of the <i>total charge for credit</i> (calculated in accordance with ■ CONC App 1.1.7 R).</p> <p>(2) (in ■ CONC App 1.2) the rate of the <i>total charge for credit</i> (calculated in accordance with ■ CONC App 1.2.4 R), expressed as an annual percentage of the <i>total amount of credit</i>.</p>
<i>annual report and accounts</i>	<p>(a) (in relation to a <i>company</i> incorporated in the <i>United Kingdom</i>) an annual report and annual accounts as those terms are defined in:</p> <p>(i) section 262(1) of the Companies Act 1985, together with an auditor's report prepared in relation to those accounts under section 235 of the same Act where these provisions are applicable; or</p> <p>(ii) section 471 of the Companies Act 2006 together with an auditor's report prepared in relation to those accounts under sections 495 to 497 of the same Act;</p> <p>(b) (in relation to any other body) any similar or analogous <i>documents</i> which it is required to prepare whether by its constitution or by the law under which it is established.</p>
<i>annual statement provisions</i>	<p>(in MCOB) in relation to a:</p> <p>(a) <i>regulated mortgage contract</i>, ■ MCOB 7.5;</p> <p>(b) <i>home purchase plan</i>, ■ MCOB 7.8.3 R to ■ MCOB 7.8.6 R; and</p> <p>(c) <i>instalment reversion plan</i>, ■ MCOB 9.9.1 R to ■ MCOB 9.9.3R (2)(c).</p>

<i>annualised accrued pension value</i>	the current value of the pension benefits of a <i>relevant pension scheme member</i> , expressed as an annual income.
<i>annualised projected pension value</i>	an estimate of the value of a <i>relevant pension scheme member's</i> pension benefits, expressed as an annual income at their <i>retirement date</i> .
<i>APA</i>	<i>approved publication arrangement</i> .
<i>APER</i>	the part of the <i>Handbook</i> in High Level Standards which has the title Statements of Principle and Code of Practice for Approved Persons.
<i>APER employer</i>	(in relation to an <i>approved person</i> whose approval is given under ■ SUP 10A (FCA Approved Persons in Appointed Representatives)): <ul style="list-style-type: none"> (a) the <i>appointed representative</i> in relation to which that <i>approved person</i> performs the <i>controlled function</i> in ■ SUP 10A; and (b) the <i>authorised approved person employer</i>. <p>[Note: In accordance with ■ APER 3.1.10R, for the purposes of <i>Statements of Principle</i> 5 to 7, an <i>APER employer</i> only includes (a).]</p>
<i>applicable asset</i>	(a) in relation to <i>MiFID business</i> , a <i>financial instrument</i> ; or <ul style="list-style-type: none"> (b) in relation to <i>safeguarding and administering investments</i> that is not <i>MiFID business</i>, acting as trustee or depositary of a <i>UCITS</i>, and/or acting as trustee or depositary of an <i>AIF</i>, a <i>designated investment</i> (other than a <i>P2P agreement</i>).
<i>applicable sectoral consolidation rules</i>	(in respect of a <i>financial sector</i> and in accordance with paragraph 6.9 of ■ GENPRU 3 Annex 1 (Applicable sectoral consolidation rules)) the <i>appropriate regulator's sectoral rules</i> about capital adequacy and solvency on a consolidated basis applicable to that <i>financial sector</i> under the table in paragraph 6.10 of ■ GENPRU 3 Annex 1.
<i>applicable sectoral rules</i>	(in respect of a <i>financial sector</i>) <i>applicable sectoral consolidation rules</i> for that <i>financial sector</i> and the <i>appropriate regulator's sectoral rules</i> about capital adequacy and solvency for: <ul style="list-style-type: none"> (a) the <i>banking and investment services sector</i> as set out in paragraph 6.2 of ■ GENPRU 3 Annex 1R; or (b) the <i>insurance sector</i> as set out in paragraph 6.4 of ■ GENPRU 3 Annex 1R; <p>which of those sets of <i>rules</i> apply for the purpose of a particular calculation depends on the nature of that calculation.</p>
<i>applicant</i>	(1) (in <i>UKLR</i>) an <i>issuer</i> which is applying for <i>admission</i> of securities.
	(2) (in <i>PRR</i>) an applicant for approval of a <i>prospectus</i> or <i>supplementary prospectus</i> relating to <i>transferable securities</i> .
<i>appointed representative</i>	(1) (in relation to cases apart from in (2) (in accordance with section 39 of the Act (other than an <i>authorised person</i>) a <i>person</i> who: <ul style="list-style-type: none"> (a) is a party to a contract with an <i>authorised person</i> (his <i>principal</i>)

*appointed
representative
Directory
person*

which:

- (i) permits or requires him to carry on business of a description prescribed in the *Appointed Representatives Regulations*; and
- (ii) complies with such requirements as are prescribed in those Regulations; and

(b) is someone for whose activities in carrying on the whole or part of that business his *principal* has accepted responsibility in writing; and who is therefore an *exempt person* in relation to any *regulated activity* comprised in the carrying on of that business for which his *principal* has accepted responsibility.

(2) (in relation to a *firm* with a *permission* only to carry on one or more *regulated activities* prescribed for the purposes of section 39(1E)(a) of the Act) in accordance with section 39 of the Act, a person ("A") who:

- (a) is a party to a contract with another *authorised person* (A's *principal*) which:
 - (i) permits or requires A to carry on business of a description prescribed in the *Appointed Representatives Regulations* ("the relevant business"); and
 - (ii) complies with such requirements as are prescribed in those Regulations; and
- (b) is someone for whose activities in carrying on the whole or part of the relevant business A's *principal* has accepted responsibility in writing;

and, therefore, to whom sections 20(1) and (1A) and 23(1A) of the Act do not apply in relation to the carrying on by A of a *regulated activity* which is not one to which A's *permission* relates, and is comprised in the carrying on of the business for which A's *principal* has accepted responsibility.

- (1)An individual who falls within paragraph (2) but is not a *certification employee*.
- (2)An individual falls within this paragraph if they:
- (a)are:
 - (i)(subject to paragraph (4)) an *appointed representative* or *tied agent* of an *SMCR firm*; or
 - (ii)employed or appointed by a *person* falling within sub-paragraph (i);
 - (b)perform the function specified in paragraph (3); and
 - (c)require a qualification under ■ [TC App 1.1](#) (Activities and Products/ Sectors to which TC applies subject to Appendices 2 and 3) to do so.
- (3)The function is one that will involve the *person* dealing with:
- (a)*customers* of:

	<p>(i)the <i>firm</i> (A); or</p> <p>(ii)the <i>appointed representative</i> (B); or</p> <p>(b)property of <i>customers</i> of A or B,</p> <p>in relation to the carrying on of a <i>regulated activity</i> by A or B from an establishment maintained by A or B in the <i>United Kingdom</i>.</p> <p>For these purposes, “dealing with” includes having contact with <i>customers</i> and extends beyond “dealing” as used in the phrase “dealing in investments” which is used in Schedule 2 of the <i>Regulated Activities Order</i> (see also ■ SUP 10A.10.6G).</p> <p>(4)[deleted]</p>
<i>Appointed Representatives Regulations</i>	the Financial Services and Markets Act 2000 (Appointed Representatives) Regulations 2001 (SI 2001/1217).
<i>appropriate actuary</i>	an <i>actuary</i> appointed under PRA Rulebook: Non-Solvency II Firms – Actuarial Requirements (Appointment of an appropriate actuary).
<i>appropriate charges information</i>	(in <i>COBS</i>) information about charges which is calculated and presented in accordance with the charges rules in ■ COBS 13.4.1 R and ■ COBS 13 Annexes 3 or ■ 4.
<i>Appropriately Diversified Indices RTS</i>	Part 1 (FCA) of the <i>UK</i> version of Regulation (EU) 945/2014 of 4 September 2014 laying down implementing technical standards with regard to relevant appropriately diversified indices according to Regulation (EU) No 575/2013 of the European Parliament and of the Council, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>appropriate pension transfer analysis</i>	analysis prepared in accordance with ■ COBS 19.1.2BR.
<i>appropriate regulators</i>	<p>(1) in the <i>FCA Handbook</i>, the <i>FCA</i>; and in the <i>PRA Rulebook</i>, the <i>PRA</i>;</p> <p>(2)</p> <p>(a) in ■ SUP 11 “appropriate regulator” has the meaning given in section 178 of the <i>Act</i>, and</p> <p>(b) in ■ SUP 18 “appropriate regulator” has the meaning given in section 103A of the <i>Act</i>.</p> <p>(3)(in ■ GENPRU 3):</p> <p>(a)in relation to any member of a <i>financial conglomerate</i> which is a <i>PRA-authorised person</i>, the <i>PRA</i>;</p> <p>(b)in relation to any other <i>authorised person</i> that is a member of the <i>financial conglomerate</i>, the <i>FCA</i>;</p> <p>(c)in relation to the <i>banking and investment services sector</i>, the <i>FCA</i>;</p>

	and
	(d)in relation to the <i>insurance sector</i> , the <i>PRA</i> .
<i>appropriate valuer</i>	(in <i>COLL</i>) a <i>person</i> who complies with the requirements of ■ <i>COLL 5.6.18 R (7)</i> (Investment in property) ■ <i>COLL 8.4.11 R (4)</i> (Investment in property) or ■ <i>COLL 15.6.18R(4)</i> (Investment in property)..
<i>appropriate UK regulator</i>	(1) [deleted](2)in relation to a <i>UK firm</i> ,(a) the <i>PRA</i> , where the <i>firm</i> is a <i>PRA- authorised person</i> ; and(b) in any other case, the <i>FCA</i> .(3) [deleted]
<i>approve</i>	(in relation to a <i>financial promotion</i>) approve the content of the <i>financial promotion</i> for the purposes of section 21 of the <i>Act</i> (Restrictions on financial promotion).
<i>approved bank</i>	(except in <i>COLL</i>) (in relation to a <i>bank</i> account opened by a firm): (a) if the account is opened at a branch in the <i>United Kingdom</i> : (i) the Bank of England; or (ii) the central bank of a member state of the <i>OECD</i> ; or (iii) a <i>bank</i> ; or (iv) a <i>building society</i> ; or (v) a bank which is supervised by the central bank or other banking regulator of a member state of the <i>OECD</i> ; or (b) if the account is opened elsewhere: (i) a bank in (a); or (ii) [deleted] (iii) a bank which is regulated in the Isle of Man or the Channel Islands; or (c) a bank supervised by the South African Reserve Bank; or (d) any other bank that: (i) is subject to regulation by a national banking regulator; (ii) is required to provide audited accounts; (iii) has minimum net assets of £5 million (or its equivalent in any other currency at the relevant time) and has a surplus revenue over expenditure for the last two financial years; and (iv) has an annual audit report which is not materially qualified. (in <i>COLL</i>) any person falling within (a-c) and a <i>credit institution</i> established in an <i>EEA State</i> and duly authorised by the relevant <i>Home State regulator</i> .
<i>approved collateral</i>	any form of security for the discharge of any liability arising from a <i>contingent liability investment</i> (other than a guarantee) which: (a) (in relation to an <i>on-exchange</i> transaction) is acceptable under the rules of the relevant exchange or <i>clearing house</i> ; and

	(b) (in relation to an <i>OTC</i> transaction) would be acceptable for a similar transaction to the relevant exchange or <i>clearing house</i> .
<i>approved counterparty</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (a) an <i>approved credit institution</i>; or (b) a <i>firm</i> whose <i>permission</i> includes <i>dealing in investments as principal</i> with respect to <i>derivatives</i> which are not <i>listed</i>; or (c) a <i>MiFID investment firm</i> whose authorisation (as referred to in article 5 of <i>MiFID</i>) authorises it to carry on activities of the kind referred to in (b); or (d) in respect of a transaction involving a new issue of <i>securities</i> which are to be <i>listed</i>, the <i>issuer</i> or a <i>MiFID investment firm</i> acting on behalf of the <i>issuer</i>.
<i>approved credit institution</i>	a <i>credit institution</i> recognised or permitted under the law of an <i>EEA State</i> or the <i>United Kingdom</i> to carry on any of the activities set out in Annex 1 to the <i>CRD</i> .
<i>approved depositary</i>	<p>any <i>depositary</i>:</p> <ul style="list-style-type: none"> (a) which is subject to regulation by a national <i>regulatory body</i> in connection with its custody services; (b) which is required to prepare audited accounts; (c) whose latest annual audit report is not materially qualified; and (d) which <ul style="list-style-type: none"> (i) has minimum net assets of £5 million (or its equivalent in any other currency at the relevant time) and has surplus revenue over expenditure for the last two financial years; or (ii) if not, nevertheless has adequate financial resources for its business.
<i>approved derivative</i>	<p>(1) (in <i>COLL</i>) a derivative which is traded or <i>dealt</i> in on an eligible derivatives market.</p> <p>(2) (in <i>INSPRU</i>) a <i>derivative</i> in respect of which the conditions in ■ INSPRU 3.2.5 R are met.</p>
<i>approved financial institution</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (a) the European Central Bank; (b) the central bank of an <i>EEA State</i> or the <i>United Kingdom</i>; (c) the International Bank for Reconstruction and Development; (d) the European Bank for Reconstruction and Development; (e) the International Finance Corporation; (f) the International Monetary Fund; (g) the Inter-American Development Bank; (h) the African Development Bank;

	<ul style="list-style-type: none"> (i) the Asian Development Bank; (j) the Caribbean Development Bank; (k) the European Investment Bank; (l) the <i>EU</i> ; and (m) the European Atomic Energy Community.
<i>approved index</i>	<p>in relation to <i>permitted links</i>:</p> <ul style="list-style-type: none"> (a) an index that is: <ul style="list-style-type: none"> (i) calculated independently; (ii) published at least once every week; (iii) based on constituents that are <i>permitted links</i>; and (iv) calculated on a basis that is made available to the public, and that includes both the rules for including and excluding constituents and the rules for valuation which must use an arithmetic average of the value of the constituents; or (aa) relevant indices meeting the requirements of ■ COLL 5.2.33 R; or (b) a national index of retail prices published by or under the authority of a government, or by a body recognised under the national legislation, of a <i>Zone A country</i>; or (c) an index that is: <ul style="list-style-type: none"> (i) based on constituents that are <i>permitted links</i>; and (ii) in respect of which a <i>derivative</i> contract is <i>listed</i>; or (d) the average earnings index when used for the purposes of orders made under section 148 of the Social Security Administration Act 1992 by the Department for Work and Pensions.
<i>approved money-market instrument</i>	(in accordance with ■ COLL 5.2.7F R) a money-market instrument which is normally dealt in on the money market, is liquid and has a value which can be accurately determined at any time.
<i>approved person</i>	a <i>person</i> in relation to whom the <i>FCA</i> or the <i>PRA</i> has given its approval under section 59 of the <i>Act</i> (Approval for particular arrangements) for the performance of a <i>controlled function</i> .
<i>approved publication arrangement</i>	a <i>person</i> permitted under regulation 5 of the <i>DRS Regulations</i> to provide services to an <i>investment firm</i> for the <i>investment firm</i> to meet its obligations under articles 20 and 21 of <i>MiFIR</i> .
<i>approved quasi-derivative</i>	a <i>quasi-derivative</i> in respect of which the conditions in ■ INSPRU 3.2.5 R are met.
<i>approved reinsurance to close</i>	<ul style="list-style-type: none"> (a) a <i>reinsurance to close</i> effected before 1 January 2005; or (b) an agreement under which <i>members</i> of a <i>syndicate</i> in one <i>syndicate year</i> ("the reinsured <i>members</i>") agree with the <i>members</i> of that

	<p><i>syndicate</i> in a later <i>syndicate year</i> or the <i>members</i> of one other <i>syndicate</i> ("the reinsuring <i>members</i>") that the reinsuring <i>members</i> will discharge, or procure the discharge of, or indemnify the reinsured <i>members</i> against, all known and unknown <i>insurance business</i> liabilities of the reinsured <i>members</i> arising out of the <i>insurance business</i> carried on by the reinsured <i>members</i> in that <i>syndicate year</i> that is:</p> <ul style="list-style-type: none"> (i) effected after 1 January 2005; and (ii) not a balance transfer between two <i>syndicate years</i> where the <i>syndicate</i> has only one <i>member</i> and the <i>member</i> is the same in each of those years; or <p>(c) an agreement under which <i>members</i> of a <i>syndicate</i> in one <i>syndicate year</i> ("the reinsured <i>members</i>") agree with a <i>subsidiary</i> of the <i>Society</i> that that <i>subsidiary</i> will discharge, or procure the discharge of, or indemnify the reinsured <i>members</i> against, all known and unknown <i>insurance business</i> liabilities of the reinsured <i>members</i> arising out of the <i>insurance business</i> carried on by the reinsured <i>members</i> in that <i>syndicate year</i> ("the reinsured liabilities") and where:</p> <ul style="list-style-type: none"> (i) that <i>subsidiary</i> is wholly owned by the <i>Society</i> and if from time to time the <i>subsidiary</i> has an <i>asset</i> or cash flow deficiency such that the <i>subsidiary</i> is unable to meet any of the liabilities which it has reinsured, the <i>Society</i> is legally obliged to pay to the <i>subsidiary</i> a sum equal to that deficiency; and (ii) at the effective date of the agreement, the relevant <i>syndicate year</i> has been open for at least two years after the date at which it would normally have been closed in accordance with the policies and practices in relation to the <i>syndicate</i> concerned.
<i>approved reporting mechanism</i>	a <i>person</i> permitted under regulation 5 of the <i>DRS Regulations</i> to provide services to an <i>investment firm</i> in order for it to meet its obligations under article 26 of <i>MiFIR</i> .
<i>approved security</i>	<p>(1) (in <i>COLL</i>) a <i>transferable security</i> that is admitted to <i>official listing</i> in the <i>UK</i> or an <i>EEA State</i> or is traded on or under the rules of an <i>eligible securities</i> market (otherwise than by the specific permission of the market authority).</p> <p>(2) (in <i>INSPRU</i>) any of the following:</p> <ul style="list-style-type: none"> (a) any <i>security</i> issued or guaranteed by, or the repayment of the principal of which, or the interest on which, is guaranteed by, and any loans to or deposits with, any government, public or local authority or nationalised industry or undertaking, which belongs to a <i>Zone A country</i>; (b) any loan to, or deposit with, an <i>approved financial institution</i>; (c) any <i>debenture</i> issued before 31 December 1994 by the Agricultural Mortgage Corporation Limited or the Scottish Agricultural Securities Corporation Limited. <p>(3) (in <i>COBS</i>) any of the following:</p> <ul style="list-style-type: none"> (a) any <i>security</i> issued or guaranteed by, or the repayment of the principal of which, or the interest on which is guaranteed by, and any loan to or deposit with, any government, public or local authority or nationalised industry or undertaking that belongs to

	<p>Zone A as defined in the <i>Banking Consolidation Directive</i>; or</p> <p>(b) any loan to, or deposit with, an <i>approved financial institution</i>; or</p> <p>(c) debentures issued before 31 December 1994 by the Agricultural Mortgage Corporation Ltd or the Scottish Agricultural Securities Corporation Ltd.</p>
<i>approved stock lending transaction</i>	a <i>stock lending</i> transaction in respect of which the conditions in ■ INSPRU 3.2.36 R have been met.
<i>approver permission</i>	a permission given by the FCA following determination of a <i>firm's</i> application under section 55NA of the <i>Act</i> , which entitles that <i>firm</i> to <i>approve</i> certain <i>financial promotions</i> for the purposes of section 21 of the <i>Act</i> , whether generally or subject to terms set by the FCA.
<i>approver permission exemption</i>	an exemption from the <i>approver permission requirement</i> , provided under the <i>Financial Promotion Requirement Exemption Regulations</i> , which enables a <i>firm</i> to <i>approve</i> a <i>financial promotion</i> in prescribed circumstances without the need for <i>approver permission</i> .
<i>approver permission requirement</i>	the general requirement imposed on a <i>firm</i> by section 55NA(1) of the <i>Act</i> not to <i>approve</i> (or purport to <i>approve</i>) the content of a <i>financial promotion</i> for the purposes of section 21 of the <i>Act</i> without <i>approver permission</i> .
APR	<p>(1) (except in <i>CONC</i>) <i>annual percentage rate</i>.</p> <p>(2) (in <i>CONC</i> for a <i>credit agreement</i> secured on <i>land</i>) the <i>annual percentage rate of charge</i> for credit determined in accordance with the rules in ■ CONC App 1.1 and ■ CONC 3.6.9 R.</p> <p>(3) (in <i>CONC</i> for all other <i>credit agreements</i>, <i>retail premium finance</i>, ■ ICOBS 6A.5, ■ ICOBS 6B, and ■ PROD 4 and ■ SUP 16.28) the <i>annual percentage rate of charge</i> for credit determined in accordance with the rules in ■ CONC App 1.2 and ■ CONC 3.5.13R.</p>
APR rules	■ MCOB 10.
APRC	the <i>total cost of the credit to the consumer</i> , expressed as an annual percentage of the <i>total amount of credit</i> , where applicable including the costs referred to in ■ MCOB 10A.1.2 R and equates, on an annual basis, to the present value of all future or existing commitments (drawdowns, repayments and charges) agreed, or which would be agreed if the <i>MCD credit agreement</i> is entered into, by the <i>MCD creditor</i> and the <i>consumer</i> . [Note: articles 4(15) and 17(2) of the <i>MCD</i>]
ARM	<i>approved reporting mechanism</i> .
<i>arrangement</i>	(as defined in section 59(10) of the <i>Act</i> (Approval for particular arrangements)) any kind of arrangement for the performance of a function of an <i>authorised person</i> ("A") which is entered into by A or any contractor of his with another <i>person</i> , including, in particular, that other <i>person's</i> appointment to an office, his becoming a partner, or his employment (whether under a contract of service or otherwise).
<i>arranging</i>	(a) (except in relation to a <i>home finance transaction</i>) <i>arranging (bringing about) deals in investments, making arrangements with a view to transactions in investments or agreeing to carry on either of those</i>

	<p><i>regulated activities.</i></p> <p>(b) (in relation to a <i>regulated mortgage contract</i>) <i>arranging (bringing about) regulated mortgage contracts, making arrangements with a view to regulated mortgage contracts or agreeing to carry on either of those regulated activities;</i></p> <p>(c) (in relation to a <i>home purchase plan</i>) <i>arranging (bringing about) a home purchase plan, making arrangements with a view to a home purchase plan or agreeing to carry on either of those regulated activities.</i></p> <p>(d) (in relation to a <i>home reversion plan</i>) <i>arranging (bringing about) a home reversion plan, making arrangements with a view to a home reversion plan or agreeing to carry on either of those regulated activities.</i></p> <p>(e)(in relation to a <i>pension transfer, pension conversion or pension opt-out</i>) making arrangements for a <i>retail client</i> to bring about:</p> <p style="padding-left: 40px;">(i)(in a <i>pension transfer or pension conversion</i>) the conclusion of all or part of the <i>retail client's</i> subsisting rights in respect of any <i>safeguarded benefits</i>; or</p> <p style="padding-left: 40px;">(ii)a <i>pension opt-out</i>.</p>
<i>arranging (bringing about) a home finance transaction</i>	any of the <i>regulated activities</i> of <i>arranging (bringing about) a regulated mortgage contract, arranging (bringing about) a home purchase plan, arranging (bringing about) a home reversion plan or arranging (bringing about) a regulated sale and rent back agreement.</i>
<i>arranging (bringing about) a home purchase plan</i>	<p>the <i>regulated activity</i>, specified in article 25C(1) of the <i>Regulated Activities Order</i>, which is in summary: making arrangements for another person to:</p> <p style="padding-left: 40px;">(a) enter into a <i>home purchase plan</i> as <i>home purchaser</i>; or</p> <p style="padding-left: 40px;">(b) vary the terms of a <i>home purchase plan</i> entered into by him as <i>home purchaser</i> on or after 6 April 2007.</p>
<i>arranging (bringing about) a home reversion plan</i>	<p>the <i>regulated activity</i>, specified in article 25B(1) of the <i>Regulated Activities Order</i>, which is in summary: making arrangements for another person to:</p> <p style="padding-left: 40px;">(a) enter into a <i>home reversion plan</i> as <i>reversion occupier</i> or as plan provider; or</p> <p style="padding-left: 40px;">(b) vary the terms of a <i>home reversion plan</i> entered into by him as <i>reversion occupier</i> or as plan provider on or after 6 April 2007.</p>
<i>arranging (bringing about) deals in investments</i>	<p>the <i>regulated activity</i>, specified in article 25(1) of the <i>Regulated Activities Order</i>, which is in summary: making arrangements for another person (whether as <i>principal</i> or agent) to <i>buy, sell, subscribe for or underwrite</i> a particular <i>investment</i> which is:</p> <p style="padding-left: 40px;">(a) a <i>designated investment</i> (other than a <i>P2P agreement</i>); or</p> <p style="padding-left: 40px;">(b) a <i>funeral plan contract</i>; or</p> <p style="padding-left: 40px;">(c) the <i>underwriting capacity of a Lloyd's syndicate</i>; or</p> <p style="padding-left: 40px;">(d) <i>membership of a Lloyd's syndicate</i>; or</p> <p style="padding-left: 40px;">(da) a <i>pure protection contract</i>; or</p>

	<p>(db) a <i>general insurance contract</i>; or</p> <p>(e) <i>rights to or interests in investments</i> in (b), (c) or (d); or</p> <p>(f) a <i>structured deposit</i>.</p>
<p><i>arranging (bringing about) regulated mortgage contracts</i></p>	<p>the <i>regulated activity</i>, specified in article 25A(1) and (2A) of the <i>Regulated Activities Order</i> which is, in summary, making arrangements:</p> <p>(a) for another person to enter into a <i>regulated mortgage contract</i> as borrower;</p> <p>(b) for another person to vary the terms of:</p> <p>(i) a <i>regulated mortgage contract</i> entered into by him as borrower on or after 31 October 2004; or</p> <p>(ii) a <i>legacy CCA mortgage contract</i> entered into by him as borrower; or</p> <p>(c) to enter into a <i>regulated mortgage contract</i> with a borrower on behalf of a lender.</p> <p>(see also <i>arranging</i> (in relation to <i>regulated mortgage contracts</i>) and <i>making arrangements with a view to regulated mortgage contracts</i>.)</p>
<p><i>arranging (bringing about) a regulated sale and rent back agreement</i></p>	<p>the <i>regulated activity</i>, specified in article 25E(1) of the <i>Regulated Activities Order</i>, which is in summary making arrangements:</p> <p>(a) for another <i>person</i> to enter into a <i>regulated sale and rent back agreement</i> as an agreement seller or as an agreement provider; or</p> <p>(b) for another <i>person</i> to vary the terms of a <i>regulated sale and rent back agreement</i>, entered into on or after 1 July 2009 by him as agreement seller or agreement provider, in such a way so as to vary his obligations under that <i>agreement</i> and in relation to a <i>person</i> who acquires obligations or rights under a <i>regulated sale and rent back agreement</i>, an activity is a specified kind of activity for the purposes of this part of the definition only if the <i>agreement</i> was entered into by the agreement provider (rather than the obligations or rights acquired) on or after 1 July 2009;</p> <p>including making arrangements with a view to a <i>person</i> who participates in the arrangements <i>entering into a regulated sale and rent back agreement</i> as agreement seller or agreement provider.</p>
<p><i>arranging deals in contracts of insurance written at Lloyd's</i></p>	<p>the <i>regulated activity</i>, specified in article 58 of the <i>Regulated Activities Order</i> (Arranging deals in contracts of insurance written at Lloyd's), carried on by the <i>Society of Lloyd's</i> of arranging deals in <i>contracts of insurance</i> written at Lloyd's.</p>
<p><i>arranging qualifying credit</i></p>	<p>the <i>controlled activity</i>, specified in paragraph 10A of Schedule 1 to the <i>Financial Promotion Order</i>, of making arrangements:</p> <p>(a) for another <i>person</i> to enter as borrower into an agreement for the provision of <i>qualifying credit</i>; or</p> <p>(b) for a borrower under a <i>regulated mortgage contract</i>, entered into on or after 31 October 2004, to vary the terms of that contract.</p>

<i>arranging safeguarding and administration of assets</i>	that part of <i>safeguarding and administering investments</i> which consists solely of arranging for one or more other <i>persons</i> to carry on both: <ul style="list-style-type: none"> (a) the safeguarding of assets belonging to another; and (b) the administration of those assets.
<i>arrears</i>	(in relation to a <i>regulated mortgage contract</i> or a <i>home purchase plan</i>) either: <ul style="list-style-type: none"> (a) a shortfall (equivalent to two or more regular payments) in the accumulated total payments actually made by the <i>customer</i> measured against the accumulated total amount of payments due to be received from the <i>customer</i>; or (b) remaining in breach, for more than one month, of an agreed borrowing limit or of an obligation to pay or repay where the loan or <i>home purchase plan</i> does not have a regular payment or repayment plan.
<i>article 18(5) relationship</i>	the relationship where there are participations or capital ties other than those referred to in article 18(1) and (4) of the <i>UK CRR</i> (Methods for prudential consolidation).
<i>article 18(6) relationship</i>	(in accordance with article 18 of the <i>UK CRR</i> (Methods for prudential consolidation)) a relationship of one of the following kinds: <ul style="list-style-type: none"> (a) where an <i>institution</i> exercises a significant influence over one or more <i>institutions</i> or <i>financial institutions</i>, but without holding a <i>participation</i> or other capital ties in these <i>institutions</i>; or (b) where two or more <i>institutions</i> or <i>financial institutions</i> are placed under single management other than under a contract or clauses of their memoranda or articles of association.
<i>article 3(1)(b) credit agreement</i>	a <i>credit agreement</i> : <ul style="list-style-type: none"> (a) under which the person to whom the credit is provided is a <i>consumer</i>, (b) the purpose of which is to acquire or retain property rights in land or in an existing or projected building; and (c) which is not an <i>MCD regulated mortgage contract</i>. where the reference in (b) to land or a building is a reference: <ul style="list-style-type: none"> (d) in relation to a contract entered into before <i>IP completion day</i>: <ul style="list-style-type: none"> (i) to land or a building in the <i>United Kingdom</i>; or (ii) if the contract was entered into on or after 21 March 2016, to land or a building in the <i>United Kingdom</i> or within the territory of a State that was an <i>EEA State</i> at the time the contract was entered into; and (e) in relation to a contract entered into on or after <i>IP completion day</i>, to land in the <i>United Kingdom</i>. [Note: articles 3(1)(b) and 4(3) of the <i>MCD</i>]
<i>article 9 default</i>	(as defined in article 2(2) of the <i>compensation transitionals order</i>) any of the following:

	<p>(a) the passing of a resolution for the voluntary winding up of an authorised insurance company within the meaning of section 3 of the Policyholders Protection Act 1975 in circumstances falling within section 5(1)(a) of that Act;</p> <p>(b) the making by the court of an order for the winding up of such a company in accordance with section 5(1)(b) of that Act;</p> <p>(c) the appointment of a provisional liquidator in the circumstances falling within section 15 of that Act in respect of such a company;</p> <p>(d) such a company becoming a company in financial difficulties within the meaning of section 16 of that Act;</p> <p>(e) a <i>participating deposit-taker</i> becoming insolvent for the purposes of Part II of the Banking Act 1987;</p> <p>(f) a <i>participating institution</i> becoming insolvent within the meaning of section 25A of the Building Societies Act 1986;</p> <p>(g) the beginning of a dissolution or transfer of engagements of a <i>member society</i> in accordance with rule 9(2) of the Rules of the Friendly Societies Protection Scheme.</p>
ASA	<i>assets safeguarded and administered.</i>
asset	(in <i>RCB</i>) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) any property, right, entitlement or interest.
asset backed commercial paper programme	a programme of <i>securitisations</i> (within the meaning of paragraph (2) of the definition of securitisation) the securities issued by which predominantly take the form of commercial paper with an original maturity of one year or less.[Note: Part 1 of Annex IX of the <i>Banking Consolidation Directive</i> (Securitisation definitions)]
asset backed security	<p>(as defined in the <i>PR Regulation</i>) <i>securities</i> which:</p> <p>(a) represent an interest in assets, including any rights intended to assure servicing, or the receipt or timeliness of receipts by holders of assets of amounts payable thereunder; or</p> <p>(b) are secured by assets and the terms of which provide for payments which relate to payments or reasonable projections of payments calculated by reference to identified or identifiable assets.</p>
asset identification rules	<i>rules</i> made by the <i>appropriate regulator</i> which require an <i>authorised person</i> who has <i>permission</i> to <i>effecting</i> or <i>carry out contracts of insurance</i> to identify assets which belong to him and which are maintained in respect of a particular aspect of his business.
asset management company	a <i>management company</i> or an <i>undertaking</i> the registered office of which is outside the <i>UK</i> and which would require <i>Part 4A permission</i> under Article 51ZA of the <i>Regulated Activities Order</i> (Managing a UK UCITS) if it had its registered office within the <i>UK</i> .
assets outside expected RFB subgroups	the assets of a <i>ring-fencing fees group</i> which it has advised the <i>PRA</i> are not intended to be held by a <i>ring-fenced body</i> or its <i>UK</i> subgroup for <i>ring-fencing</i> purposes from 1 January 2019.

<i>asset pool</i>	(in <i>RCB</i>) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) an asset pool within the meaning of Regulation 3 of the <i>RCB Regulations</i> .
<i>asset-related capital requirement</i>	a component of the calculation of the <i>ECR</i> for a <i>firm</i> carrying on <i>general insurance business</i> as set out in INSPRU 2.2.
<i>asset pool monitor</i>	a <i>person</i> appointed under regulation 17A of the <i>RCB Regulations</i> .
<i>assets safeguarded and administered</i>	(in <i>MIFIDPRU</i>) the value of assets, as calculated in accordance with the <i>rules</i> in ■ <i>MIFIDPRU</i> 4.9 (K-ASA requirement), belonging to a <i>client</i> that a <i>firm</i> holds in the course of <i>MiFID business</i> , irrespective of whether those assets appear on the <i>firm's</i> own balance sheet or are deposited into accounts opened with third parties.
<i>assets under management</i>	(in <i>MIFIDPRU</i>) the value of assets, as calculated in accordance with the <i>rules</i> in ■ <i>MIFIDPRU</i> 4.7 (K-AUM requirement), that a <i>firm</i> manages for its <i>clients</i> under the following arrangements, where the arrangements constitute <i>MiFID business</i> : <ul style="list-style-type: none"> (1)discretionary <i>portfolio management</i>; and (2)non-discretionary arrangements constituting <i>investment advice of an ongoing nature</i>.
<i>assignment</i>	in accordance with article 60L of the <i>Regulated Activities Order</i> , in relation to Scotland, means assignment.
<i>assistance</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 18 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), providing either or both of the following benefits: <ul style="list-style-type: none"> (a) assistance (whether in cash or in kind) for <i>persons</i> who get into difficulties while travelling, while away from home or while away from their permanent residence; (b) assistance (whether in cash or in kind) for <i>persons</i> who get into difficulties otherwise than as in (a).
<i>assisted voluntary sale process</i>	a process in which a <i>firm</i> assists a <i>customer</i> to sell voluntarily property which is subject to a <i>regulated mortgage contract</i> or <i>home purchase plan</i> with the <i>firm</i> , over and above allowing the <i>customer</i> to remain in possession for a reasonable period to effect a sale.
<i>assisting in the administration and performance of a contract of insurance</i>	the <i>regulated activity</i> , specified in article 39A of the <i>Regulated Activities Order</i> (Assisting in the administration and performance of a contract of insurance) of assisting in the administration and performance of a contract of insurance.
<i>associate</i>	(1) (in <i>UKLR</i> , in relation to a <i>director, substantial shareholder</i> , or <i>person exercising significant influence</i> who is an individual and, in <i>DTR</i> , in relation to a <i>related party</i> who is an individual): <ul style="list-style-type: none"> (a) that individual's spouse, civil partner or child (together the

"individual's family");

(b) the trustees (acting as such) of any trust of which the individual or any of the individual's family is a beneficiary or discretionary object (other than a trust which is either an *occupational pension scheme* or an *employees' share scheme* which does not, in either case, have the effect of conferring benefits on persons, all or most of whom are related parties;

(c) any *company* in whose *equity securities* the individual or any member or members (taken together) of the individual's family or the individual and any such member or members (taken together) are directly or indirectly interested (or have a conditional or contingent entitlement to become interested) so that they are (or would on the fulfilment of the condition or the occurrence of the contingency be) able:

(i) to exercise or control the exercise of 30% or more of the votes able to be cast at general meetings on all, or substantially all, matters; or

(ii) to appoint or remove *directors* holding a majority of voting rights at board meetings on all, or substantially all, matters;

(d) any partnership whether a limited partnership or *limited liability partnership* in which the individual or any member or members (taken together) of the individual's family are directly or indirectly interested (or have a conditional or contingent entitlement to become interested) so that they hold or control or would on the fulfilment of the condition or the occurrence of the contingency be able to hold or control:

(i) a voting interest greater than 30% in the partnership; or

(ii) at least 30% of the partnership.

For the purpose of paragraph (c), if more than one *director* of the *listed company*, its *parent undertaking* or any of its *subsidiary undertakings* is interested in the *equity securities* of another *company*, then the interests of those *directors* and their *associates* will be aggregated when determining whether that *company* is an associate of the *director*.

(2) (in *UKLR*, in relation to a *substantial shareholder* or *person exercising significant influence* which is a *company* and, in *DTR*, in relation to a *related party* which is a *company*):

(a) any other *company* which is its *subsidiary undertaking* or *parent undertaking* or fellow *subsidiary undertaking* of the *parent undertaking*;

(b) any *company* whose *directors* are accustomed to act in accordance with the *substantial shareholder's* or *person exercising significant influence's* directions or instructions;

(c) any *company* in the capital of which the *substantial shareholder* or *person exercising significant influence* and any other *company* under paragraph (1) or (2) taken together, is (or would on the fulfilment of a condition or the occurrence of a contingency be) able to exercise power of the type described in paragraph (1)(c)(i) or (ii) of this definition

(2A) (in *CONC* or in relation to a *credit-related regulated activity*), as defined in article 60L of the *Regulated Activities Order*, in relation to a person ("P"):

(a) where P is an individual any *person* who is or who has been:

- (i) P's spouse or P's civil partner;
- (ii) a *relative* of P, P's spouse or P's civil partner;
- (iii) the spouse or civil partner of a *relative* of P or P's spouse or civil partner;
- (iv) if P is a member of a *partnership*, any of P's *partners* and the spouse or civil partner of any such *person*;

(b) where P is a *body corporate*:

- (i) any *person* who is a *controller* ("C") of P;
- (ii) any other *person* for whom C is a *controller*.

(3) (except in *UKLR* or in relation to a *credit-related regulated activity*) (in relation to a *person* ("A")):

- (a) an *affiliated company* of A;
- (b) an *appointed representative* of A, or a *tied agent* of A, or of any *affiliated company* of A;
- (c) any other *person* whose business or domestic relationship with A or his *associate* might reasonably be expected to give rise to a community of interest between them which may involve a conflict of interest in dealings with third parties.

(4) (in *UKLR*) (when used in the context of a *controlling shareholder* who is an individual):

- (a) that individual's spouse, civil partner or child (together "the individual's family");
- (b) the trustees (acting as such) of any trust of which the individual or any of the individual's family is a beneficiary or discretionary object (other than a trust which is either an *occupational pension scheme* or an *employees' share scheme* which does not, in either case, have the effect of conferring benefits on persons all or most of whom are *controlling shareholders*);
- (c) any *company* in whose *equity securities* the individual or any member or members (taken together) of the individual's family or the individual and any such member or members (taken together) are directly or indirectly interested (or have a conditional or contingent entitlement to become interested) so that they are (or would on the fulfilment of the condition or the occurrence of the contingency be) able:
 - (i) to exercise or control the exercise of 30% or more of the votes able to be cast at general meetings on all, or substantially all, matters; or
 - (ii) to appoint or remove *directors* holding a majority of voting rights at board meetings on all, or substantially all, matters;

(d) any partnership whether a limited partnership or *limited liability partnership* in which the individual or any member or members (taken together) of the individual's family are directly or indirectly interested (or have a conditional or contingent entitlement to become interested) so that they hold or control or would on the fulfilment of the condition or the occurrence of the contingency be able to hold or control:

- (i) a voting interest greater than 30% in the partnership; or
- (ii) at least 30% of the partnership.

For the purpose of paragraph (c), if more than one *controlling shareholder* of the *listed company*, its *parent undertaking* or any of its *subsidiary undertakings* is interested in the *equity securities* of another *company*, then the interests of those *controlling shareholders* and their *associates* will be aggregated when determining whether that *company* is an associate of the *controlling shareholder*.

(5) (in *UKLR*) (when used in the context of a *controlling shareholder* which is a company):

- (a) any other *company* which is its *subsidiary undertaking* or *parent undertaking* or fellow *subsidiary undertaking* of the *parent undertaking*;
- (b) any *company* whose *directors* are accustomed to act in accordance with the *controlling shareholder's* directions or instructions;
- (c) any *company* in the capital of which the *controlling shareholder* and any other *company* under paragraph (a) or (b) taken together, is (or would on the fulfilment of a condition or the occurrence of a contingency be) able to exercise power of the type described in paragraph (4)(c)(i) or (ii) of this definition.

associated instrument

(as defined in Article 2 of the *Buy-back and Stabilisation Regulation*) any of the following *financial instruments* (including those which are not admitted to trading on a *regulated market*, or for which a request for admission to trading on such a market has not been made, provided that the relevant competent authorities have agreed to standards of transparency for transactions in such *financial instruments*):

- (a) contracts or rights to subscribe for, acquire or dispose of *relevant securities*;
- (b) financial derivatives on *relevant securities*;
- (c) where the *relevant securities* are convertible or exchangeable debt instruments, the securities into which such convertible or exchangeable debt instruments may be converted or exchanged;
- (d) instruments which are issued or guaranteed by the *issuer* or guarantor of the *relevant securities* and whose market price is likely to materially influence the price of the *relevant securities*, or vice versa; and
- (e) where the *relevant securities* are *securities* equivalent to *shares*, the *shares* represented by those *securities* (and any other *securities* equivalent to those *shares*).

<i>attached shares</i>	<p>(in <i>CREDS</i>) means any shares in the <i>credit union</i> (other than any <i>deferred shares</i>):</p> <p>(a) (in relation to a <i>Great Britain credit union</i>) the withdrawal of which is not permitted by section 7(5) of the Credit Unions Act 1979 or (in relation to a <i>Northern Ireland credit union</i>) the withdrawal of which is not permitted by article 23(4) of the Credit Unions (Northern Ireland) Order 1985; or</p> <p>(b) (in relation to a <i>Great Britain credit union</i>) the withdrawal of which is not permitted by the terms of a loan made to a member; or</p> <p>(c) the withdrawal of which is not permitted without seeking and obtaining the permission of the committee of management of the <i>credit union</i>.</p> <p>In relation to a <i>Great Britain credit union</i>, paragraph (c) is relevant only where the <i>credit union</i> made a loan to the holder of the shares before the Legislative Reform (Industrial and Provident Societies and Credit Unions) Order 2011 came into force.</p>
<i>auction platform</i>	a platform on which auctions of <i>emissions allowances</i> are held in accordance with the <i>UK auctioning regulations</i> .
<i>auction regulation bidding</i>	the <i>regulated activity of bidding in emissions auctions</i> where it is carried on by a <i>firm</i> that is an <i>exempt MiFID commodities firm</i> .
<i>Audit Directive</i>	Directive 2006/43/EC of the European Parliament and of the Council of 17 May 2006 on statutory audits of annual accounts and consolidated accounts, amending Council Directives 78/660/EEC and 83/349/EEC and repealing Council Directive 84/253/EEC.
<i>Audit Regulation</i>	<p>the <i>UK</i> version of Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission Decision 2005/909/EC), which is part of <i>UK</i> law by virtue of the <i>EUWA</i>, except that any reference to Article 16 of that Regulation, shall, where and to the extent that the effect of that Article has been reproduced in any of the following enactments in relation to a category of <i>issuer</i>, be a reference to that enactment in relation to that category of <i>issuer</i>:</p> <p>(1)for private companies, sections 485A to 485C and 494ZA of the Companies Act 2006;</p> <p>(2)for public companies, sections 489A to 489C and 494ZA of the Companies Act 2006;</p> <p>(3)for <i>building societies</i>, paragraphs 3B to 3E of Schedule 11 to the Building Societies Act 1986;</p> <p>(4)for <i>friendly societies</i>, paragraphs 2 to 5 of Schedule 14A to the Friendly Societies Act 1992;</p> <p>(5)for limited liability partnerships, sections 485A to 485C and 494ZA of the Companies Act 2006 as applied by regulations 36 and 38A of the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008;</p> <p>(6)for insurance undertakings within the meaning given by regulation 2</p>

	of The Insurance Accounts Directive (Miscellaneous Insurance Undertakings) Regulations 2008, sections 485A to 485C and 494ZA of the Companies Act 2006 as applied by regulation 6(1A) of those Regulations.
<i>AUM</i>	<i>assets under management.</i>
<i>AUT</i>	<i>an authorised unit trust scheme.</i>
<i>authorisation</i>	authorisation as an <i>authorised person</i> for the purposes of the Act.
<i>authorisation order</i>	an order made by the FCA : <ul style="list-style-type: none"> (a) in relation to an <i>AUT</i> under section 243 of the Act (Authorisation orders); (b) in relation to an <i>ICVC</i> under regulation 14 of the <i>OEIC Regulations</i> (Authorisation); (c) in relation to an <i>ACS</i> under section 261D of the Act (Authorisation orders); as a result of which the <i>AUT</i> or <i>ACS</i> becomes authorised or the body becomes incorporated as an <i>ICVC</i> under regulation 3 of the <i>OEIC Regulations</i> (Open-ended investment company); or an <i>AUT</i> , <i>ACS</i> or <i>ICVC</i> becomes declared a money market fund.
<i>authorised approved person employer</i>	(in relation to an <i>approved person</i> with a <i>current approved person approval</i>) the <i>firm</i> on whose application approval for the performance of the <i>controlled function</i> was given under section 59 of the Act (Approval for particular arrangements).
<i>authorised business overdraft agreement</i>	a <i>borrower-lender agreement</i> which provides authorisation in advance for the <i>borrower</i> to overdraw on a current account, where the agreement is entered into by the <i>borrower</i> wholly or predominantly for the purposes of the <i>borrower's</i> business.
<i>authorised central counterparty</i>	a <i>CCP</i> authorised or recognised under <i>EMIR</i> .
<i>authorised central counterparty acknowledgement letter</i>	a letter in the form of the template in ■ CASS 7 Annex 4 R.
<i>authorised corporate director</i>	the director of an <i>ICVC</i> who is the <i>authorised corporate director</i> of the <i>ICVC</i> in accordance with ■ COLL 6.5.3 R (Appointment of an ACD).
<i>authorised contractual scheme</i>	a <i>co-ownership scheme</i> or a <i>limited partnership scheme</i> .
<i>authorised contractual scheme manager</i>	a <i>firm</i> which is the <i>authorised fund manager</i> of the <i>ACS</i> in accordance with the <i>contractual scheme deed</i> .

<i>authorised electronic money institution</i>	<p>(in accordance with regulation 2(1) of the <i>Electronic Money Regulations</i>):</p> <p>(a) a <i>person</i> included by the FCA in the <i>Financial Services Register</i> as an <i>authorised electronic money institution</i> pursuant to regulation 4(1)(a) of the <i>Electronic Money Regulations</i>; or</p> <p>(b) a <i>person</i> deemed to have been granted authorisation by virtue of regulation 74 of the <i>Electronic Money Regulations</i>.</p>
<i>authorised fund</i>	<p>(a)(other than in ■ FEES 6 and COMP) an ICVC, ACS or an AUT.</p> <p>(b)(in ■ FEES 6 and COMP) an ICVC, an ACS, an AUT, or a UK ELTIF other than a <i>body corporate</i> that is not a <i>collective investment scheme</i>.</p>
<i>authorised fund manager</i>	an ACD, an <i>authorised contractual scheme manager</i> or an <i>authorised unit trust manager</i> .
<i>authorised insurance company</i>	(In COMP) (in accordance with the <i>compensation transitionals order</i>) a <i>person</i> who was, at any time before <i>commencement</i> , authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on insurance business of any class in the <i>United Kingdom</i> .
<i>authorised non-business overdraft agreement</i>	<p>a <i>borrower-lender agreement</i> which provides authorisation in advance for the <i>borrower</i> to overdraw on a current account, where:</p> <p>(a) the <i>credit</i> must be repaid on demand or within three months;</p> <p>(b) the agreement is not entered into by the <i>borrower</i> wholly or predominantly for the purposes of the <i>borrower's</i> business.</p>
<i>authorised payment institution</i>	<p>(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>):</p> <p>(a) a <i>person</i> authorised as a payment institution pursuant to regulation 6 of the <i>Payment Services Regulations</i> (conditions for authorisation as a payment institution) and included by the FCA in the <i>Financial Services Register</i> as an authorised payment institution pursuant to regulation 4(1)(a) of the <i>Payment Services Regulations</i> (the register of certain payment service providers); or</p> <p>(b) a <i>person</i> included by the FCA in the <i>Financial Services Register</i> pursuant to regulation 150 or 152(2), and 153(1) of the <i>Payment Services Regulations</i> (Transitional and saving provisions: authorised payment institutions).</p>
<i>authorised AIF</i>	an AIF which is an <i>authorised fund</i> .
<i>authorised person</i>	<p>(in accordance with section 31 of the Act (Authorised persons)) one of the following:</p> <p>(a) a <i>person</i> who has a <i>Part 4A permission</i> to carry on one or more <i>regulated activities</i>;</p> <p>(b) [deleted]</p> <p>(c) [deleted]</p> <p>(d) [deleted]</p>

	<p>(e) an <i>ICVC</i>;</p> <p>(f) the <i>Society of Lloyd's</i>.</p> <p>(see also ■ GEN 2.2.18 R for the position of an <i>authorised partnership</i> or unincorporated association which is dissolved.)</p>
<i>authorised primary dealer</i>	(as defined in article 2(1)(n) of the <i>short selling regulation</i>) a natural or legal person who has signed an agreement with a <i>sovereign issuer</i> or who has been formally recognised as a primary dealer by or on behalf of a <i>sovereign issuer</i> and who, in accordance with that agreement or recognition, has committed to dealing as principal in connection with primary and secondary market operations relating to debt issued by that <i>sovereign issuer</i> .
<i>authorised primary dealer exemption</i>	an exemption from articles 7, 13 and 14 of the <i>short selling regulation</i> for the activities of an <i>authorised primary dealer</i> pursuant to article 17 of the <i>short selling regulation</i> .
<i>authorised professional firm</i>	a <i>professional firm</i> which is an <i>authorised person</i> .
<i>authorised push payment fraud</i>	<p>a transfer of funds by <i>person A</i> to <i>person B</i>, other than a transfer initiated by or through <i>person B</i>, where:</p> <p>(1) <i>A</i> intended to transfer the funds to a <i>person</i> other than <i>B</i> but was instead deceived into transferring the funds to <i>B</i>; or</p> <p>(2) <i>A</i> transferred funds to <i>B</i> for what they believed were legitimate purposes but which were in fact fraudulent.</p> <p>In this definition, "initiated" should be construed in the context of the way it is used in the <i>Payment Services Regulations</i> (so that, for example, funds transferred by <i>credit transfer</i> would be included but not where they have been transferred by <i>direct debit</i> or debit card or credit card via a merchant).</p>
<i>authorised UK representative</i>	(in relation to a <i>firm</i>) a <i>person</i> resident in the <i>United Kingdom</i> who is authorised to act generally, and to accept service of any <i>document</i> , on behalf of the <i>firm</i> .
<i>authorised unit trust manager</i>	a <i>manager</i> of an <i>AUT</i> .
<i>authorised unit trust scheme</i>	(as defined in section 237(3) of the Act (Other definitions)) a <i>unit trust scheme</i> which is authorised for the purposes of the Act by an <i>authorisation order</i> .
<i>authorised Voluntary Jurisdiction participant</i>	a participant in the <i>Voluntary Jurisdiction</i> who is an <i>authorised person</i> .
<i>automatic enrolment scheme</i>	a scheme that meets the conditions in Part 1 of the Pensions Act 2008. In summary this is a qualifying <i>occupational pension scheme</i> or qualifying <i>personal pension scheme</i> that enables automatic enrolment arrangements to take place.

AVA	an additional valuation adjustment calculated under ■ MIFIDPRU 3 Annex 8R.
AVC	a voluntary contribution arrangement paid by a member of an <i>occupational pension scheme</i> under the terms of the scheme or of a separate contract.
average outstanding electronic money	(in accordance with regulation 2(1) of the <i>Electronic Money Regulations</i>) the average total amount of financial liabilities related to <i>electronic money</i> in issue at the end of each calendar day over the preceding six calendar months, calculated on the first calendar day of each calendar month and applied for that calendar month.
average ASA	the rolling average of a <i>firm's ASA</i> calculated in accordance with ■ MIFIDPRU 4.9.8R.
average AUM	the rolling average of a <i>firm's AUM</i> calculated in accordance with ■ MIFIDPRU 4.7.5R.
average CMH	the rolling average of a <i>firm's CMH</i> calculated in accordance with ■ MIFIDPRU 4.8.13R.
average COH	the rolling average of a <i>firm's COH</i> calculated in accordance with ■ MIFIDPRU 4.10.19R.
average DTF	the rolling average of a <i>firm's DTF</i> calculated in accordance with ■ MIFIDPRU 4.15.4R.
average total assets	<p>means the recent average of the <i>firm's</i> total assets calculated as follows:</p> <p>(1) for a <i>firm</i> within the scope of ■ SYSC 19D.1.1R(1)(a), (1)(b) or (1)(c):</p> <p>(a) by identifying the occasions (due dates) in the preceding 36 <i>months</i> by which the <i>firm</i> was required to report its total assets; and</p> <p>(b) by calculating the arithmetic mean of the total assets that the <i>firm</i> was required to report on those occasions; or</p> <p>(2) for a <i>firm</i> within the scope of ■ SYSC 19D.1.1R(1)(d), by calculating the arithmetic mean of the <i>firm's</i> total assets on each of the last 3 <i>accounting reference dates</i>.</p>

Glossary - B

Barium	Barium is a chemical element with the symbol Ba and atomic number 56. It is a soft, silvery-white metal that is highly reactive with air and water. It is used in various applications, including in the production of alloys, in the medical field for X-ray contrast agents, and in the manufacturing of certain types of glass and ceramics.
Baryon	A baryon is a type of subatomic particle composed of three quarks. It is a fermion, meaning it follows the Pauli exclusion principle. Baryons are the most common type of matter in the universe, and they include protons and neutrons.
Baryon number	The baryon number is a conserved quantum number that represents the difference between the number of baryons and the number of antibaryons in a system. It is a measure of the amount of baryonic matter in a system.
Baryon number conservation	Baryon number conservation is a principle in physics that states that the total baryon number of a system remains constant over time. This means that the number of baryons minus the number of antibaryons is conserved in all physical processes.
Baryon number violation	Baryon number violation is a hypothetical process in which the total baryon number of a system changes. This would violate the principle of baryon number conservation. Such violations are predicted by certain theories of particle physics, but they have not been observed experimentally.
Baryon number violation experiments	Baryon number violation experiments are designed to test the principle of baryon number conservation. These experiments typically involve the production and detection of baryons and antibaryons in high-energy collisions. If a violation of baryon number conservation is observed, it would have significant implications for our understanding of the universe.
Baryon number violation in the early universe	Baryon number violation is thought to have played a role in the evolution of the early universe. In the hot, dense conditions of the early universe, baryon number violation could have occurred, leading to the production of baryons and antibaryons. This process is thought to be responsible for the observed asymmetry between matter and antimatter in the universe.
Baryon number violation in the laboratory	Baryon number violation experiments in the laboratory have been conducted using a variety of techniques, including the production and detection of baryons and antibaryons in high-energy collisions. These experiments have not yet observed any violations of baryon number conservation, but they continue to push the limits of sensitivity.
Baryon number violation in the future	Future experiments in baryon number violation are expected to further test the principle of baryon number conservation. These experiments may involve the use of more powerful accelerators and more sensitive detection systems. The results of these experiments will help to clarify our understanding of the fundamental laws of physics.
Baryon number violation in the universe	Baryon number violation is a topic of ongoing research in particle physics and cosmology. It is a key area of study for understanding the evolution of the universe and the origin of matter. The discovery of baryon number violation would be a major breakthrough in our understanding of the universe.
Baryon number violation in the Standard Model	The Standard Model of particle physics does not include any mechanisms for baryon number violation. This is a major gap in our understanding of the fundamental laws of physics. The discovery of baryon number violation would require a new theory of physics that goes beyond the Standard Model.
Baryon number violation in the search for new physics	The search for baryon number violation is an important part of the search for new physics. It is a key area of study for understanding the fundamental laws of physics and the evolution of the universe. The discovery of baryon number violation would be a major breakthrough in our understanding of the universe.
Baryon number violation in the future of physics	The future of physics is likely to involve a deep understanding of baryon number violation. This will require a combination of theoretical and experimental work. The discovery of baryon number violation would be a major milestone in our understanding of the universe.
Baryon number violation in the history of physics	The history of physics is filled with many discoveries and breakthroughs. Baryon number violation is a topic that has been studied for many years, and it continues to be an active area of research. The discovery of baryon number violation would be a major addition to the history of physics.
Baryon number violation in the philosophy of science	The philosophy of science is concerned with the nature of scientific knowledge and the methods of scientific inquiry. Baryon number violation is a topic that has implications for the philosophy of science, as it challenges our understanding of the fundamental laws of physics.
Baryon number violation in the culture of science	The culture of science is shaped by many factors, including the history of science, the philosophy of science, and the social context of science. Baryon number violation is a topic that has captured the imagination of the public, and it has become a part of the culture of science.
Baryon number violation in the education of scientists	The education of scientists is a key part of the scientific process. Baryon number violation is a topic that is taught in many science courses, and it is an important part of the scientific curriculum. The discovery of baryon number violation would be a major addition to the education of scientists.
Baryon number violation in the public understanding of science	The public understanding of science is an important part of the scientific process. Baryon number violation is a topic that has captured the imagination of the public, and it has become a part of the public understanding of science. The discovery of baryon number violation would be a major addition to the public understanding of science.
Baryon number violation in the future of the world	The future of the world is uncertain, but it is likely to involve a deep understanding of baryon number violation. This will require a combination of theoretical and experimental work. The discovery of baryon number violation would be a major milestone in our understanding of the universe.

<i>back-wardation</i>	a situation in which <i>futures</i> prices are lower than cash prices.
<i>Bacs</i>	the Bacs <i>regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
<i>balance</i>	(in relation to a <i>person's account</i>) has the meaning given in section 8 of the Dormant Bank and Building Society Accounts Act 2008, which is in summary the amount owing to the <i>person</i> in respect of the <i>account</i> at any particular time, after the appropriate adjustments have been made for such things as interest due and fees and charges payable. In relation to a time after a transfer of the <i>balance</i> to a <i>dormant asset fund operator</i> , the adjustments include those that would fall to be made but for the transfer or transfers.
<i>Balancing and Settlement Code</i>	the document designated by the Secretary of State and adopted by the National Grid Company plc as the Balancing and Settlement Code as modified from time to time in accordance with the terms of the transmission licence granted under section 6(1)(b) of the Electricity Act 1989 in respect of England and Wales, or any subsequent similar instrument or arrangements.
<i>bank</i>	<p>(a) a <i>firm</i> with a <i>Part 4A permission</i> which includes accepting deposits, and:</p> <p>(i) which is a <i>credit institution</i>;</p> <p>(ii) [deleted]</p> <p>but which is not a <i>building society</i>, a <i>friendly society</i> or a <i>credit union</i>;</p> <p>(b) [deleted]</p>
<i>banking and investment group</i>	<p>a group of <i>persons</i> (at least one of which is a <i>UK regulated entity</i> that is a <i>credit institution</i> or an <i>investment firm</i>) who:</p> <p>(a) form a group in respect of which the consolidated capital adequacy requirements for the <i>banking sector</i> or the <i>investment services sector</i> under the <i>appropriate regulator's sectoral rules</i> apply.</p> <p>(i) [deleted]</p> <p>(ii) [deleted]</p> <p>(b) would form such a group if the scope of those <i>sectoral rules</i> were amended as described in paragraph 3.1 of ■ GENPRU 3 Annex 2 (removing restrictions relating to place of incorporation or head office of members of those <i>financial sectors</i>).</p>
<i>banking and investment services conglomerate</i>	a <i>financial conglomerate</i> that is identified in paragraph 4.3 of ■ GENPRU 3 Annex 1 (Types of financial conglomerate) as a <i>banking and investment services conglomerate</i> .
<i>banking and investment services sector</i>	(in relation to a <i>financial sector</i> in a <i>consolidation group</i> or a <i>financial conglomerate</i> and in accordance with ■ GENPRU 3.1 (Cross sector groups)), the <i>investment services sector</i> and the <i>banking sector</i> taken together.
<i>Banking Consolidation Directive</i>	the Directive of the European Parliament and the Council of 14 June 2006 relating to the taking up and pursuit of the business of credit institutions (No 2006/48/EC).

<i>banking customer</i>	<p>(in <i>PRIN</i> and <i>BCOBS</i>):</p> <p>(a) a <i>consumer</i>;</p> <p>(b) a <i>micro-enterprise</i>; or</p> <p>(c) a <i>charity</i> which has an annual income of less than £1 million.</p> <p>A natural person acting in a capacity as a trustee is a <i>banking customer</i> if he is acting for purposes outside his trade, business or profession.</p>
<i>Banking Ombudsman scheme</i>	<p>the <i>former scheme</i> set up, on a voluntary basis, to handle complaints against those banks which subscribed to it.</p>
<i>banking sector</i>	<p>a sector composed of one or more of the following entities:</p> <p>(a) a <i>credit institution</i>;</p> <p>(b) a <i>financial institution</i> that is not an <i>investment firm</i>; and</p> <p>(c) an <i>ancillary services undertaking</i> that is not an <i>ancillary insurance services undertaking</i>.</p>
<i>base costs</i>	<p><i>management expenses</i> which are not attributable to any particular <i>class</i>.</p>
<i>base costs levy</i>	<p>a levy, forming part of the <i>management expenses levy</i>, to meet the <i>base costs</i> in the financial year of the <i>compensation scheme</i> to which the levy relates, each <i>participant firm's</i> share being calculated in accordance with ■ FEES 6.4.5 R.</p>

<i>base currency</i>	<p>(1) (in <i>COLL</i>) the currency specified:</p> <p>(a) in the <i>instrument of incorporation</i> of an <i>ICVC</i> as the currency in which its accounts are to be prepared; or</p> <p>(b) in the <i>trust deed</i> of an <i>AUT</i> as the base currency of the <i>AUT</i>; or</p> <p>(c) in the <i>contractual scheme deed</i> of an <i>ACS</i> as the base currency of the <i>ACS</i>.</p> <p>(2) [deleted]</p>
<i>base own funds requirement</i>	<p>(1) [deleted]</p> <p>(2) (for the purposes of ■ IPRU(INV) 11) an amount of <i>own funds</i> that a <i>collective portfolio management firm</i> or a <i>collective portfolio management investment firm</i> must hold as set out in ■ IPRU(INV) 11.3.1R (Base own funds requirement).</p>
<i>base prospectus</i>	(in <i>Part 6 rules</i>) a base prospectus referred to in article 8 of the <i>Prospectus Regulation</i> .
<i>basic advice</i>	the <i>regulated activity</i> , specified in article 52B of the <i>Regulated Activities Order</i> (Providing basic advice on stakeholder products) which is, in summary, providing advice on <i>stakeholder products</i> using a process that involves putting pre-scripted questions to a <i>retail client</i> .
<i>basic liquid assets requirement</i>	the requirement in ■ MIFIDPRU 6.2.1R for a <i>MIFIDPRU investment firm</i> to hold a minimum amount of <i>core liquid assets</i> .
<i>BCD</i>	<i>Banking Consolidation Directive</i> .
<i>BCOBS</i>	the Banking: Conduct of Business sourcebook.
<i>bearer certificate</i>	<p>(in <i>COLL</i>) for a <i>recognised scheme</i>, a certificate or other documentary evidence of title, for which provision is made in the <i>instrument constituting the fund</i>, which indicates that:</p> <p>(a) the <i>holder</i> of the document is entitled to the <i>units</i> specified in it; and</p> <p>(b) no entry will be made on the <i>register</i> identifying the <i>holder</i> of those <i>units</i>.</p>
<i>bearer form</i>	(in relation to a <i>client's</i> certificate, <i>share</i> transfer or other <i>document</i>) in a form signed by the <i>client</i> so that it enables a <i>designated investment</i> or <i>deposit</i> to which it relates to be sold, transferred, surrendered or dealt with in any other way without the need to obtain further written instructions and allows the <i>firm</i> access to the sale proceeds.
<i>behaviour</i>	any kind of conduct, including action or inaction.
<i>BENCH</i>	Guide for Benchmark Activities (BENCH)
<i>benchmark</i>	a benchmark as defined in article 3.1(3) of the <i>benchmarks regulation</i> .

<i>benchmark activities</i>	<p>the following activities:</p> <ul style="list-style-type: none"> (1)the <i>regulated activity</i> of <i>administering a benchmark</i>; or (2)contributing input data to a <i>BMR benchmark administrator</i>. <p>[Note: <i>contributing input data</i> to a <i>BMR benchmark administrator</i> is not a <i>regulated activity</i>.]</p>
<i>benchmark administration function</i>	<i>FCA-controlled function</i> CF50 in the <i>table of FCA-controlled functions</i> which is the function of acting in the capacity of a <i>person</i> who is responsible for oversight of a <i>firm's</i> compliance with ■ MAR 8.3 (requirements for <i>benchmark administrators</i>).
<i>benchmark administrator</i>	a <i>person</i> who has <i>authorisation</i> to carry on the <i>regulated activity</i> of <i>administering a specified benchmark</i> .
<i>benchmark contributor</i>	<ul style="list-style-type: none"> (1)a <i>third country benchmark contributor</i>; or (2)a <i>UK benchmark contributor</i>. <p>[Note: neither acting as a <i>benchmark contributor</i> nor <i>contributing input data</i> to a <i>BMR benchmark administrator</i> is a <i>regulated activity</i>.]</p>
<i>benchmark endorser</i>	<p>a <i>person</i>:</p> <ul style="list-style-type: none"> (1)whose endorsement of a <i>benchmark</i> or family of <i>benchmarks</i> has been authorised by the <i>FCA</i> in accordance with article 33(3) of the <i>benchmarks regulation</i>; and (2)who has not had that <i>authorisation</i> withdrawn by the <i>FCA</i>.
<i>benchmarks regulation</i>	the <i>UK</i> version of Regulation (EU) No. 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>benchmark submitter</i>	A <i>person</i> carrying out the <i>regulated activity</i> of <i>providing information in relation to a specified benchmark</i> .
<i>benchmark submission</i>	<ul style="list-style-type: none"> (a) the information or expression of opinion provided to a <i>benchmark administrator</i> for the purpose of determining a <i>specified benchmark</i> as defined in article 63O(2)(a) of the <i>Regulated Activities Order</i>; and (b) any data or information made available by a <i>person</i> other than a <i>benchmark submitter</i> that is processed, considered or used by a <i>benchmark administrator</i> to determine the <i>specified benchmark</i> it administers.
<i>benchmark submission function</i>	<i>FCA-controlled function</i> CF40 in the <i>table of FCA-controlled functions</i> which is the function of acting in the capacity of a <i>person</i> who is responsible for oversight of a <i>firm's</i> compliance with ■ MAR 8.2 (<i>benchmark manager</i>).

<i>beneficiary</i>	any <i>person</i> who is entitled to a right under a <i>contract of insurance</i> . [Note: recital 16 of the <i>Solvency II Directive</i>]
<i>best estimate</i>	a best estimate valuation should reflect the actuary's expectation of future experience for each risk factor given all available, relevant experience and information pertaining to the assumption being estimated and set in such a manner that there is an equal likelihood of the actual value being greater than or less than the expected value.
<i>bidding in emissions auctions</i>	the <i>regulated activity</i> , specified in article 24A of the <i>Regulated Activities Order (Bidding in emissions auctions)</i> , which is in summary the reception, transmission or submission of a bid at an auction of an <i>emissions auction product</i> conducted on an auction platform.
<i>bid price</i>	the price at which a <i>person</i> could sell a <i>unit</i> in a <i>dual-priced authorised fund</i> or a <i>security</i> .
<i>bill of sale loan agreement</i>	a <i>regulated credit agreement</i> secured by a bill of sale under the Bills of Sale Act 1878, the Bills of Sale Act (1878) Amendment Act 1882 or the Bills of Sale Ireland Act (1878).
<i>binary bet</i>	a derivative contract of a binary nature.
<i>biofuel</i>	liquid or gaseous fuel produced from <i>biomass</i> .
<i>biofuel collective investment scheme</i>	a <i>collective investment scheme</i> , the property of which consists only of property which is <i>biofuel</i> or a <i>biofuel investment</i> or cash awaiting investment.
<i>biofuel investment</i>	any of the following: <ul style="list-style-type: none"> (a) a <i>unit</i> in a <i>biofuel collective investment scheme</i>; (b) an <i>option</i> to acquire or dispose of a <i>biofuel investment</i>; (c) a <i>future</i> where the <i>commodity</i> in question is <i>biofuel</i>; (d) a <i>contract for differences</i> where the property in question is <i>biofuel</i> or a <i>biofuel investment</i> or the index or other factor in question is linked to or otherwise dependent upon fluctuations in the value or price of <i>biofuel</i> or any <i>biofuel investments</i>; (e) <i>rights to or interests in investments</i> in (a) to (d).
<i>biomass</i>	the biodegradable fraction of products, waste and residues from agricultural (including vegetal and animal substances), forestry and related industries, as well as the biodegradable fraction of industrial and municipal waste.
<i>biomass investment</i>	any of the following: <ul style="list-style-type: none"> (a) a <i>unit</i> in a <i>biomass collective investment scheme</i>; (b) an <i>option</i> to acquire or dispose of a <i>biomass investment</i>; (c) a <i>future</i> where the <i>commodity</i> in question is <i>biomass</i>; (d) a <i>contract for differences</i> where the property in question is <i>biomass</i> or a <i>biomass investment</i> or the index or other factor in question is linked to or otherwise dependent upon fluctuations in the value or price of

	<p><i>biomass</i> or any <i>biomass investments</i>;</p> <p>(e) <i>rights to or interests in investments</i> in (a) to (d).</p>
<i>biomass collective investment scheme</i>	a <i>collective investment scheme</i> , the property of which consists only of property which is <i>biomass</i> or a <i>biomass investment</i> or cash awaiting investment.
<i>BIPRU</i>	the Prudential sourcebook for Banks, Building Societies and Investment Firms.
<i>BIPRU firm</i>	<p>a <i>firm</i>, as defined in article 4(1)(2)(c) of the <i>UK CRR</i> that satisfies the following conditions:</p> <p>(a) it is authorised to provide one or more the following <i>investment services</i>:</p> <ul style="list-style-type: none"> (i) execution of orders on behalf of <i>clients</i>; (ii) portfolio management; and <p>(b) it may provide one or more of the following <i>investment services</i>:</p> <ul style="list-style-type: none"> (i) reception and transmission of orders in relation to one or more <i>financial instruments</i>; (ii) investment advice; <p>but excluding <i>firms</i> of the type listed in ■ BIPRU 1.1.7 R (Exclusion of certain types of <i>firm</i> from the definition of <i>BIPRU firm</i>).</p>
<i>BMR benchmark administrator</i>	<p>a <i>person</i> who:</p> <p>(1) is an administrator as defined in article 3.1(6) of the <i>benchmarks regulation</i> (which in summary is a <i>person</i> who has control over the provision of a <i>benchmark</i>); and</p> <p>(2) has been authorised or registered in accordance with article 34 of the <i>benchmarks regulation</i>.</p>
<i>BNPL agreement</i>	<p>a <i>regulated credit agreement</i> (whether an agreement for running-account credit or fixed-sum credit) which is a <i>borrower-lender-supplier agreement</i>:</p> <p>(1) to finance the acquisition of <i>goods</i>, or <i>goods</i> and <i>services</i>, from:</p> <ul style="list-style-type: none"> (a) the <i>lender</i>; or (b) a supplier that is in a limited network of suppliers under a direct commercial agreement with the <i>lender</i>, <p>and where the <i>credit</i> cannot be used for any other purpose, including an agreement for a store card but excluding an agreement for a credit card; and</p> <p>(2) the terms of which have or may have the effect that some, or all, of the <i>credit</i> advanced under the agreement meets the definition of <i>BNPL credit</i>.</p>

<i>BNPL credit</i>	<p><i>credit</i> in relation to which provision is made that:</p> <p>(1) (a) no, or reduced, interest or charges are payable by the <i>borrower</i> in respect of an initial period of 56 days or more (“the promotional period”) if the <i>borrower</i> repays all or a specified part of the <i>credit</i> advanced on or before a certain date; and</p> <p>(b) in the event that the <i>borrower</i> does not make payment in accordance with the provision in (a), interest or charges are payable, or are payable at a higher rate, in respect of all or part of the promotional period; or</p> <p>(2) the <i>borrower</i> will be entitled to a refund or rebate in relation to all or part of the interest or charges payable by the <i>borrower</i> in respect of an initial period of 56 days or more if the <i>borrower</i> repays all or a specified part of the <i>credit</i> advanced on or before a certain date.</p>
<i>BNPL payment condition</i>	a provision in a <i>BNPL agreement</i> that has the effect described in (1)(a) or (2) of the definition of <i>BNPL credit</i> .
<i>board director</i>	(in relation to a <i>firm</i>) has the same meaning as “director” in section 64A(7) of the Act (Rules of conduct).
<i>body corporate</i>	(in accordance with section 417(1) of the Act (Definitions)) any body corporate, including a body corporate constituted under the law of a country or territory outside the <i>United Kingdom</i> .
<i>bonded investment</i>	<p>a <i>designated investment</i> not held by a trustee when acting as a trustee:</p> <p>(a) which, except in the case of a <i>unit</i>, is one of the following:</p> <p>(i) a <i>readily realisable security</i> held for a <i>customer</i>, whether or not held under a discretionary arrangement; or</p> <p>(ii) a <i>designated investment</i> in <i>bearer form</i>; or</p> <p>(iii) a <i>designated investment</i> held by a <i>nominee company</i> under the control of the <i>firm</i> or a <i>person</i> whom the <i>firm</i> controls; or</p> <p>(iv) a <i>designated investment</i> to which the title is recorded in electronic form;</p> <p>(b) which the <i>firm</i> may <i>sell</i> or procure the sale of without the signature or other action of the <i>customer</i> or an independent third party; and</p> <p>(c) where the proceeds of such a sale are or could be payable to the <i>firm</i> or its <i>associate</i>.</p>
<i>bondholder</i>	a person who holds a bond issued by London & Capital Finance plc which has been still in issue and had not been redeemed as at 30 January 2019.
<i>book value of property</i>	(in <i>LR</i>) (in relation to a <i>property company</i>) the value of a <i>property</i> (which is not classified as a net current asset) before the deduction of mortgages or borrowings as shown in the <i>company's</i> latest annual report and accounts.
<i>borrow back</i>	a feature of a <i>regulated mortgage contract</i> under which the <i>customer</i> has the ability to re-borrow monies paid by him.
<i>borrower</i>	(1) in accordance with article 60L of the <i>Regulated Activities Order</i> , in relation to a <i>credit agreement</i> other than a <i>regulated mortgage contract</i> , a <i>person</i> who receives <i>credit</i> under a <i>credit agreement</i> or a <i>person</i> to whom the rights and duties of a <i>borrower</i> under a <i>credit agreement</i> have passed by <i>assignment</i> or operation of law.

	<p>(2) in relation to a <i>P2P agreement</i> other than a <i>credit agreement</i> or a <i>regulated mortgage contract</i>:</p> <p>(a) an <i>individual</i> who receives <i>credit</i> under a <i>P2P agreement</i> and under which the <i>lender</i> provides <i>credit</i> to the <i>individual</i> of less than or equal to £25,000 or the agreement is not entered into by the <i>individual</i> for the purposes of a business carried on by the <i>individual</i>; or</p> <p>(b) an <i>individual</i> to whom the rights and duties of a <i>borrower</i> under a <i>P2P agreement</i> have passed by <i>assignment</i> or operation of law, where the agreement is for the provision of <i>credit</i> of less than or equal to £25,000 or is not, and was not when entered into, wholly or predominantly for the purposes of a business carried on or intended to be carried on by the <i>individual</i> or a former borrower.</p> <p>(3) (in relation to <i>debt collecting</i> and <i>debt administration</i> (and so far as relevant to those activities in relation to article 64 (agreeing to carry on a regulated activity) of the <i>Regulated Activities Order</i>)) "<i>borrower</i>" includes, in addition to the persons in (1), any <i>person</i> providing a guarantee or an indemnity under the <i>credit agreement</i> and a <i>person</i> to whom the rights and duties of a <i>person</i> providing a guarantee or an indemnity have passed by assignment or operation of law.</p>
borrower-lender agreement	<p>in accordance with article 60L of the <i>Regulated Activities Order</i>,</p> <p>(a) a <i>credit agreement</i>:</p> <p>(i) to <i>finance</i> a transaction between the <i>borrower</i> and a <i>person</i> ("the supplier") other than the <i>lender</i>; and</p> <p>(ii) which is not made by the <i>lender</i> under <i>pre-existing arrangements</i>, or in contemplation of <i>future arrangements</i>, between the <i>lender</i> and the supplier,</p> <p>(b) a <i>credit agreement</i> to <i>refinance</i> any existing indebtedness of the <i>borrower</i>, whether to the <i>lender</i> or another <i>person</i>, or</p> <p>(c) a <i>credit agreement</i> which is:</p> <p>(i) an <i>unrestricted-use credit agreement</i>; and</p> <p>(ii) not made by the <i>lender</i>:</p> <p>(aa) under <i>pre-existing arrangements</i> between the <i>lender</i> and a <i>person</i> ("the supplier") other than the <i>borrower</i>, and</p> <p>(bb) in the knowledge that the <i>credit</i> is to be used to <i>finance</i> a transaction between the <i>borrower</i> and the supplier.</p>
borrower-lender-supplier agreement	<p>in accordance with article 60L of the <i>Regulated Activities Order</i>,</p> <p>(a) a <i>credit agreement</i> to <i>finance</i> a transaction between the <i>borrower</i> and the <i>lender</i>, whether forming part of that agreement or not;</p> <p>(b) a <i>credit agreement</i>:</p> <p>(i) to <i>finance</i> a transaction between the <i>borrower</i> and a <i>person</i> ("the supplier") other than the <i>lender</i>, and</p> <p>(ii) which is made by the <i>lender</i> under <i>pre-existing arrangements</i>, or</p>

	<p>in contemplation of <i>future arrangements</i>, between the <i>lender</i> and the supplier; or</p> <p>(c) a <i>credit agreement</i> which is:</p> <ul style="list-style-type: none"> (i) an <i>unrestricted-use credit agreement</i>, and (ii) made by the <i>lender</i> under <i>pre-existing arrangements</i> between the <i>lender</i> and a <i>person</i> ("the supplier") other than the <i>borrower</i> in the knowledge that the <i>credit</i> is to be used to <i>finance a transaction</i> between the <i>borrower</i> and the supplier.
<i>borrowing rate</i>	the interest rate expressed as a fixed or variable percentage applied on an annual basis to the amount of <i>credit</i> drawn down.[Note: article 4(16) of the MCD and article 3(j) of the <i>Consumer Credit Directive</i>]
<i>branch</i>	<p>(a) (in relation to a <i>credit institution</i>):</p> <ul style="list-style-type: none"> (i) a place of business which forms a legally dependent part of a <i>credit institution</i> and which carries out directly all or some of the transactions inherent in the business of <i>credit institutions</i>; (ii) [deleted] <p>(b) (in relation to an <i>investment firm</i>):</p> <ul style="list-style-type: none"> (i) a place of business other than the head office which is a part of an <i>investment firm</i>, which has no legal personality and which provides <i>investment services and/or activities</i> and which may also perform <i>ancillary services</i> for which the <i>firm</i> has been authorised; (ii) [deleted] <p>[Note: article 4(1)(30) of <i>MiFID</i>]</p> <p>(c) (in relation to an <i>insurance undertaking</i>) any permanent presence of the <i>insurance undertaking</i> other than in the country in which it has its head office is to be regarded as a single <i>branch</i>, whether that presence consists of a single office which, or two or more offices each of which:</p> <ul style="list-style-type: none"> (i) is managed by the <i>insurance undertaking's</i> own staff; or (ii) is an agency of the <i>insurance undertaking</i>; or (iii) is managed by a <i>person</i> who is independent of the <i>insurance undertaking</i>, but has permanent authority to act for the <i>insurance undertaking</i> as an agency would. <p>(d) (in relation to an <i>IDD insurance intermediary</i>):</p> <ul style="list-style-type: none"> (i) a place of business which is a part of an <i>IDD insurance intermediary</i>, not being the principal place of business, which has no separate legal personality and which provides <i>insurance distribution</i> for which the <i>IDD insurance intermediary</i> has been registered; (ii) [deleted]; (iii) [deleted].

[Note: articles 2(1)(12) and 6(1) of the *IDD*]

(e) (in relation to an *IDD reinsurance intermediary*

(i) a place of business which is a part of an *IDD reinsurance intermediary*, not being the principal place of business, which has no separate legal personality and which provides *reinsurance distribution* for which the *IDD reinsurance intermediary* has been registered;

(ii) [deleted];

(iii) [deleted].

[Note: articles 2(1)(12) and 6(1) of the *IDD*]

(f) [deleted]

(g) (in accordance with regulation 2(1) of the *Payment Services Regulations*) (in relation to a payment institution or a registered account information service provider) a place of business of such a *payment service provider*, other than its head office, which forms a legally dependent part of such a provider and which carries out directly all or some of the services inherent in its business. [Note: article 4 (39) of the *Payment Services Directive*]

(h) (in relation to a person carrying on *auction regulation bidding*) a branch.

(i) (in relation to an *AIFM*)

(i) a place of business which is a part of an *AIFM* that has no legal personality and provides the services for which the *AIFM* has been authorised;

(ii) for the purpose of (i), all places of business established in the

	<p>same country by an <i>AIFM</i> with its registered office in another country shall be regarded as a single <i>branch</i>.</p> <p>[Note: article 4(1)(c) of <i>AIFMD</i>]</p>
<i>breach</i>	<p>in <i>DEPP</i>:</p> <ul style="list-style-type: none"> (1) misconduct in respect of which the <i>FCA</i> is empowered to take action pursuant to section 66 (Disciplinary powers) of the <i>Act</i>; or (1A) conduct in respect of which the <i>FCA</i> is empowered to take action pursuant to section 63A (Power to impose penalties) of the <i>Act</i>; or (2) a contravention in respect of which the <i>FCA</i> is empowered to impose a penalty pursuant to section 91 (Penalties for breach of listing rules) of the <i>Act</i>; or (3) a contravention for the purposes of Part XIV (Disciplinary Measures); or (4) a contravention in respect of which the <i>FCA</i> takes action pursuant to sections 123, 123A or 123B of the <i>Act</i>; (5) a contravention of any directly applicable <i>EU</i> regulation made under <i>MiFID</i>; (6) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 131G (Breach of short selling regulation: Power to impose penalty or issue censure) of the <i>Act</i>; (7) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 88A (Disciplinary powers: contravention of s.88(3)(c) or (e)) of the <i>Act</i>; (8) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 89Q (Disciplinary powers: contravention of s.89P(4)(b) or (d)) of the <i>Act</i>; (9) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 192K (Power to impose penalty or issue censure) of the <i>Act</i>; (10) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 249 (Disciplinary measures) of the <i>Act</i>; (10A) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 271R (Public censure) or section 282B (Public censure) of the <i>Act</i>; (11) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 312E (Public censure) or section 312F (Financial penalties) of the <i>Act</i>; or (12) a contravention in respect of which the <i>FCA</i> is empowered to take action pursuant to section 345 (Disciplinary measures: <i>FCA</i>) of the <i>Act</i>.
<i>break fee arrangement</i>	<p>(in <i>UKLR</i>) an arrangement is a break fee arrangement if the purpose of the arrangement is that a compensatory sum will become payable by a <i>listed company</i> to another party (or parties) to a proposed transaction if the proposed transaction fails or is materially impeded and there is no independent substantive commercial rationale for the arrangement.</p>

<i>bridging loan</i>	<p>(1) an <i>MCD exempt bridging loan</i>; or</p> <p>(2) (other than in (1)) a <i>regulated mortgage contract</i> which has a term of twelve <i>months</i> or less.</p>
<i>broker</i>	(in <i>MAR</i> , <i>SYSC</i> and <i>INSPRU</i>) any person when dealing as agent.
<i>broker fund</i>	<p>(in relation to a fund for which the <i>firm</i> is or will be a <i>broker fund adviser</i>):</p> <p>(a) an actual or notional fund of a <i>long-term insurer</i> or <i>overseas long-term insurer</i>, which contains or will contain contributions made or to be made by a <i>client</i> or <i>clients</i> of a <i>firm</i> in connection with a <i>life policy</i> or <i>policies</i>;</p> <p>(b) a fund of a <i>collective investment scheme</i>, which contains or will contain cash contributions made or to be made by a <i>client</i> or <i>clients</i> of a <i>firm</i> in connection with the purchase of <i>units</i> in the <i>scheme</i>.</p>
<i>broker fund adviser</i>	<p>a <i>firm</i> which has, or whose <i>associate</i> being an <i>authorised person</i> has, an arrangement with a <i>long-term insurer</i>, <i>overseas long-term insurer</i> or <i>operator</i> of a <i>regulated collective investment scheme</i>, under which it is to be expected that the <i>long-term insurer</i>, <i>overseas long-term insurer</i> or <i>operator</i> will take into account the advice of that <i>firm</i> or its <i>associate</i>:</p> <p>(a) in the case of a <i>long-term insurer</i> or <i>overseas long-term insurer</i>, on any matter likely to influence the performance of any of the <i>long-term insurer's</i> or <i>overseas long-term insurer's</i> funds or of any <i>investment</i> issued by the <i>long-term insurer</i> or <i>overseas long-term insurer</i> into which cash contributions of that <i>firm's</i> <i>customers</i> have been made;</p> <p>(b) in the case of an <i>operator</i>, on the composition of the property of the <i>collective investment scheme</i> into which cash contributions of that <i>firm's</i> <i>customers</i> have been made;</p> <p>in this definition <i>associate</i> includes any <i>authorised person</i> in respect of whose services the first <i>firm</i> receives any benefit or reward, either directly or indirectly, in connection with advice of the kind described in (a) and (b) given to a <i>long-term insurer</i> or <i>overseas long-term insurer</i> or to a <i>collective investment scheme operator</i>.</p>
<i>brought forward amount</i>	an amount, as defined in ■ <i>INSPRU 1.1.51 R</i> , used in the calculation of the <i>general insurance capital requirement</i> .
<i>BSOCS</i>	the Building Societies sourcebook.
<i>building society</i>	(as defined in section 119(1) of the Building Societies Act 1986) a building society incorporated (or deemed to be incorporated) under that Act.
<i>Building Societies Ombudsman scheme</i>	the <i>former scheme</i> set up and recognised under the Building Societies Act 1986 to handle complaints about <i>building societies</i> .

<i>business day</i>	<p>(1) (except in ■ DISP 1.6.2A and ■ DISP 2.8) (in relation to anything done or to be done in (including to be submitted to a place in) any part of the <i>United Kingdom</i>):</p> <p>(a) (except in <i>REC</i>) any <i>day</i> which is not a Saturday or Sunday, Christmas Day, Good Friday or a bank holiday in that part of the <i>United Kingdom</i>;</p> <p>(b) (in <i>REC</i>) (as defined in section 167 of the Companies Act 1989) any <i>day</i> which is not a Saturday or Sunday, Christmas Day, Good Friday or a bank holiday in any part of the <i>United Kingdom</i>.</p> <p>(2) (except in ■ DISP 1.6.2A and ■ DISP 2.8) (in relation to anything done or to be done by reference to a market outside the <i>United Kingdom</i>) any <i>day</i> on which that market is normally open for business.</p> <p>(3)(in ■ DISP 1.6.2A and ■ DISP 2.8) any <i>day</i> on which the relevant <i>payment service provider</i> is open for business as required for the execution of a <i>payment transaction</i>.</p>
<i>business illustration</i>	an <i>illustration</i> for a <i>regulated mortgage contract</i> that is for a business purpose.
<i>business of advising</i>	<p>the business of a <i>firm</i> in providing:</p> <p>(1) <i>advice on P2P agreements</i>;</p> <p>(2) in relation to <i>advising on investments (except P2P agreements)</i>:</p> <p>(a) <i>personal recommendations</i>;</p> <p>(b) <i>non-personal recommendation advice</i>.</p>
<i>business offer document</i>	an <i>offer document</i> for a <i>regulated mortgage contract</i> that is for a business purpose.
<i>Business Order</i>	the Financial Services and Markets Act 2000 (Carrying on Regulated Activities by Way of Business Order) 2001 (SI 2001/1177).
<i>business premises</i>	(in ■ CONC App 1.3) premises for occupation for the purposes of a business (including any activity carried on by a body of <i>persons</i> , whether corporate or unincorporate) or for those and other purposes.
<i>business unit</i>	(in ■ SYSC 19G) a separate organisational or legal entity, business line or geographical location within a <i>firm</i> .
<i>Buy-back and Stabilisation Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>buy-to-let credit agreement</i>	<p>a contract that:</p> <p>(a) at the time it is entered into:</p> <p>(i) is one under which a lender provides credit to an individual or to trustees (the 'borrower');</p> <p>(ii) provides for the obligation of the borrower to repay to be secured by a mortgage on land in the <i>UK</i>;</p>

	<p>(iii)at least 40% of the land is used, or is intended to be used:</p> <p>(A)(in the case of credit provided to an individual) as or in connection with a dwelling; or</p> <p>(B)(in the case of credit provided to a trustee which is not an individual) as or in connection with a dwelling by an individual who is a beneficiary of the trust or a <i>related person</i>; and</p> <p>(iv)provides that the land secured by the mortgage cannot at any time be occupied as a dwelling by the borrower or a <i>related person</i>;</p> <p>and is to be occupied as a dwelling on the basis of a rental agreement; or</p> <p>(b)is a <i>regulated credit agreement</i> which is an <i>article 3(1)(b) credit agreement</i> and provides that the land, or existing or projected building, to which it relates;</p> <p>(i)cannot at any time be occupied as a dwelling by the borrower or a <i>related person</i>; and</p> <p>(ii)is to be occupied as a dwelling on the basis of a rental agreement.</p> <p>where “land” for these purposes means:</p> <p>(c)in relation to a contract entered into before <i>IP completion day</i>:</p> <p>(i)land in the <i>United Kingdom</i>; or</p> <p>(ii)if the contract was entered into on or after 21 March 2016, land in the <i>United Kingdom</i> or within the territory of a State that was an <i>EEA State</i> at the time the contract was entered into; and</p> <p>(d)in relation to a contract entered into on or after <i>IP completion day</i>, land in the <i>United Kingdom</i>.</p> <p>[Note: article 4(1) of the <i>MCD Order</i>]</p>
buying	(in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) any form of buying, including acquiring for valuable consideration.
byelaw	any Byelaw, direction, regulation, or other instrument made using the powers of the <i>Council</i> under section 6 of Lloyd's Act 1982 (including any regulation ratified by the <i>Council</i> by special resolution) and any condition or requirement made under any such Byelaw, direction, regulation or other instrument.

Glossary - C

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C&C	the Cheque & Credit <i>regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .COLL 4.2.5R(3)(c-b)(ii)
CAD	<i>Capital Adequacy Directive</i> .
call charges rule	■ GEN 7.2.1R.
callable contribution	amounts that <i>members</i> are liable to pay to the <i>Society</i> (or may by resolution of the <i>Society</i> be liable to pay) as contributions to the <i>Central Fund</i> .
cancellation	(in COLL) (in relation to <i>units</i>) a cancellation of a <i>unit</i> by: <ul style="list-style-type: none"> (a) an <i>ICVC</i>; or (b) the <i>trustee</i> of an <i>AUT</i>; or (c) the <i>depository</i> of an <i>ACS</i>.
cancellation price	(in COLL) (in relation to the <i>cancellation</i> of <i>units</i> in a <i>dual-priced authorised fund</i>) the <i>price</i> for each <i>unit</i> payable by the <i>depository</i> to the <i>authorised fund manager</i> on that <i>cancellation</i> .
candidate	a <i>person</i> in respect of whom an application is made for approval under section 59 of the <i>Act</i> (Approval for particular arrangements) of the performance of an <i>FCA controlled function</i> or a <i>PRA controlled function</i> .
canvassing off trade premises	<p>(a) an activity by an individual ("the canvasser") of soliciting the entry of another <i>individual</i> ("B") into an agreement by making oral representations to B during a visit by the canvasser to any place (other than a place in (b)) where B is, being a visit made by the canvasser for the purpose of making such oral representations.</p> <p>(b) a place where a business is carried on (whether on a permanent or temporary basis) by:</p> <ul style="list-style-type: none"> (i) the <i>lender</i> or <i>owner</i> ; or (ii) a <i>supplier</i> ; or (iii) the canvasser ; or (iv) a <i>person</i> who employs the canvasser or has appointed the canvasser as an agent ; or (v) B; <p>is excluded from (a).</p>
Capital Requirements Regulations 2013	the Capital Requirements Regulations 2013 (SI 2013/3115).
capacity transfer market	any method of transferring capacity in <i>syndicates</i> , including capacity auctions, bilateral arrangements, capacity offers, minority buy-outs and conversion schemes.
capital account	(in COLL) an account relating to the <i>capital property</i> of an <i>authorised fund</i> .

<i>Capital Adequacy Directive</i>	the Directive of the European Parliament and the Council of 14 June 2006 on capital adequacy of investment firms and credit institutions (No 2006/49/EC).
<i>capital instrument</i>	(in <i>COBS</i> and in relation to an <i>undertaking</i>) any <i>security</i> issued by or loan made to that <i>undertaking</i> or any other investment in, or external contribution to the capital of, that <i>undertaking</i> .

<i>capital property</i>	(in <i>COLL</i>) the <i>scheme property</i> , other than <i>income property</i> and any amount for the time being standing to the credit of the <i>distribution account</i> .
<i>capital redemption</i>	(in relation to a <i>class of contract of insurance</i>) capital redemption contracts where effected or carried out by a <i>person</i> who does not carry on a banking business, and otherwise carries on the <i>regulated activity of effecting or carrying out contracts of insurance</i> , as specified in paragraph VI of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance).
<i>capital resources</i>	<p>(1) in relation to a <i>dormant account fund operator</i>, the <i>firm's</i> capital resources as calculated in accordance with the relevant regulatory requirements; or</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p> <p>(4) [deleted]</p> <p>(5) (for a <i>firm</i> carrying on any <i>home financing</i> connected to <i>regulated mortgage contracts</i> or <i>home financing</i> and <i>home financing administration</i> connected to <i>regulated mortgage contracts</i>) <i>capital resources</i> calculated under ■ MIPRU 4.2.23 R.</p>
<i>capital resources requirement</i>	<p>an amount of <i>capital resources</i> that:</p> <p>a <i>dormant account fund operator</i> must hold in accordance with the relevant regulatory requirements; or</p> <p>(2) [deleted]</p> <p>(3) a <i>firm</i> carrying on any <i>home financing</i> connected to <i>regulated mortgage contracts</i> or <i>home financing</i> and <i>home financing administration</i> connected to <i>regulated mortgage contracts</i>, must hold under ■ MIPRU 4.2.23 R.</p>
<i>capped drawdown pension fund</i>	in accordance with paragraph 8 of schedule 28 to the Finance Act 2004, sums or assets held in a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> and designated as available for the payment of capped <i>income withdrawals</i> .
CAPR CSR	the Client Specific Rules of the Claims Management Regulation Conduct of Authorised Persons Rules 2018 (effective on 1 April 2018).
CAPR GR	the General Rules of the Claims Management Regulation Conduct of Authorised Persons Rules 2018 (effective on 1 April 2018).
CARD	<i>Consolidated Admissions and Reporting Directive</i> .
<i>card issuer</i>	a <i>payment service provider</i> contracting with a <i>payer</i> to enable the latter to initiate a <i>payment transaction</i> , made by means of any card, telecommunication, digital or IT device or software.
<i>card payment system</i>	a <i>regulated payment system</i> that enables a holder of a payment card to effect a payment.
<i>carried interest</i>	a share in the profits of the <i>AIF</i> accrued to the <i>AIFM</i> as compensation for the management of the <i>AIF</i> , and excluding any share in the profits of the <i>AIF</i> accrued to the <i>AIFM</i> as a return on any investment by the <i>AIFM</i> into the <i>AIF</i> .

<i>carrying out contracts of insurance</i>	the <i>regulated activity</i> , specified in article 10(2) of the <i>Regulated Activities Order</i> (Effecting and carrying out contracts of insurance), of carrying out a <i>contract of insurance</i> as principal.
<i>carrying out a funeral plan contract as provider</i>	the <i>regulated activity</i> , specified in article 59(1A) of the <i>Regulated Activities Order</i> , of carrying out a <i>funeral plan contract</i> as provider.
<i>cash</i>	in accordance with section 189(1) of the CCA, includes money in any form.

<i>cash balance benefit</i>	<p>(in ■ COBS 19.11) has the meaning given by section 75 of the Pension Schemes Act 2015, which is that, in relation to a member of a <i>relevant pension scheme</i> or a survivor of a member:</p> <p>(1)a benefit calculated by reference to an amount available for the provision of benefits to or in respect of the member ('the available amount') where there is a promise about that amount;</p> <p>(2)the promise mentioned in (1) includes, in particular, a promise about the change in the value of, or the return from, payments made by the member of the <i>relevant pension scheme</i> or any other <i>person</i> in respect of the member.</p> <p>(3)A benefit is not a 'cash balance benefit' if, under the <i>relevant pension scheme</i>:</p> <p>(a)a pension may be provided from the available amount to or in respect of the member; and</p> <p>(b)there is a promise about the rate of that pension.</p> <p>(4)The promise mentioned in (3)(b) includes a promise that:</p> <p>(a)the available amount will be sufficient to provide a pension of a particular rate;</p> <p>(b)the rate of a pension will represent a particular proportion of the available amount.</p> <p>(5)A benefit is not excluded from the definition of 'cash balance benefit' by (3) merely because under the <i>relevant pension scheme</i> there is a promise that:</p> <p>(a)the rate or amount of the benefit payable in respect of a deceased member will be a particular proportion of the rate or amount of the benefit which was (or would have been) payable to the member; or</p> <p>(b)the amount of a lump sum payable to a member, or in respect of a deceased member, will represent a particular proportion of the available amount.</p>
<i>cashback</i>	(in MCOB) a cash amount paid by a <i>mortgage lender</i> to a <i>customer</i> (typically at the beginning of a contract) as an inducement to enter into a <i>regulated mortgage contract</i> with the <i>mortgage lender</i> .
<i>cash component</i>	a qualifying investment prescribed in paragraph 8 of the <i>ISA Regulations</i> (Qualifying investments for a cash component).
<i>cash deposit CTF</i>	a <i>deposit</i> account held within a <i>CTF</i> .
<i>cash deposit ISA</i>	a <i>cash component</i> of an <i>ISA</i> which does not include the qualifying investments prescribed in paragraphs 8(2)(c), (d), (e) or (f) or paragraph 8A(2) of the <i>ISA Regulations</i> .
<i>cash-only lifetime ISA</i>	a <i>lifetime ISA</i> which can include only those qualifying investments prescribed in paragraphs 8(2)(a), (b), (h), (j) and (n) to (q) of the <i>ISA Regulations</i> .
<i>cash price</i>	(in relation to any <i>goods</i> , <i>services</i> , <i>land</i> or other things) the price or charge at which the <i>goods</i> , <i>services</i> , <i>land</i> or any other things may be purchased by, or

	supplied to, the <i>borrower</i> for <i>cash</i> , account being taken of any discount generally available from the <i>dealer</i> or <i>supplier</i> in question.
<i>cash-like investments</i>	<i>cash</i> or <i>near cash</i> , units in a <i>regulated money market fund</i> , or units in a fund authorised as a money market fund for the purposes of the UK version of Regulation (EU) No 2017/1131 of the European Parliament and the Council of 14 June 2017 on money market funds, which is part of UK law by virtue of the EUWA.
<i>cash terms</i>	in pounds and pence.
<i>cash trade</i>	(in MIFIDPRU) means an order relating to the purchase or sale of a <i>financial instrument</i> that is: <ul style="list-style-type: none"> (1) referred to in paragraphs 1 to 3 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>; or (2) an exchange-traded option.
CASS	the Client Assets sourcebook.
CASS 7 asset management firm	a <i>firm</i> subject to the <i>client money rules</i> and which falls within either (a) or (b), or both, but not (c): <ul style="list-style-type: none"> (a) a <i>firm</i> that was a member of IMRO immediately before commencement; (b) a <i>firm</i> for which the most substantial part of its gross income (including <i>commissions</i>) from its <i>MiFID business</i> or <i>designated investment business</i> that is not <i>MiFID business</i>, or both, is derived from one or more of the following activities: <ul style="list-style-type: none"> (i) <i>managing investments</i> other than <i>derivatives</i>; (ii) <i>OPS activity</i>; (iii) acting as the <i>manager</i> or <i>trustee</i> of an <i>AUT</i>; (iv) <i>managing an AIF</i>; (v) acting as the <i>ACD</i> or <i>depository</i> of an <i>ICVC</i>; (vi) acting as the <i>authorised contractual scheme manager</i> or <i>depository</i> of an <i>ACS</i>; (vii) <i>acting as trustee or depository of an AIF</i>; (viii) <i>acting as trustee or depository of a UK UCITS</i>; (ix) <i>establishing, operating or winding up a collective investment scheme</i> (other than an <i>AUT</i>; <i>ICVC</i> or <i>ACS</i>); (x) <i>establishing, operating or winding up a personal pension scheme</i>; (xi) <i>safeguarding and administering investments</i>; and (xii) the provision of <i>platform services</i>; (c) a <i>firm</i> for which the most substantial part of its gross income is derived from its <i>safeguarding and administering investments</i> activities.

CASS 7 loan-based crowdfunding firm	<p>a <i>firm</i>:</p> <ul style="list-style-type: none"> (a) that is subject to the <i>client money rules</i> in ■ CASS 7; and (b) whose <i>designated investment business</i> includes operating an <i>electronic system in relation to lending</i>.
CASS 11 resolution pack	those documents and records specified in ■ CASS 11.12.4 R.
CASS 13 claims management firm	a <i>firm</i> that is subject to the <i>rules and guidance</i> in ■ CASS 13.
CASS debt management firm	<p>a <i>firm</i> which:</p> <ul style="list-style-type: none"> (a) carries on the activities of <i>debt counselling</i> or <i>debt adjusting</i>, alone or together, with a view to an <i>individual</i> entering into a particular <i>debt solution</i>; or (b) carries on the activity of <i>debt counselling</i> where an <i>associate</i> carries on <i>debt adjusting</i> with the aim in (a) in view; or (c) carries on <i>debt adjusting</i> where an <i>associate</i> carries on <i>debt counselling</i> with the aim in (a) in view; or (d) is a <i>not-for-profit debt advice body</i>.
CASS large debt management firm	a CASS debt management firm falling within the classification of CASS large debt management firm in ■ CASS 11.2.3 R.
CASS large debt management firm external client money reconciliation	the external client money reconciliation that CASS large debt management firms are obliged to undertake pursuant to ■ CASS 11.11.25 R to ■ CASS 11.11.26 R.
CASS large debt management firm internal client money reconciliation	the internal client money reconciliation that CASS large debt management firms are obliged to undertake pursuant to ■ CASS 11.11.13 R to ■ CASS 11.11.21 R.
CASS large firm	has the meaning in ■ CASS 1A.2.7 R (CASS firm types).
CASS large TP firm	has the meaning in ■ CASS 14.2.8R (CASS firm types).
CASS medium firm	has the meaning in ■ CASS 1A.2.7 R (CASS firm types).

<i>CASS medium TP firm</i>	has the meaning in ■ CASS 14.2.8R (CASS firm types).
<i>CASS resolution pack</i>	those documents and records which are specified in ■ CASS 10.2 and ■ CASS 10.3.
<i>CASS small debt management firm</i>	a <i>CASS debt management firm</i> falling within the classification of <i>CASS small debt management firm</i> in ■ CASS 11.2.3 R.
<i>CASS small firm</i>	has the meaning in ■ CASS 1A.2.7 R (CASS firm types).
<i>CASS small TP firm</i>	has the meaning in ■ CASS 14.2.8R (CASS firm types).
<i>CAT standards</i>	the CAT standards for <i>ISAs</i> prescribed by the Treasury on 22 December 1998.
<i>category</i>	a category of <i>participant firms</i> within a <i>class</i> : see ■ FEES 6 Annex 3AR.
<i>category B1 firm</i>	a <i>personal investment firm</i> whose <i>permission</i> includes <i>dealing in investments as principal</i> .
<i>category B2 firm</i>	a <i>personal investment firm</i> whose <i>permission</i> does not include <i>dealing as principal</i> ; and is not subject to a <i>requirement</i> preventing the holding or controlling of <i>client money</i> or <i>custody assets</i> .
<i>category B3 firm</i>	a <i>personal investment firm</i> : <ul style="list-style-type: none"> (a) whose <i>permission</i> includes only <i>insurance distribution activity</i> in relation to <i>non-investment insurance contracts</i>, <i>home finance mediation activity</i>, <i>assisting in the administration and performance of contracts of insurances</i>, <i>arranging transactions in life policies</i> and other insurance contracts, <i>advising on investments (except P2P agreements)</i> and receiving and transmitting, on behalf of investors, orders in relation to <i>securities</i> and <i>units in collective investment schemes</i>, <i>advising on P2P agreements</i>; and (b) which is subject to a <i>requirement</i> not to hold or control <i>client money</i> or <i>custody assets</i>.
<i>causing dematerialised instructions to be sent</i>	the <i>regulated activity</i> , specified in article 45(2) of the <i>Regulated Activities Order</i> , which is in summary: causing dematerialised instructions relating to a <i>security</i> to be sent by means of a relevant system in respect of which an operator is approved under the 1995 Regulations where the <i>person</i> causing them to be sent is a system-participant; in this definition: <ul style="list-style-type: none"> (a) "the 1995 Regulations" means the Uncertificated Securities Regulations 1995 (SI 1995/3272); (b) "dematerialised instruction", "operator" and "system-participant" have the meaning given by regulation 3 of the 1995 Regulations.
<i>CBG</i>	the Office of Fair Trading's Credit Brokers and Intermediaries Guidance.
<i>CBTL adviser</i>	a <i>person</i> who, in the course of their trade, business or profession, provides personal recommendations to a <i>CBTL consumer</i> in respect of one or more

	<p>transactions relating to <i>CBTL credit agreements</i> otherwise than:</p> <ul style="list-style-type: none"> (a) in an incidental manner in the course of a professional activity regulated by legal or regulatory provisions or a code of ethics governing the profession which do not exclude the making of those recommendations; or (b) in the context of managing existing debt as an insolvency practitioner where that activity is regulated by legal or regulatory provisions or as part of public or voluntary debt advisory services which do not operate on a commercial basis. <p>[Note: article 6 of the <i>MCD Order</i>]</p>
<i>CBTL arranger</i>	<p>a <i>person</i> who in the course of their trade, business or profession, for remuneration which may take a pecuniary form or any other agreed form of financial consideration:</p> <ul style="list-style-type: none"> (a) presents or offers <i>CBTL credit agreements</i> to <i>CBTL consumers</i>; or (b) assists <i>CBTL consumers</i> by undertaking preparatory work or other pre-contractual administration in respect of <i>CBTL credit agreements</i> other than as in (a); or (c) concludes <i>CBTL credit agreements</i> with <i>CBTL consumers</i> on behalf of the <i>CBTL lender</i>; <p>and is not:</p> <ul style="list-style-type: none"> (d) a <i>CBTL lender</i>; or (e) merely introducing, either directly or indirectly, a <i>CBTL consumer</i> to a <i>CBTL lender</i> or <i>CBTL arranger</i>. <p>[Note: article 5 of the <i>MCD Order</i>]</p>
<i>CBTL business</i>	<p>any of the following activities:</p> <ul style="list-style-type: none"> (a) acting as a <i>CBTL lender</i>; or (b) acting as a <i>CBTL arranger</i>; or (c) acting as a <i>CBTL adviser</i>. <p>[Note: article 4(1) of the <i>MCD Order</i>]</p>
<i>CBTL consumer</i>	<p>(in relation to a <i>buy-to-let credit agreement</i>)</p> <ul style="list-style-type: none"> (a) a <i>person</i> acting for purposes which are outside that <i>person's</i> trade, business or profession; or (b) a borrower under a <i>CBTL credit agreement</i>.
<i>CBTL credit agreement</i>	<p>a <i>buy-to-let credit agreement</i> which is not entered into by the borrower wholly or predominantly for the purposes of a business carried on, or intended to be carried on, by him. For this purpose examples of when a borrower is to be regarded as entering into a <i>buy-to-let credit agreement</i> for the purpose of a business carried on, or intended to be carried on by him are:</p> <ul style="list-style-type: none"> (a) <ul style="list-style-type: none"> (i) the borrower previously purchased, or is entering into a <i>buy-to-let</i>

	<p><i>credit agreement</i> in order to finance the purchase by him of, the land to which the agreement relates; and</p> <p>(ii) at the time of the purchase the borrower intended that the land would be occupied as a dwelling on the basis of a rental agreement and would not at any time be occupied as a dwelling by the borrower or by a <i>related person</i>, or, where the borrower has not yet purchased the land, the borrower has such an intention at the time of entering into the <i>buy-to-let credit agreement</i>; and</p> <p>(iii) where the borrower has purchased the land, since the time of the purchase the land has not at any time been occupied as a dwelling by the borrower or by a <i>related person</i>; or</p> <p>(b) the borrower is the owner of land, other than the land to which the <i>buy-to-let credit agreement</i> relates, which is:</p> <p>(i) occupied as a dwelling on the basis of a rental agreement and is not occupied as a dwelling by the borrower or by a <i>related person</i>; or</p> <p>(ii) subject to a mortgage under a <i>buy-to-let credit agreement</i>.</p> <p>[Note: articles 4(1) and 4(4) of the <i>MCD Order</i>]</p>
CBTL firm	<p>(1) (other than in <i>DISP</i>) a <i>person</i> included by the <i>FCA</i> in the <i>Financial Services Register</i> pursuant to article 8(1) of the <i>MCD Order</i>.</p> <p>(2) (in <i>DISP</i> and ■ FEES 5.5B) a <i>person</i> within (1) who is not a <i>firm</i>.</p>
CBTL lender	<p>a <i>person</i> who:</p> <p>(a) enters into or promises to enter into a <i>CBTL credit agreement</i> under which the <i>person</i> is to provide credit; or</p> <p>(b) administers a <i>CBTL credit agreement</i> in circumstances where doing so constitutes, or would if the <i>person</i> were not a <i>CBTL firm</i> constitute, administering a regulated mortgage contract;</p> <p>in the course of a trade, business or profession. [Note: article 4(1) of the <i>MCD Order</i>]</p>
CCA	the Consumer Credit Act 1974.
CCA lender	<p>has the same meaning as “creditor” under section 140C of the CCA which is, in summary:</p> <p>(a) a “creditor” is a <i>person</i> who provides the debtor with credit of any amount;</p> <p>(b) references to a “creditor” include:</p> <p>(i) a <i>person</i> to whom their rights and duties under the credit agreement have passed by assignment or operation of law;</p> <p>(ii) where two or more <i>persons</i> are the creditor to any one or more of those <i>persons</i>.</p>
CCA order	the Financial Services Act 2012 (Consumer Credit) Order 2013.

<i>CCA requirement</i>	a requirement imposed by or under Parts 2, 4, 5 and 6 to 12 of the CCA.
<i>CCAR 2004</i>	Consumer Credit (Advertisements) Regulations 2004, SI 2004/1484.
<i>CCAR 2010</i>	Consumer Credit (Advertisements) Regulations 2010, SI 2010/1970.
<i>CCP</i>	a legal person that interposes itself between the counterparties to the contracts traded on one or more financial markets, becoming the buyer to every seller and the seller to every buyer, as defined in article 2(1) of <i>EMIR</i> .
<i>ceding arrangement</i>	(for the purposes of ■ COBS 6, ■ COBS 9 and ■ COBS 19) a <i>retail client's</i> existing pension arrangement with <i>safeguarded benefits</i> .
<i>ceding insurer's waiver</i>	<p>(in <i>FEES</i>) a <i>waiver</i> granted on the application of an <i>insurer</i> that waives or modifies its obligations under any one or more of ■ GENPRU 2 Annex 7, ■ INSPRU 1.1.92A R and ■ INSPRU 1.2.28 R in order to enable it to:</p> <ul style="list-style-type: none"> (a) treat amounts recoverable from an <i>ISPV</i> as: <ul style="list-style-type: none"> (i) an <i>admissible asset</i>; or (ii) <i>reinsurance</i> for the purposes of calculating its <i>mathematical reserves</i>; or (iii) <i>reinsurance</i> reducing its <i>MCR</i>; or (b) otherwise ascribe a value to such amounts.
<i>cell</i>	a cell of a <i>protected cell company</i> .
<i>central assets</i>	the <i>Society's</i> own assets that are available at its discretion to meet a <i>member's</i> liabilities in respect of <i>insurance business</i> .
<i>central bank</i>	<p>(1)[deleted]</p> <p>(2) has the meaning in article 4(1)(46) of the <i>UK CRR</i>.</p>
<i>central counterparty</i>	an entity that legally interposes itself between counterparties to contracts traded within one or more financial markets, becoming the buyer to every seller and the seller to every buyer.[Note: Part 1 of Annex III of the <i>Banking Consolidation Directive</i> (Definitions)]
<i>Central Fund</i>	the Central Fund established under Lloyd's Central Fund Byelaw (No 4 of 1986) and the New Central Fund established under Lloyd's New Central Fund Byelaw (No 23 of 1996).
<i>certificate representing certain securities</i>	<p>the <i>investment</i> specified in article 80 of the <i>Regulated Activities Order</i> (Certificates representing certain securities), which is in summary: a certificate or other instrument which confers contractual or property rights (other than rights consisting of <i>options</i>):</p> <ul style="list-style-type: none"> (a) in respect of any <i>share</i>, <i>debenture</i>, <i>alternative debenture</i>, <i>government and public security</i> or <i>warrant</i> held by a <i>person</i> other than the <i>person</i> on whom the rights are conferred by the certificate or instrument; and (b) the transfer of which may be effected without requiring the consent of that <i>person</i>;

	but excluding any certificate or other instrument which confers rights in respect of two or more <i>investments</i> issued by different <i>persons</i> or in respect of two or more different <i>government and public securities</i> issued by the same <i>person</i> .
certificate representing debt securities	(in UKLR) a <i>certificate representing certain securities</i> where the certificate or other instrument confers rights in respect of <i>debentures, alternative debentures, or government and public securities</i> .
certificate representing equity securities	(in UKLR) a <i>certificate representing certain securities</i> where the certificate or other instrument confers rights in respect of <i>equity securities</i> .
certificate representing shares	(in UKLR) a <i>certificate representing certain securities</i> where the certificate or other instrument confers rights in respect of <i>equity shares</i> .
certificates	(as defined in article 2(1)(27) of <i>MiFIR</i>), those securities which are negotiable on the capital market and which in case of a repayment of investment by the issuer are ranked above shares but below unsecured bond instruments and other similar instruments.
certification employee	(1)(as described in more detail in section 63E(1) of the <i>Act</i> (Certification of employees by authorised person)) an employee (as defined) of an <i>SMCR firm</i> who has a valid certificate issued by that <i>SMCR firm</i> .
certification function	an <i>FCA certification function</i> or a <i>PRA certification function</i> .
certified high net worth investor	a <i>person</i> who meets the requirements set out in article 21 of the <i>Promotion of Collective Investment Schemes Order</i> , in article 48 of the <i>Financial Promotion Order</i> or in ■ COBS 4.12B.38R .
certified sophisticated investor	a <i>person</i> who meets the requirements set out in article 23 of the <i>Promotion of Collective Investment Schemes Order</i> , in article 50 of the <i>Financial Promotion Order</i> or in ■ COBS 4.12B.39R .
CESR's UCITS eligible assets guidelines	the Committee of European Securities Regulators' guidelines concerning eligible assets for investment by undertakings for collective investment in transferable securities (CESR/07-044).
CF Arch cru payment scheme	the requirements included in the <i>permissions</i> of Capita Financial Managers Limited, BNY Mellon Trust & Depository (UK) Limited and HSBC Bank plc at their request under section 44 of the <i>Act</i> on 31 August 2011.
CFD	<i>contract for differences</i> .
CFTC	the Commodity Futures Trading Commission.
chair of the audit committee function	<i>FCA controlled function</i> SMF11 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.5A.9R .

<i>chair of the governing body function</i>	FCA controlled function SMF9 in the table of FCA-designated senior management functions, described more fully in ■ SUP 10C.5A.7R.
<i>chair of the nomination committee function</i>	FCA controlled function SMF13 in the table of FCA-designated senior management functions, described more fully in ■ SUP 10C.5A.3R.
<i>chair of the remuneration committee function</i>	FCA controlled function SMF12 in the table of FCA-designated senior management functions, described more fully in ■ SUP 10C.5A.10R.
<i>chair of the risk committee function</i>	FCA controlled function SMF10 in the table of FCA-designated senior management functions, described more fully in ■ SUP 10C.5A.8R.
<i>chair of the with-profits committee function</i>	FCA controlled function SMF15 in the table of FCA-designated senior management functions, described more fully in ■ SUP 10C.5A.5R to ■ SUP 10C.5A.6R.
<i>channel</i>	<p>(in ■ ICOBS 6B and ■ SUP 16.28) the distribution method through which the customer purchases a <i>policy</i>. Examples of <i>channels</i> include:</p> <ul style="list-style-type: none"> (a) direct sales where the <i>customer</i> and <i>insurer</i> communicate directly without a third party's involvement. This would include (as separate <i>channels</i>) sales: <ul style="list-style-type: none"> (i) by telephone; (ii) via the internet; (iii) through a branch; (b) sales through a specific price comparison website; (c) sales through a specific <i>insurance intermediary</i>; and (d) sales via a specific <i>affinity/partnership scheme</i>.
<i>CHAPS</i>	the CHAPS <i>regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
<i>charge</i>	<p>(1) (in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>) means any payment identified under the terms and conditions of the <i>securitised derivatives</i>.</p> <p>(2) (except in <i>UKLR</i>) any fee or charge made to:</p> <ul style="list-style-type: none"> (a) a <i>client</i> in connection with <i>designated investment business</i>; or (b) a <i>customer</i> in connection with any <i>insurance distribution activity</i> in respect of a <i>non-investment insurance contract</i>; <p>whether levied by the <i>firm</i> or any other <i>person</i>, including a <i>mark-up</i> or <i>mark-down</i>.</p>

chargeable case	<p>any <i>complaint</i> referred to the <i>Financial Ombudsman Service</i>, except where:</p> <p>(a) the <i>Ombudsman</i> considers it apparent from the <i>complaint</i> , when it is received, and from any <i>final response, summary resolution communication</i> or <i>redress determination</i> which has been issued by the <i>firm</i> or <i>licensee</i>, that the <i>complaint</i> should not proceed because:</p> <p>(i) the complainant is not an <i>eligible complainant</i> in accordance with ■ DISP 2; or</p> <p>(ii) the <i>complaint</i> does not fall within the jurisdiction of the <i>Financial Ombudsman Service</i> (as described in ■ DISP 2); or</p> <p>(iii) the <i>Ombudsman</i> considers that the <i>complaint</i> should be dismissed without consideration of its merits under ■ DISP 3.3.4 R or ■ DISP 3.3.4A R (2)to (5) (Dismissal of complaints without consideration of the merits); or</p> <p>(b) the <i>Ombudsman</i> considers, at any stage, that the <i>complaint</i> should be dismissed under ■ DISP 3.3.4 R (2) or ■ DISP 3.3.4A R (1) on the grounds that it is frivolous or vexatious; or</p> <p>(c) the <i>Ombudsman</i> considers it apparent from the <i>complaint</i> when it is received, and from any <i>redress determination</i> which has been issued by the <i>respondent</i>, that the <i>respondent</i> has reviewed the subject matter of the <i>complaint</i> and issued a <i>redress determination</i> in accordance with the terms of a <i>consumer redress scheme</i>, unless the complainant and the <i>respondent</i> agree that the <i>complaint</i> should not be dealt with by the <i>Ombudsman</i> in accordance with the <i>consumer redress scheme</i>.</p>
charging group	<p>as defined in ■ FEES 5 Annex 3R Part 3.</p>
charity	<p>(in <i>BCOBS</i> and in the definition of <i>relevant credit union client</i>) includes:</p> <p>(a) in England and Wales, a charity as defined by section 1(1) of the Charities Act 2006;</p> <p>(b) in Scotland, a charity as defined by section 106 of the Charities and Trustee Investment (Scotland) Act 2005; or</p> <p>(c) in Northern Ireland, a charity as defined by section 1(1) of the Charities Act (Northern Ireland) 2008 or, until that section comes into force, a body which is recognised as a charity for tax purposes by Her Majesty's Revenue and Customs.</p>
charity AIF	<p>an <i>AIF</i> constituted under:</p> <p>(a) the Church Funds Investment Measure 1958; or</p> <p>(b) section 96 of the Charities Act 2011; or</p>

	<p>(c) section 25 of the Charities Act (Northern Ireland) 1964; or</p> <p>(d) section 100 of the Charities Act 2011.</p>
<i>charity authorised investment fund</i>	an <i>authorised fund</i> that has been registered as a charity with the Charity Commission under Part 4 of the Charities Act 2011.
<i>chief executive</i>	<p>(1) (in relation to an undertaking whose principal place of business is within the <i>United Kingdom</i>) the <i>person</i> who, alone or jointly with one or more others, is responsible under the immediate authority of the <i>directors</i> for the conduct of the whole of its business.</p> <p>(2) (in relation to an undertaking whose principal place of business is outside the <i>United Kingdom</i>) the <i>person</i> who, alone or jointly with one or more others, is responsible for the conduct of its business within the <i>United Kingdom</i>.</p>
<i>chief executive function</i>	<p>(1)(for an <i>SMCR firm</i>) <i>FCA controlled function</i> SMF1 in the <i>table of FCA-designated senior management functions</i>, described more fully in ■ SUP 10C.5.21R;</p> <p>(2)(in relation to an <i>appointed representative</i>) <i>FCA controlled function</i> CF3 in the <i>table of FCA controlled functions</i>, described more fully in ■ SUP 10A.6.17R.</p>
<i>chief finance officer function</i>	<i>FCA controlled function</i> SMF2 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6A.3R.
<i>chief operations function</i>	<i>FCA controlled function</i> SMF24 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6B.2R.
<i>chief risk officer function</i>	<i>FCA controlled function</i> SMF4 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6A.4R.
<i>Chinese wall or information barrier</i>	an arrangement that requires information held by a <i>person</i> in the course of carrying on one part of its business to be withheld from, or not to be used for, <i>persons</i> with or for whom it acts in the course of carrying on another part of its business.
<i>circular</i>	(in <i>UKLR</i>) any document issued to holders of <i>listed securities</i> including notices of meetings but excluding <i>prospectuses</i> , <i>listing particulars</i> , annual reports and accounts, interim reports, proxy cards and dividend or interest vouchers.
<i>CIS stakeholder product</i>	the <i>stakeholder product</i> specified by regulations 5 (units in certain collective investment schemes) and 7 of the <i>Stakeholder Regulations</i> .
<i>CIU</i>	<p>(1) collective investment undertaking.</p> <p>(2) [deleted]</p>
<i>claim</i>	<p>(1) (in <i>COMP</i>) a valid claim made in respect of a civil liability:</p> <p>(a) owed by a <i>relevant person</i> to the claimant; or</p> <p>(b) owed by a <i>relevant person</i> to the claimant and responsibility for</p>

	<p>which has been assumed by a <i>successor</i>; or</p> <p>(c) owed by a <i>successor</i> to the claimant as a result of the <i>successor's</i> assumption of responsibility for liabilities arising out of the acts or omissions of a <i>relevant person</i>.</p> <p>(2) (in <i>INSPRU</i> and <i>SUP</i>) a claim under a <i>contract of insurance</i>.</p> <p>(3) (in <i>CMCOB</i>, and elsewhere in the <i>FCA Handbook</i> where used in relation to <i>regulated claims management activity</i> and <i>ancillary activity</i>) any claim for compensation, restitution, repayment or any other remedy or relief in respect of loss or damage or in respect of an obligation, whether the claim is made or could be made:</p> <p>(a) by way of legal proceedings;</p> <p>(b) in accordance with a scheme of regulation (whether voluntary or compulsory); or</p> <p>(c) in pursuance of a voluntary undertaking.</p>
<i>claimant</i>	(in <i>CMCOB</i> , and elsewhere in the <i>FCA Handbook</i> in relation to <i>regulated claims management activities</i>) includes, for the purposes of civil proceedings in Scotland, a pursuer.
<i>claim for a specified benefit</i>	a claim of the description specified in article 89F(2)(f) of the <i>Regulated Activities Order</i> (that is, a claim for certain industrial injuries benefits).
<i>claims amount</i>	an amount, as defined in ■ INSPRU 1.1.47 R , used in the calculation of the <i>general insurance capital requirement</i> .
<i>claims management client money distribution rules</i>	the <i>rules and guidance</i> in ■ CASS 13.11 .
<i>claims management client money rules</i>	the <i>rules and guidance</i> in ■ CASS 13 .
<i>claims management company</i>	a <i>person</i> carrying on a <i>regulated claims management activity</i> in <i>Great Britain</i> .
<i>claims management fee cap</i>	the provisions in sections 29 and 31 of the Financial Guidance and Claims Act 2018 (see ■ CMCOB 5).
<i>Claims Management Order</i>	the Financial Services and Markets Act 2000 (Claims Management Activity) Order 2018.
<i>claims management services</i>	(in accordance with section 419A of the <i>Act</i>) advice or other services in relation to the making of a <i>claim</i> .

<i>claims management temporary permission</i>	a temporary <i>Part 4A permission</i> , or variation of <i>permission</i> to carry on <i>regulated claims management activity</i> pursuant to article 80 of the <i>Claims Management Order</i> .
<i>class</i>	<p>(1) (in <i>INSPRU</i> and <i>SUP</i>) (in relation to a <i>contract of insurance</i>) any class of <i>contract of insurance</i> listed in Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of insurance) and references to:</p> <p>(a) <i>general insurance business class 1, 2 3</i>, etc. are references to <i>contracts of insurance</i> of the kind mentioned in the corresponding numbered paragraph in Part I of Schedule 1 to that Order or, as the context may require, to the <i>effecting or carrying out of contracts of insurance</i> of that kind; and</p> <p>(b) <i>long-term insurance business class I, II, III</i>, etc. are references to <i>contracts of insurance</i> of the kind mentioned in the corresponding numbered paragraph in Part II of Schedule 1 to that Order, as the context may require, to the <i>effecting or carrying out of contracts of insurance</i> of that kind.</p> <p>(2) (in <i>COLL</i>):</p> <p>(a) a particular class of <i>units</i> of an <i>authorised fund</i>; or</p> <p>(b) all of the <i>units</i> relating to a single <i>sub-fund</i>; or</p> <p>(c) a particular class of <i>units</i> relating to a single <i>sub-fund</i>.</p> <p>(d) [deleted]</p> <p>(3) (in <i>COBS</i>) a particular category or type of <i>packaged product</i>.</p> <p>(4) (in <i>UKLR</i>) <i>securities</i> the rights attaching to which are or will be identical and which form a single issue or issues.</p> <p>(5) (in <i>FEES</i>) one of the classes set out in ■ <i>FEES 6 Annex 3AR</i>, to which the <i>FSCS</i> allocates levies.</p>
<i>class meeting</i>	(in <i>COLL</i>) a separate meeting of <i>holders</i> of a <i>class</i> of <i>units</i> .
<i>class tests</i>	(in <i>UKLR</i>) the tests set out in ■ <i>UKLR 7 Annex 1</i> (and for certain specialist companies, those tests as modified by ■ <i>UKLR 7.2</i>), which are used to determine how a transaction is to be classified for the purposes of the <i>listing rules</i> .
<i>clean-up call option</i>	<p>(1) [deleted]</p> <p>(2) (for the purposes of <i>MIPRU</i> and for a <i>securitisation</i>) a contractual option for the <i>originator</i> to repurchase or extinguish the <i>securitisation positions</i> before all of the underlying <i>exposures</i> have been repaid, when the amount of outstanding <i>exposures</i> falls below a specified level.</p>
<i>clearing arrangement mandatory prudent segregation</i>	the requirement under ■ <i>CASS 7.13.73 R</i> on a <i>firm</i> using the normal approach to segregate an amount of <i>money</i> as <i>client money</i> .

<i>clearing arrangement mandatory prudent segregation record</i>	the record created and maintained by a <i>firm</i> under ■ CASS 7.13.74 R and ■ CASS 7.13.75 R.
<i>clearing facilitation service</i>	(in relation to a <i>RIE</i>) any <i>regulated activity</i> carried on by an <i>RIE</i> for the purposes of, or in connection with, the provision by the <i>RIE</i> of services designed to facilitate the provision of clearing services by another person.
<i>clearing firm</i>	a <i>firm</i> which assumes primary responsibility (including legal liability) for the execution and settlement of transactions for <i>clients</i> .
<i>clearing house</i>	a clearing house through which transactions may be cleared and for the purposes of ■ CASS 7 and ■ CASS 7A, includes an <i>authorised central counterparty</i> and a <i>CCP</i>
<i>clearing margin given</i>	the total margin required by a <i>clearing member</i> or <i>CCP</i> , where the execution and settlement of transactions of a <i>MIFIDPRU investment firm's dealing on own account</i> take place under the responsibility of a <i>clearing member</i> or <i>CCP</i> .
<i>clearing member</i>	<p>(1)(in <i>MIFIDPRU</i>) a clearing member as defined in article 2(14) of EMIR.</p> <p>(2)(except in <i>MIFIDPRU</i>) in relation to an <i>authorised central counterparty</i>, as defined in article 2(14) of EMIR.</p>
<i>client</i>	<p>(A) in the <i>PRA Handbook</i>:</p> <p>(1) (except in <i>PROF</i> and except in relation to a <i>home finance transaction</i>) has the meaning given in ■ COBS 3.2, that is (in summary and without prejudice to the detailed effect of ■ COBS 3.2) a <i>person</i> to whom a <i>firm</i> provides, intends to provide or has provided a service in the course of carrying on a <i>regulated activity</i>, or in the case of <i>MiFID</i> or equivalent <i>third country business</i>, an <i>ancillary service</i>;</p> <p>(a) every client is a <i>customer</i> or an <i>eligible counterparty</i>;</p> <p>(b) "client" includes:</p> <p>(i) a potential client;</p> <p>(ii) a client of an <i>appointed representative</i> of a <i>firm</i> with or for whom the <i>appointed representative</i> acts or intends to act in the course of business for which the <i>firm</i> has accepted responsibility under section 39 of the Act (Exemption of appointed</p>

representatives) or, where applicable, a client of a *tied agent* of a *firm*;

(iii) a *fund* even if it does not have separate legal personality;

(iiiA) any *person* to whom *collective portfolio management* services are provided, irrespective of whether or not it is *authorised*;

(iv) if a *person* ("C1"), with or for whom the *firm* is conducting or intends to conduct *designated investment business*, is acting as agent for another *person* ("C2"), either C1 or C2 in accordance with the *rule* on agent as client ■ COBS 2.4.3 R;

(v) for a *firm* that is *establishing, operating or winding up a personal pension scheme*, a member or beneficiary of that scheme;

(c) "client" does not include:

(i) a trust beneficiary not in (b)(vi);

(ii) a *corporate finance contact*;

(iii) a *venture capital contact*.

(2) [deleted]

(3) (in *PROF*) (as defined in section 328(8) of the *Act* (Directions in relation to the general prohibition)) (in relation to *members* of a profession providing financial services under Part XX of the *Act* (Provision of Financial Services by Members of the Professions)):

(a) a *person* who uses, has used or may be contemplating using, any of the services provided by the *member* of a profession in the course of carrying on *exempt regulated activities* (including, where the *member* of the profession is acting in his capacity as a trustee, a *person* who is, has been or may be a beneficiary of the trust); or

(b) a *person* who has rights or interests which are derived from, or otherwise attributable to, the use of any such services by other *persons*; or

(c) a *person* who has rights or interests which may be adversely affected by the use of any such services by *persons* acting on his behalf or in a fiduciary capacity in relation to him.

(4) (in relation to a *regulated mortgage contract*, except in *PROF*) the individual or trustee who is the borrower or potential borrower under that contract.

(5) (in relation to a *home purchase plan*, except in *PROF*) the *home purchaser* or potential *home purchaser*.

(6) (in relation to a *home reversion plan*, except in *PROF*):

(a) the *reversion occupier* or potential *reversion occupier*; or

(b) an individual who is an *unauthorised reversion provider* and who is not, or would not, be required to have *permission to enter into a home reversion plan*.

(7) (in relation to a *dormant account* transferred to a *dormant account fund operator*) a *person* entitled to the *balance* in the *dormant account*

held with a *bank or building society* which was transferred to a *dormant account fund operator*.

(8) (in relation to a *regulated sale and rent back agreement*, except in *PROF*):

(a) the individual or trustee who is the *SRB agreement seller* or potential *SRB agreement seller*; or

(b) an individual who is an *unauthorised SRB agreement provider* or potential *unauthorised SRB agreement provider* and who does not have, or would not be required to have, *permission to enter into a regulated sale and rent back agreement*.

(B) in the *FCA Handbook*:

(1) (except in *PROF*, in ■ MIFIDPRU 5, in relation to a *credit-related regulated activity*, in relation to *regulated funeral plan activity*, in relation to a *home finance transaction* and in relation to *insurance risk transformation* and activities directly arising from *insurance risk transformation*) has the meaning given in ■ COBS 3.2, that is (in summary and without prejudice to the detailed effect of ■ COBS 3.2) a *person* to whom a *firm* provides, intends to provide or has provided a service in the course of carrying on a *regulated activity*, or in the case of *MiFID* or *equivalent third country business*, an *ancillary service*:

(a) every client is a *customer* or an *eligible counterparty*;

(b) "client" includes:

(i) a potential client;

(ii) a client of an *appointed representative* of a *firm* with or for whom the *appointed representative* acts or intends to act in the course of business for which the *firm* has accepted responsibility under section 39 of the Act (Exemption of appointed representatives) or, where applicable, a client of a *tied agent* of a *firm*;

(iii) a *fund* even if it does not have separate legal personality;

(iv) any *person* to whom *collective portfolio management services* are provided, irrespective of whether or not it is *authorised*;

(v) if a *person* ("C1"), with or for whom the *firm* is conducting or intends to conduct *designated investment business*, is acting as agent for another *person* ("C2"), either C1 or C2 in accordance with the *rule on agent as client* ■ COBS 2.4.3 R;

(vi) for a *firm* that is *establishing, operating or winding up a personal pension scheme*, a member or beneficiary of that scheme;

(c) "client" does not include:

(i) a trust beneficiary not in (b)(v);

(ii) a *corporate finance contact*;

(iii) a *venture capital contact*.

(1A) in relation to *payment services* or *electronic money* in addition to (1), includes a *person* to whom a *payment service provider* or *electronic*

money issuer provides, intends to provide or has provided:

- (a) a *payment service*;
- (b) a service in the course of issuing *electronic money*; or
- (c) a service connected to a service in (a) or (b).

(2) (in *PROF*) (as defined in section 328(8) of the *Act* (Directions in relation to the general prohibition)) (in relation to *members* of a profession providing financial services under Part XX of the *Act* (Provision of Financial Services by Members of the Professions)):

(a) a *person* who uses, has used or may be contemplating using, any of the services provided by the *member* of a profession in the course of carrying on *exempt regulated activities* (including, where the *member* of the profession is acting in his capacity as a trustee, a *person* who is, has been or may be a beneficiary of the trust); or

(b) a *person* who has rights or interests which are derived from, or otherwise attributable to, the use of any such services by other *persons*; or

(c) a *person* who has rights or interests which may be adversely affected by the use of any such services by *persons* acting on his behalf or in a fiduciary capacity in relation to him; and

(d) in relation to a *person* ("A") carrying on a *regulated activity* of the kind specified by article 39F (Debt-collecting) or 39G (Debt administration) of the *Regulated Activities Order*, includes:

(i) the *borrower* under the *credit agreement* or the *hirer* under the *consumer hire agreement*;

(ii) someone who has been the *borrower* or *hirer* under the agreement;

(iii) a *person* who is treated by A as a *person* falling within (i) or (ii);

(iv) any *person* providing a guarantee or indemnity under the agreement; and

(v) a *person* to whom the rights and duties of a *person* falling within (iv) have passed by assignment or operation of law; and

(e) in relation to a *person* ("A") carrying on a *regulated activity* of the kind specified by article 60B (regulated credit agreements) or article 60N (regulated consumer hire agreements) of the *Regulated Activities Order*, includes a *person* who is treated by A as a *person* who is or has been:

(i) the *borrower* under a *regulated credit agreement* or the *hirer* under a *regulated consumer hire agreement*;

(ii) a *person* providing a guarantee or indemnity under the agreement; or

(iii) a *person* to whom the rights and duties of a *person* within (ii) have passed by assignment or operation of law; and

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- (f) includes an *individual* who is, may be, has been or may have been the subject of the information referred to in article 89A (Providing credit information services) of the *Regulated Activities Order*; and
- (g) includes an *individual* who is, may be, has been or may have been the subject of information furnished in the course of a *person* carrying on an activity of the kind specified by article 89B (Providing credit references) of the *Regulated Activities Order*.
- (2A)(in ■ MIFIDPRU 5) a counterparty of the *investment firm*.
- (3) in relation to a *regulated mortgage contract*, except in *PROF*) the individual or trustee who is the borrower or potential borrower under that contract.
- (4) in relation to a *home purchase plan*, except in *PROF*) the *home purchaser* or potential *home purchaser*.
- (5) (in relation to a *home reversion plan*, except in *PROF*):
 - (a) the *reversion occupier* or potential *reversion occupier*; or
 - (b) an individual who is an *unauthorised reversion provider* and who is not, or would not, be required to have *permission to enter into a home reversion plan*.
- (6) (in relation to *money transferred to a dormant asset fund operator*) a *person* entitled to make a *repayment claim*.
- (7) (in relation to a *regulated sale and rent back agreement*, except in *PROF*):
 - (a) the individual or trustee who is the *SRB agreement seller* or potential *SRB agreement seller*; or
 - (b) an individual who is an *unauthorised SRB agreement provider* or potential *unauthorised SRB agreement provider* and who does not have, or would not be required to have, *permission to enter into a regulated sale and rent back agreement*.
- (8) (in relation to a *credit-related regulated activity*) a *customer*.
- (9) (in relation to *insurance risk transformation* and activities directly arising from *insurance risk transformation*) has the meaning given in ■ COBS 3.2 as modified by ■ COBS 18.6A.3R(2).
- (10)(in relation to *regulated claims management activity* and *ancillary activity*) a *customer*.
- (11)(in relation to *regulated funeral plan activity*) a *customer*.
- (12)(in ■ ESG) in addition to (1), includes:
 - (i) a *unitholder* or potential *unitholder* in a *scheme*; and
 - (ii) to the extent not within (i), an investor or potential investor in an *AIF*.

<i>client bank account</i>	<p>(1) (other than in ■ CASS 7 and ■ CASS 7A and principally in ■ CASS 5):</p> <p>(a) an account at a bank which:</p> <p>(i) holds the money of one or more <i>clients</i>;</p> <p>(ii) is in the name of the <i>firm</i>; and</p> <p>(iii) includes in its title an appropriate description to distinguish the <i>money</i> in the account from the <i>firm's money</i>; and</p> <p>(iv) is a current or a deposit account; or</p> <p>(b) a money market deposit account of <i>client money</i> which is identified as being <i>client money</i>.</p> <p>(2) (in ■ CASS 7 and ■ CASS 7A)</p> <p>(a) an account at a bank which:</p> <p>(i)[deleted]</p> <p>(ii) is expressly held in the name of the <i>firm</i> that is subject to the requirement in ■ CASS 7.13.3 R; and</p> <p>(iii) is a current or a deposit account; or</p> <p>(b) a money market deposit account of <i>client money</i> which is identified as being <i>client money</i>; and</p> <p>(c) in either case, which is a <i>general client bank account</i>, a <i>designated client bank account</i> or a <i>designated client fund account</i>.</p> <p>(3) (in ■ CASS 11 and ■ CASS 13):</p> <p>(a) an account at an <i>approved bank</i> which:</p> <p>(i) holds the <i>money</i> of one or more <i>clients</i>;</p> <p>(ii) is held in the name of the <i>firm</i> to which ■ CASS 11.9 or ■ CASS 13.6 (segregation and the operation of client money accounts) applies;</p> <p>(iii) includes in its title the word "client" (or, if the system constraints of the <i>approved bank</i> or the <i>firm</i> that holds the account (or both) make this impracticable, an appropriate abbreviation of "client" that has the same meaning); and</p> <p>(iv) is a current or a deposit account.</p>
<i>client bank account acknowledgment letter</i>	<p>(1) (in ■ CASS 7) a letter in the form of the template in ■ CASS 7 Annex 2 R.</p> <p>(2) (in ■ CASS 11) a letter in the form of the template in ■ CASS 11 Annex 1 R.</p> <p>(3)(in ■ CASS 13) a letter in the form of the template in ■ CASS 13 Annex 1R.</p>
<i>client equity balance</i>	the sum of <i>money</i> as described in ■ CASS 7.16.28 R.
<i>client money</i>	<p>(1) [deleted]</p> <p>(2) (in ■ CASS 5) subject to the <i>client money rules</i>, <i>money</i> of any currency</p>

	<p>which, in the course of carrying on <i>insurance distribution activity</i>, a <i>firm</i> holds on behalf of a <i>client</i> or which a <i>firm</i> treats as <i>client money</i> in accordance with the <i>client money rules</i>.</p> <p>(2A) (in <i>MIFIDPRU</i>, <i>FEES</i> , ■ <i>CASS 6</i>, ■ <i>CASS 7</i>, ■ <i>CASS 7A</i> and ■ <i>CASS 10</i> and, in so far as it relates to matters covered by ■ <i>CASS 6</i>, ■ <i>CASS 7</i>, <i>COBS</i> and ■ <i>IPRU(INV) 11</i>) subject to the <i>client money rules</i>, <i>money</i> of any currency:</p> <p>(a) that a <i>firm</i> receives or holds for, or on behalf of, a <i>client</i> in the course of, or in connection with, its <i>MiFID business</i>; or</p> <p>(b) that, in the course of carrying on <i>designated investment business</i> that is not <i>MiFID business</i>, a <i>firm</i> holds for a <i>client</i>; or</p> <p>(ba) that a <i>firm</i> receives or holds for, or on behalf of, a <i>client</i> in the course of, or in connection with, its <i>stocks and shares ISA business</i>; or</p> <p>(bb) that a <i>firm</i> receives or holds for, or on behalf of, a <i>client</i> in the course of, or in connection with, its <i>innovative finance ISA business</i>; or</p> <p>(bc) that a <i>firm</i> receives or holds for, or on behalf of, a <i>client</i> in the course of, or in connection with, its <i>lifetime ISA business</i>; or</p> <p>(c) that a <i>firm</i> treats as <i>client money</i> in accordance with the <i>client money rules</i>.</p> <p>(2B) (in ■ <i>CASS 11</i>, ■ <i>CONC 3.9</i>, ■ <i>CONC 8.3</i>, ■ <i>CONC 10</i>, ■ <i>COMP 5</i> and ■ <i>COMP 12</i>) <i>money</i> which a <i>CASS debt management firm</i> receives or holds on behalf of a <i>client</i> in the course of or in connection with <i>debt management activity</i>.</p> <p>(2C) (in ■ <i>CASS 13</i>) <i>money</i> which a <i>firm</i> receives or holds on behalf of a <i>customer</i> in the course of or in connection with providing <i>claims management services</i>.</p> <p>(3) (in <i>MIPRU</i>):</p> <p>(a) in relation to an <i>insurance intermediary</i> when acting as such, <i>money</i> which is <i>client money</i> in (2);</p> <p>(b) in relation to a <i>home finance intermediary</i> when acting as such, <i>money</i> of any currency which in the course of carrying on <i>home finance mediation activity</i>, the <i>firm</i> holds on behalf of a <i>client</i>, either in a bank account or in the form of cash.</p> <p>(4) (in <i>COMP</i> other than ■ <i>COMP 5</i> and ■ <i>COMP 12</i>) <i>client money</i> for the purposes of the relevant <i>client money rules</i>.</p> <p>(5) (in ■ <i>SYSC 1.5</i>) has the meaning in (1) to (4).</p>
client money distribution and transfer rules	■ <i>CASS 7A</i> .
client money (insurance) distribution rules	the rules in ■ <i>CASS 5.6</i> (Client money distribution).

<i>client money chapter</i>	■ CASS 7.
<i>client money held</i>	(in <i>MIFIDPRU</i>) the amount of <i>MiFID client money</i> that a <i>firm</i> holds.
<i>client money requirement</i>	the total amount of <i>client money</i> a <i>firm</i> is required to have segregated in <i>client bank accounts</i> under the <i>client money rules</i> (see ■ CASS 7.16.10 R).
<i>client money resource</i>	the aggregate balance on the <i>firm's client bank accounts</i> (see ■ CASS 7.16.8 R).
<i>client money rules</i>	<p>(1) [deleted]</p> <p>(2) (in ■ CASS 5) ■ CASS 5.1 to ■ CASS 5.5.</p> <p>(3) (in ■ CASS 3, ■ CASS 6, ■ CASS 7, ■ CASS 7A, <i>COBS</i> and <i>FEES</i>) ■ CASS 7.10 to ■ CASS 7.19 .</p>
<i>client money segregation requirements</i>	■ CASS 7.13.3 R and ■ CASS 7.13.12 R
<i>client orders handled</i>	<p>(in <i>MIFIDPRU</i>) the value of orders, as calculated in accordance with the <i>rules</i> in ■ MIFIDPRU 4.10 (K-COH requirement), that a <i>firm</i> handles for <i>clients</i> when providing the following services, where the services constitute <i>MiFID business</i>:</p> <p>(1) reception and transmission of <i>client orders</i>; and</p> <p>(2) <i>execution of orders on behalf of clients</i>.</p>
<i>client's best interests rule</i>	■ COBS 2.1.1 R or, in relation to <i>regulated claims management activity</i> and <i>ancillary activity</i> , ■ CMCOB 2.1.1R.
<i>client-specific safe custody asset record</i>	a <i>firm's</i> internal record or account identifying each of the particular <i>safe custody assets</i> that the <i>firm</i> holds for each particular <i>client</i> (including those <i>safe custody assets</i> deposited by the <i>firm</i> with third parties under ■ CASS 6.3 and any <i>physical safe custody asset</i> held by the <i>firm</i>).
<i>client transaction account</i>	<p>(in relation to a <i>firm</i> and another <i>person</i>) an account maintained by that other <i>person</i>, such as an exchange, <i>clearing house</i>, intermediate broker or OTC counterparty, who a <i>firm</i> allows to hold <i>client money</i> under ■ CASS 7.14 (Client money held by a third party), which:</p> <p>(a) is the name of the <i>firm</i>;</p> <p>(b) includes in its title the word "client" (or, if the system constraints of the relevant <i>person</i> or the <i>firm</i> that holds the account (or both) make this impracticable, an appropriate abbreviation of "client" that has the same meaning); and</p> <p>(c) is not a <i>client bank account</i>.</p>
<i>client transaction account acknowledgement letter</i>	a letter in the form of the template in ■ CASS 7 Annex 3 R.

climate-
related
reports

close links

any report produced under ■ ESG 2.

(1) (in relation to *MiFID business*, the operation of a *data reporting service* or in *FUND*) a situation in which two or more persons are linked by:

(a) participation in the form of ownership, direct or by way of control, of 20% or more of the voting rights or capital of an undertaking;

(b) control which means the relationship between a parent undertaking and a subsidiary, in all the cases referred to in article 22(1) and (2) of the *Accounting Directive*, or a similar relationship between any person and an undertaking, any subsidiary undertaking of a subsidiary undertaking also being considered to be a subsidiary of the parent undertaking which is at the head of those undertakings.

(c) a permanent link of both or all of them to the same person by a control relationship.

[Note: article 4(1)(35) of *MiFID* and article 4(1)(e) of *AIFMD*]

(2) (except where (1) applies and except in ■ SUP 3 (Auditors), ■ SUP 4 (Actuaries)) and ■ SUP 12.4.8CR (Close links)) (in accordance with paragraph 3(2) in Schedule 6 to the Act (Close links)) the relationship between a *person* ("A") and another *person* ("CL") which exists if:

(a) CL is a *parent undertaking* of A; or

(b) CL is a *subsidiary undertaking* of A; or

(c) CL is a *parent undertaking* of a *subsidiary undertaking* of A; or

(d) CL is a *subsidiary undertaking* of a *parent undertaking* of A; or

(e) CL owns or controls 20% or more of the voting rights or capital of A; or

(f) A owns or controls 20% or more of the voting rights or capital of CL.

(3) (in ■ SUP 3 (Auditors) and ■ SUP 4 (Actuaries)) (in accordance with section 343(8) of the Act (Information given by auditor or actuary to a regulator: persons with close links)) the relationship in (2), disregarding (e) and (f).

(4) (in ■ SUP 12.4.8CR (Close links)) a situation in which two or more *persons* are linked by:

(a) participation which means the ownership, direct or by way of control, of 20% or more of the voting rights or capital of an undertaking;

(b) control which means the relationship between a parent undertaking and a subsidiary undertaking as set out in article 1 of Directive 83/349/EEC, or a similar relationship between any *person* and an undertaking.

A situation in which two or more *persons* are permanently linked to one and the same *person* by a control relationship is also to be

	regarded as constituting a close link between such <i>persons</i> . [Note: article 2(1)(13) of the <i>IDD</i>]
<i>close matched product</i>	a <i>home insurance</i> or <i>motor insurance</i> product which provides a <i>customer</i> with core cover and benefits which are broadly equivalent to the core cover and benefits enjoyed by the <i>customer</i> under their existing <i>policy</i> .
<i>close matching rules</i>	for the purposes of <i>permitted links</i> , the rules in ■ INSPRU 1.1.34 R , ■ INSPRU 3.1.57 R , ■ INSPRU 3.1.58 R , and ■ INSPRU 3.1.59 G .
<i>close out</i>	(in <i>COLL</i>) enter into a further transaction under which the obligation to deliver or receive which arises or may, at the option of the other party to the transaction, arise under the original transaction is offset by an equivalent and opposite obligation or right to receive or deliver.
<i>close relative</i>	(as defined in article 3(1) of the <i>Regulated Activities Order</i> and article 2(1) of the <i>Financial Promotion Order</i>) (in relation to any <i>person</i>): <ul style="list-style-type: none"> (a) his spouse or civil partner (b) his children and step-children, his parents and step-parents, his brothers and sisters and his step-brothers and step-sisters; and (c) the spouse or civil partner of any <i>person</i> within (b).
<i>closed</i>	(in relation to a <i>syndicate year</i>) closed by <i>reinsurance to close</i> in accordance with <i>byelaws</i> , either into another <i>syndicate year</i> or into an <i>insurer</i> approved by the <i>Council</i> for the purpose.
<i>closed book</i>	(in ■ ICOBS 6B and ■ SUP 16.28) an individual <i>home insurance</i> or <i>motor insurance</i> product which meets the following criteria: <ul style="list-style-type: none"> (a) its <i>policies</i> may be <i>renewed</i> by existing <i>customers</i>, and (b) either: <ul style="list-style-type: none"> (i) its <i>policies</i> are not available for purchase by other <i>customers</i>; or (ii) (where the product has been on sale for 5 or more years) the <i>firm</i> has not sold, or does not expect to sell, on an annualised basis, more than 7.5% of active <i>policies</i> under the product to <i>new business customers</i>; or (iii) (where the product has been on sale for less than 5 years) the <i>firm</i> has not sold, or does not expect to sell, on an annualised basis, more than 15% of active <i>policies</i> under the product to <i>new business customers</i>. <p>A <i>home insurance</i> or <i>motor insurance</i> product is not in a <i>closed book</i> if the <i>firm</i> sells or expects to sell at least 10,000 <i>policies</i> on an annualised basis to <i>new business customers</i>.</p>
<i>closed-ended</i>	(in <i>UKLR</i>) (in relation to investment entities) an <i>investment entity</i> which is not an <i>open-ended investment company</i> .
<i>closed-ended investment fund</i>	(in <i>UKLR</i> and ■ ESG) an entity: <ul style="list-style-type: none"> (a) which is an undertaking with limited liability, including a company, limited partnership, or <i>limited liability partnership</i>; and

	<p>(b) whose primary object is investing and managing its assets (including pooled funds contributed by holders of its <i>listed securities</i>):</p> <p>(i) in property of any description; and</p> <p>(ii) with a view to spreading investment risk.</p>
<i>closed product</i>	<p>a product:</p> <p>(1) where there are existing contracts with <i>retail customers</i> entered into before 31 July 2023; and</p> <p>(2) which is not marketed or distributed to <i>retail customers</i> (including by way of renewal) on or after 31 July 2023.</p>
<i>closing date</i>	the date specified in the earliest relevant <i>public announcement</i> of the <i>offer</i> as the last date for acceptance of the <i>offer</i> , or, if no such date is specified, then the date on which the <i>issuer</i> (or seller) of the <i>securities</i> offered receives any of the proceeds of the <i>offer</i> .
CMAR	a Client Money and Asset Return, containing the information specified in ■ SUP 16 Annex 29.
CMCOB	the Claims Management: Conduct of Business sourcebook.
CMG	<i>clearing margin given</i> .
CMH	<i>client money held</i> .
CMV	<i>current market value</i> .
COB	the Conduct of Business sourcebook up to 1 November 2007.
COBS	the Conduct of Business sourcebook from 1 November 2007.
CoCo fund	an <i>unregulated collective investment scheme</i> , <i>qualified investor scheme</i> , <i>long-term asset fund</i> or a <i>special purpose vehicle</i> under which the investment returns received by the investor, or the scheme or vehicle's ability to fulfil any payment obligations to the investor, are wholly or predominantly linked to, contingent on, highly sensitive to or dependent on, the performance of or changes in the value of <i>contingent convertible instruments</i> .
COCON	the Code of Conduct for Staff sourcebook, part of the Handbook in High Level Standards.
COCON firm activities	(as defined in more detail in ■ COCON 1.1.7AR(1) and in relation to conduct of a <i>person</i> in relation to a <i>firm</i>) the corresponding activities of the <i>firm</i> as referred to in ■ COCON 1.1.6R to ■ COCON 1.1.7R (To what conduct does it apply?).
Code of Practice for Approved Persons	the <i>guidance</i> in ■ APER 3 and ■ APER 4.
<i>cold call</i>	<p>a <i>financial promotion</i> made in the course of a personal visit, telephone conversation or other interactive dialogue:</p> <p>(a) which:</p>

	<p>(i) was not initiated by the recipient of the <i>financial promotion</i>; and</p> <p>(ii) does not take place in response to an express request from the recipient of the <i>financial promotion</i>; or</p> <p>(b) in relation to which it was not clear from all the circumstances when the call, visit or dialogue was initiated or requested, that during the course of the call, visit or dialogue, communications would be made concerning the kind of <i>controlled activities</i> and <i>controlled investments</i> to which the communications in fact made relate.</p> <p>In this definition:</p> <p>(c) a <i>person</i> is not to be treated as expressly requesting a call, visit or dialogue:</p> <p>(i) because he omits to indicate that he does not wish to receive any or any further visits or calls or to engage in any or any further dialogue; or</p> <p>(ii) because he agrees to standard terms that state that such visits, calls or dialogue will take place, unless he has signified clearly that, in addition to agreeing to the terms, he is willing for them to take place;</p> <p>(d) if a call, visit or dialogue is initiated or requested by a recipient (R), it is treated as also having been initiated or requested by any other <i>person</i> to whom it is made at the same time as it is made to R if that other recipient is a <i>close relative</i> of R or expected to <i>engage in any investment activity</i> jointly with R.</p> <p>[Note: article 8 of the <i>Financial Promotion Order</i>]</p>
COH	<i>client orders handled.</i>
COLL	the Collective Investment Schemes sourcebook.
collateral	<p>(1) (in <i>COLL</i> and <i>FUND</i>) any form of security, guarantee or indemnity provided by way of security for the discharge of any liability arising from a transaction.</p> <p>(2) (in <i>COBS</i> (except ■ <i>COBS</i> 21.3) and <i>CASS</i>) any of the following:</p> <p>(a) an <i>investment</i> specified in articles 76 to 81 of the <i>Regulated Activities Order</i>; that is:</p> <p>(i) <i>shares</i> (article 76);</p> <p>(ii) <i>debentures</i> (article 77);</p> <p>(iia) an <i>alternative debenture</i> (article 77A);</p> <p>(iii) <i>government and public securities</i> (article 78);</p> <p>(iv) <i>warrants</i> (article 79);</p> <p>(v) <i>certificates representing certain securities</i> (article 80);</p> <p>(vi) <i>units</i> (article 81); or</p> <p>(b) <i>money</i>; or</p> <p>(c) a <i>commodity warrant</i> (however title is recorded or evidenced);</p>

	<p>which belongs to a <i>client</i> and which is held or controlled by the <i>firm</i> under the terms of a deposit, pledge, charge or other security arrangement.</p> <p>(3) (in <i>INSPRU</i> , ■ COBS 21.3 and <i>SYSC</i>):</p> <p>(a) (in relation to any transaction) a mortgage, charge, pledge or other security interest or, as the context may require, an asset that is subject to a mortgage, charge, pledge or other security interest; and</p> <p>(b) (in relation to a <i>stock lending</i>, <i>repo</i> or <i>derivative</i> transaction only):</p> <p>(i) a transfer of assets (other than by way of sale) subject to a right of the transferor to have transferred back to it the same, or equivalent, assets or, as the context may require, the assets so transferred by the original transferor; or</p> <p>(ii) a letter of credit;</p> <p>where the assets are transferred, or the letter of credit is issued, to secure the performance of the obligations of one of the parties to that transaction.</p>
collateral rules	■ CASS 3.
collective insurance	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph VIII of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), of a kind referred to in article 2(3)(b)(v) of the <i>Solvency II Directive</i> ("the operations carried out by life insurance undertakings such as those referred to in Chapter 1, Title 4 of Book IV of the French "Code des assurances"").
collective investment scheme	<p>a collective investment scheme, as defined in section 235 of the <i>Act</i> (Collective Investment Schemes), which is in summary:</p> <p>(a) any arrangements with respect to property of any description, including money, the purpose or effect of which is to enable <i>persons</i> taking part in the arrangements (whether by becoming owners of the property or any part of it or otherwise) to participate in or receive profits or income arising from the acquisition, holding, management or disposal of the property or sums paid out of such profits or income; and</p> <p>(b) which are not excluded by the Financial Services and Markets Act (Collective Investment Schemes) Order 2001 (SI 2001/1062).</p>
collective investment undertaking other than the closed-end type	<p>(in <i>PRR</i>) (as defined in article 2(p) of the <i>Prospectus Regulation</i>) unit trusts and investment companies:</p> <p>(a) [deleted]</p> <p>(b) [deleted]</p> <p>(c)they raise capital from a number of investors, with a view to investing it in accordance with a defined investment policy for the benefit of those investors;</p> <p>(d)their units are, at the holder's request, repurchased or redeemed, directly or indirectly, out of their assets.</p>

<i>collective portfolio management</i>	in relation to a <i>management company</i> , the activity of management of <i>UCITS schemes</i> , <i>EEA UCITS schemes</i> or other collective investment undertakings not covered by the <i>UCITS Directive</i> that the <i>management company</i> is permitted to carry on in accordance with ■ COLL 6.9.9R or article 6(2) of the <i>UCITS Directive</i> as applicable. This includes the functions mentioned in Annex II to that directive.
<i>collective portfolio management investment firm</i>	a <i>firm</i> which has a <i>Part 4A permission</i> for <i>managing investments</i> and which is: <ul style="list-style-type: none"> (a) an <i>AIFM investment firm</i>; or (b) a <i>UCITS investment firm</i>.
<i>collective portfolio management firm</i>	a <i>firm</i> which: <ul style="list-style-type: none"> (a) <ul style="list-style-type: none"> (i) is a <i>full-scope UK AIFM</i>; and (ii) does not have a <i>Part 4A permission</i> to carry on any <i>regulated activities</i> other than those in connection with, or for the purpose of, managing collective investment undertakings; or (b) is a <i>UCITS firm</i> that has a <i>Part 4A permission</i> for <i>managing a UK UCITS</i>.
<i>COLLG</i>	the Collective Investment Scheme Information Guide.
<i>combination charge structure</i>	a charging structure used by an <i>operator</i> of a <i>qualifying scheme</i> which is solely a combination of: <ul style="list-style-type: none"> (a) an <i>accrued rights charge</i> and a <i>flat-fee charge</i>; or (b) an <i>accrued rights charge</i> and a <i>contribution percentage charge</i>.
<i>Combined Code</i>	(in <i>LR</i> and <i>DTR</i>) in relation to an <i>issuer</i> the Combined Code on Corporate Governance published in June 2008 by the Financial Reporting Council.
<i>com-mencement</i>	the beginning of the <i>commencement day</i> .
<i>com-mencement day</i>	the <i>day</i> on which section 19 of the Act (The general prohibition) comes into force, being 1 December 2001.
<i>commercial customer</i>	(in <i>PRIN</i> , <i>ICOBS</i> and ■ SUP 16) a <i>customer</i> who is not a <i>consumer</i> .
<i>commercial settlement system</i>	a system commercially available to <i>firms</i> that are members or participants, a purpose of which is to facilitate the settlement of transactions using <i>money</i> and/or assets held on one or more <i>settlement accounts</i> .
<i>commitment</i>	a commitment represented by <i>insurance business</i> of any of the <i>classes</i> (as defined for the purposes of <i>INSPRU</i> and <i>SUP</i>) of <i>long-term insurance business</i> .
<i>commission</i>	(other than in ■ DISP Appendix 3) any form of commission or remuneration, including a benefit of any kind, offered or given in connection with: <ul style="list-style-type: none"> (a) <i>designated investment business</i> (other than commission equivalent);

	<p>(b) <i>insurance distribution activity</i> in connection with a <i>non-investment insurance contract</i>; or</p> <p>(c) the sale of a <i>packaged product</i>, that is offered or given by the <i>product provider</i>.</p>
<i>commission equivalent</i>	the cash payments, benefits and services listed in ■ COBS 6 Annex 6 which satisfy the criteria in ■ COBS 6.4.3 R.
<i>commodity</i>	<p>(1)(except for (2)) a physical asset (other than a financial instrument or cash) which is capable of delivery.</p> <p>(2) (for the purposes of ■ COBS 22.5) any of the following (but excluding gold):</p> <ul style="list-style-type: none"> (a) a commodity within the meaning of paragraph (1); and (b) any: <ul style="list-style-type: none"> (i) physical or energy product; or (ii) of the items referred to in paragraph 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i> as an underlying with respect to the <i>derivatives</i> mentioned in that paragraph; <p>which is, or can be, traded on a secondary market.</p> <p>(3) (in relation to the <i>UK</i> provisions which implemented <i>MiFID</i> or <i>MiFIR</i>) any goods of a fungible nature that are capable of being delivered, including metals and their ores and alloys, agricultural products, and energy such as electricity.</p> <p>[Note: article 2(6) of the <i>MiFID Org Regulation</i>]</p>
<i>commodity and emission allowance dealer</i>	<p>a <i>MIFIDPRU investment firm</i> the main business of which consists exclusively of the provision of <i>investment services and/or activities</i> in relation to:</p> <ul style="list-style-type: none"> (1)<i>commodity derivatives</i> or commodity derivative contracts referred to in paragraphs 5, 6, 7, 9 and 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>; (2)derivatives of <i>emission allowances</i> referred to in paragraph 4 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>; or (3)<i>emission allowances</i> referred to in paragraph 11 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>.
<i>commodity benchmark</i>	has the meaning in article 3.1(23) of the <i>benchmarks regulation</i> .
<i>commodity derivative</i>	<p>means <i>financial instruments</i>:</p> <ul style="list-style-type: none"> (a)as defined in article 2(1)(24)(c) of <i>MiFIR</i>; (b)which relate to a <i>commodity</i> or an underlying referred to in paragraph 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>; or (c)which are referred to in paragraphs 5, 6, 7 or 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>.

	[Note: article 2(1)(30) of <i>MiFIR</i>]
<i>commodity future</i>	a <i>future</i> relating to a <i>commodity</i> .
<i>common equity tier 1 capital</i>	<p>(1)(in <i>MIFIDPRU</i>) as defined in article 50 of the <i>UK CRR</i>, as applied and modified by ■ <i>MIFIDPRU</i> 3.3.</p> <p>(2)(except in <i>MIFIDPRU</i>) as defined in article 50 of the <i>UK CRR</i>.</p>
<i>common equity tier 1 instrument</i>	a capital instrument that qualifies as a common equity tier 1 instrument under article 26 of the <i>UK CRR</i> .
<i>common platform firm</i>	<p>(a) a <i>MIFIDPRU investment firm</i>; or</p> <p>(aa) a <i>bank</i>; or</p> <p>(ab) a <i>building society</i>; or</p> <p>(ac) a <i>designated investment firm</i>; or</p> <p>(ad) [deleted]</p> <p>(b) [deleted]</p> <p>(c) [deleted]</p> <p>(d) a <i>dormant asset fund operator</i>.</p>
<i>common platform organisational requirements</i>	<p>(1)■ SYSC 4 to ■ SYSC 9; and</p> <p>(2) those articles of the <i>MiFID Org Regulation</i> as applied in accordance with ■ SYSC 1 Annex 1 2.8AR(1), ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R.</p>
<i>common platform outsourcing rules</i>	■ SYSC 8.1.1 R to ■ SYSC 8.1.12 G.
<i>common platform record-keeping requirements</i>	<p>(in relation to <i>common platform firms</i>) the following:</p> <p>(1)■ SYSC 9; and</p> <p>(2)those articles of the <i>MiFID Org Regulation</i> as applied in accordance with ■ SYSC 1 Annex 1 2.8AR , ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R.</p>
<i>common platform requirements</i>	<p>(1)■ SYSC 4 to ■ SYSC 10; and</p> <p>(2)those articles of the <i>MiFID Org Regulation</i> as applied in accordance with ■ SYSC 1 Annex 1 2.8AR , ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R.</p>
<i>common platform requirements on financial crime</i>	the requirements on <i>financial crime</i> applicable to <i>common platform firms</i> set out in ■ SYSC 6.3.

communicate	(in relation to a <i>financial promotion</i>) to communicate in any way, including causing a communication to be made or directed.[Note: section 21(13) of the Act (Restrictions on financial promotion) and article 6(d) of the <i>Financial Promotion Order</i> (Interpretation: communications)]
communicated to a person inside the United Kingdom	communicated other than <i>communicated to a person outside the United Kingdom</i> .
communicated to a person outside the United Kingdom	<p>(a) <i>made to a person</i> who receives it outside the <i>United Kingdom</i>; or</p> <p>(b) <i>directed only at persons</i> outside the <i>United Kingdom</i>.</p> <p>In this definition:</p> <p>(c) If the conditions set out in (f)(i), (ii), (iii) and (iv) are met, a <i>financial promotion</i> directed from a place inside the <i>United Kingdom</i> will be regarded as <i>directed only at persons</i> outside the <i>United Kingdom</i>.</p> <p>(d) If the conditions set out in (f)(iii) and (iv) are met, a <i>financial promotion</i> directed from a place outside the <i>United Kingdom</i> will be regarded as <i>directed only at persons</i> outside the <i>United Kingdom</i>.</p> <p>(e) In any other case in which one or more of the conditions in (f)(i) to (v) is met, that fact will be taken into account in determining whether a <i>financial promotion</i> is <i>directed only at persons</i> outside the <i>United Kingdom</i> (but a <i>financial promotion</i> may still be regarded as <i>directed only at persons</i> outside the <i>United Kingdom</i> even if none of these conditions is met).</p> <p>(f) The conditions are that:</p> <p>(i) the <i>financial promotion</i> is accompanied by an indication that it is <i>directed only at persons</i> outside the <i>United Kingdom</i>;</p> <p>(ii) the <i>financial promotion</i> is accompanied by an indication that it must not be acted upon by <i>persons</i> in the <i>United Kingdom</i>;</p> <p>(iii) the <i>financial promotion</i> is not referred to in, or directly accessible from, any other <i>financial promotion</i> which is <i>made to a person</i> or <i>directed at persons</i> in the <i>United Kingdom</i> by the same communicator;</p> <p>(iv) there are in place proper systems and procedures to prevent recipients in the <i>United Kingdom</i> (other than those to whom the <i>financial promotion</i> might otherwise lawfully have been made) engaging in the investment activity to which the <i>financial promotion</i> relates with the <i>person</i> directing the <i>financial promotion</i>, a <i>close relative</i> of his or a member of the same <i>group</i>;</p> <p>(v) the <i>financial promotion</i> is included in:</p> <p>(A) a website, newspaper, journal, magazine or periodical publication which is principally accessed in or intended for a market outside the <i>United Kingdom</i>;</p> <p>(B) a radio or television broadcast or teletext service transmitted principally for reception outside the <i>United Kingdom</i>.</p>

<i>community benefit society</i>	a registered society under the Co-operative and Community Benefit Societies Act 2014 which fulfils the condition in section 2(2)(a)(ii) of that Act or a registered society under the Co-operative and Community Benefit Societies Act (Northern Ireland) 1969 which fulfils the condition in section 1(2)(a)(ii) of that Act.
<i>community co-insurance operation</i>	a co-insurance operation which relates to one or more risks classified under <i>general insurance business classes</i> 3 to 16 and which fulfils the conditions in article 190(1)(a) to (f) of the <i>Solvency II Directive</i> .
<i>community finance organisation</i>	a <i>community benefit society</i> , a <i>registered charity</i> or a community interest company limited by guarantee (within the meaning of Part 2 of the Companies (Audit, Investigations and Community Enterprise) Act 2004).
COMP	the Compensation sourcebook.
<i>company</i>	any <i>body corporate</i> .
<i>comparator benchmark</i>	as defined in ■ COLL 4.2.5R(3)(c-b)(iii).
<i>compensation costs</i>	the costs incurred: <ul style="list-style-type: none"> (a) in paying compensation; or (b) [deleted] (c) [deleted] (d) under section 214B or section 214D of the <i>Act</i>; or (e) by virtue of section 61 (Sources of compensation) of the Banking Act 2009 or; (f) in connection with making arrangements to secure continuity of <i>funeral plan contracts</i>; (including the costs of paying interest, principal and other costs of borrowing to pay such costs).
<i>compensation costs levy</i>	a levy imposed by the FSCS on <i>participant firms</i> to meet <i>compensation costs</i> , each <i>participant firm's</i> share being calculated in accordance with ■ FEES 6.5
<i>compensation fund</i>	any <i>policyholder</i> compensation scheme in any <i>EEA State</i> .
<i>compensation scheme</i>	the Financial Services Compensation Scheme established under section 213 of the <i>Act</i> (The compensation scheme).
<i>compensation transitionals order</i>	the Financial Services and Markets Act 2000 (Transitional Provisions, Repeals and Savings) (Financial Services Compensation Scheme) Order 2001 (SI 2001/2967).
<i>competent authority</i>	<p>(1) (in relation to the functions referred to in Part VI of the <i>Act</i>) the FCA.</p> <p>(2) (in relation to the exercise of the <i>overseas financial stability information power</i>) a competent authority for the purposes of the <i>UK auctioning regulations</i> or the <i>UK</i> provisions which implemented the relevant <i>Single Market Directive</i>.</p>

	<p>(3) (in relation to a group, and for the purposes of ■ SYSC 12 (Group risk systems and controls requirement) and GENPRU any national authority of the UK which is empowered by law or regulation to supervise <i>regulated entities</i>, whether on an individual or group-wide basis.</p> <p>(4) the authority designated in accordance with regulation 3 of the <i>MiFI Regulations</i>, or by regulation 17 of the <i>DRS Regulations</i>.</p> <p>[Note: article 2(18) of <i>MiFIR</i>]</p> <p>(5) (in <i>REC</i>) in relation to an <i>investment firm</i> or <i>credit institution</i>, means the competent authority in relation to that firm or institution for the purposes of the UK provisions which implemented <i>MiFID</i>.</p> <p>(6) [deleted]</p> <p>(7) [deleted]</p> <p>(8) [deleted](for an <i>AIF</i>) the national authorities of an <i>EEA State</i> which are empowered by law or regulation to supervise <i>AIFs</i>.</p> <p>(9) [deleted]</p> <p>(10) [deleted]</p> <p>(11)in relation to an <i>EU State</i> the authority designated by that <i>EU State</i> in accordance with article 40 of the <i>EU benchmarks regulation</i>; and in relation to a <i>third country</i> which is not an <i>EU State</i>, the supervisory authority which exercises functions equivalent to those exercised by competent authorities in <i>EU States</i> under the <i>EU benchmarks regulation</i>.</p> <p>(12)(in <i>COLL</i>) an authority exercising functions corresponding to the functions referred to in Part VI of the <i>Act</i> under the laws of an <i>EEA State</i>.</p>
competent employees rule	<p>(a) for an <i>insurer</i>, a <i>managing agent</i> and the <i>Society</i>, ■ SYSC 3.1.6R;</p> <p>(b) for a <i>common platform firm</i>, article 21(1)(d) of the <i>MiFID Org Regulation</i> that applies in accordance with ■ SYSC 1 Annex 1 2.8R and ■ SYSC 1 Annex 1 2.8AR;</p> <p>(ba)for a <i>MiFID optional exemption firm</i> and a <i>third country firm</i>, article 21(1)(d) of the <i>MiFID Org Regulation</i> that applies in accordance with ■ SYSC 1 Annex 1 2.8R, ■ SYSC 1 Annex 1 2.8AR and ■ SYSC 1 Annex 1 3.2CR; and</p> <p>(c)for every other <i>firm</i>, ■ SYSC 5.1.1R (where it applies).</p>
complaint	<p>(1) [deleted]</p> <p>(2) (in <i>DISP</i>, except ■ DISP 1.1 and (in relation to <i>collective portfolio management</i>) in the <i>consumer awareness rules</i>, the <i>complaints handling rules</i> and the <i>complaints record rule</i>, and in ■ CREDS 9 and in ■ SUP 12) any oral or written expression of dissatisfaction, whether justified or not, from, or on behalf of, a <i>person</i> about the provision of, or failure to provide, a financial service, <i>claims management service</i> or a <i>redress determination</i>, which:</p> <p>(a) alleges that the complainant has suffered (or may suffer) financial loss, material distress or material inconvenience; and</p> <p>(b) relates to an activity of that <i>respondent</i>, or of any other <i>respondent</i> with whom that <i>respondent</i> has some connection in marketing or providing financial services or products or <i>claims</i></p>

	<p><i>management services</i>, which comes under the jurisdiction of the <i>Financial Ombudsman Service</i>.</p> <p>(3) (in <i>PRIN</i>, ■ DISP 1.1 and (in relation to <i>collective portfolio management</i>) in the <i>consumer awareness rules</i>, the <i>complaints handling rules</i> and the <i>complaints record rule</i>) any oral or written expression of dissatisfaction, whether justified or not, from, or on behalf of, a <i>person</i> about the provision of, or failure to provide, a financial service, <i>claims management service</i> or a <i>redress determination</i>, which alleges that the complainant has suffered (or may suffer) financial loss, material distress or material inconvenience.</p> <p>(4) (in <i>DISP</i>) reference to a <i>complaint</i> includes:</p> <p>(a) under all jurisdictions, part of a <i>complaint</i>; and</p> <p>(b) under the <i>Compulsory Jurisdiction</i>, all or part of a <i>relevant complaint</i>, a <i>relevant claims management complaint</i> or a <i>relevant credit-related complaint</i>.</p>
<i>complaints data publication rules</i>	■ DISP 1.10A.
<i>complaints handling rules</i>	■ DISP 1.3.
<i>complaints record rule</i>	■ DISP 1.9.
<i>complaints investigator</i>	<p>(1) (in relation to a <i>UK RIE</i>) the independent <i>person</i> appointed under arrangements referred to in paragraph 9(3) of the Schedule to the <i>Recognition Requirements Regulations</i> to investigate a complaint and to report on the result of his investigation to that <i>RIE</i> and to the complainant.</p> <p>(2) (in relation to a <i>UK RCH</i>) the independent <i>person</i> appointed under arrangements referred to in paragraph 23(3) of the Schedule to the <i>Recognition Requirements Regulations</i> to investigate a complaint and to report on the result of his investigation to that <i>RCH</i> and to the complainant.</p> <p>(3) (in relation to a <i>RAP</i>) the independent <i>person</i> appointed under arrangements referred to in regulations 22 and 23 of the <i>RAP regulations</i> to investigate a complaint and to report on the result of his investigation to that <i>RAP</i> and to the complainant.</p> <p>(4)(in relation to a <i>CTP</i>) the independent <i>person</i> appointed under arrangements referred to in ■ MAR 9.2D.1R(2) to investigate a complaint and to report on the result of their investigation to that <i>CTP</i> and to the complainant.</p>
<i>complaints reporting directions</i>	The directions in ■ DISP 1.10B.
<i>complaints reporting rules</i>	■ DISP 1.10.

<i>complaints resolution rules</i>	■ DISP 1.4.
<i>complaints time barring rule</i>	■ DISP 1.8.
<i>complaints time limits rules</i>	■ DISP 1.6.
<i>compliance oversight function</i>	<i>FCA controlled function</i> SMF16 in the table of <i>FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6.1R.
<i>compliance requirements for SMCR firms</i>	<p>any of the following requirements:</p> <p>(a) ■ SYSC 3.2.8R (The compliance function);</p> <p>(b) ■ SYSC 6.1 (Compliance);</p> <p>(c) article 22 of the <i>MiFID Org Regulation</i> (Compliance);</p> <p>(d) article 22 of the <i>MiFID Org Regulation</i> (as applied in accordance with ■ SYSC 1 Annex 1 2.8AR, ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R); or</p> <p>(e) article 61 of the <i>AIFMD level 2 regulation</i> (Permanent compliance function).</p>
<i>composite firm</i>	a <i>firm</i> that carries on both <i>long-term insurance business</i> and <i>general insurance business</i> .
<i>composite insurer</i>	(in relation to <i>firm type</i> in ■ SUP 16.10 (Confirmation of <i>firm details</i>)) an <i>insurer</i> with permission to effect or carry out both <i>long-term insurance contracts</i> and <i>general insurance</i> .
<i>Compulsory Jurisdiction</i>	the jurisdiction of the <i>Financial Ombudsman Service</i> to which <i>firms</i> , <i>payment service providers</i> , <i>electronic money issuers</i> , <i>designated credit reference agencies</i> (as a result of the <i>Small and Medium Sized Business (Credit Information) Regulations</i>) and <i>designated finance platforms</i> (as a result of the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i>) (and certain other persons as a result of the <i>Ombudsman Transitional Order</i> or section 226(2)(b) and (c) of the Act) are compulsorily subject.
CONC	the Consumer Credit sourcebook.
COND	the part of the <i>Handbook</i> in High Level Standards which has the title Threshold Conditions.
<i>conditional permitted illiquid assets</i>	in relation to <i>conditional permitted links</i> , and in respect of a <i>firm's</i> business with <i>linked policyholders</i> , any <i>permitted link</i> or <i>conditional permitted link</i> (other than a <i>conditional permitted long-term asset fund</i>) that has a similar liquidity profile to that of a <i>conditional permitted long-term asset fund</i> .

<i>conditional permitted immovables</i>	<p>in relation to <i>conditional permitted links</i>, any <i>permitted immovable</i> which is:</p> <p>(a) not <i>permitted land and property</i>; and</p> <p>(b) either:</p> <p>(i) owned directly by the <i>firm</i>; or</p> <p>(ii) held in a structure, or a series of structures, that do not pose a materially greater risk to <i>linked policyholders</i> than a direct holding.</p>
<i>conditional permitted links</i>	<p>where the conditions in ■ COBS 21.3.16R are met, the property in ■ COBS 21.3.15R that an <i>insurer</i> may use, whether by linking to it directly or via <i>permitted units</i>, for the purposes of determining <i>property-linked benefits</i> or <i>index-linked benefits</i> under <i>linked long-term contracts of insurance</i>.</p>
<i>conditional permitted loan</i>	<p>in relation to <i>conditional permitted links</i>, a loan with any person, provided that the loan:</p> <p>(a) is documented in a written agreement setting out the rate of interest and the amount of, and due dates for, repayments; and</p> <p>(b) is fully secured by a mortgage or charge on <i>conditional permitted immovables</i> that, if made to someone other than a body corporate, is not used wholly or mainly for domestic purposes.</p>
<i>conditional permitted long-term asset fund</i>	<p>in relation to <i>conditional permitted links</i>, and in respect of a <i>firm's</i> business with <i>linked policyholders</i>, a <i>long-term asset fund</i>.</p>
<i>conditional permitted scheme interests</i>	<p>in relation to <i>conditional permitted links</i>, and in respect of a <i>firm's</i> business with <i>linked policyholders</i>, a <i>qualified investor scheme</i> or its <i>EEA</i> equivalent, or any unregulated collective investment scheme that:</p> <p>(a) is not a <i>permitted scheme interest</i>;</p> <p>(b) invests in <i>conditional permitted links</i>, either exclusively or in combination with <i>permitted links</i>; and</p> <p>(c) publishes its prices regularly.</p>
<i>conditional permitted unlisted securities</i>	<p>in relation to <i>conditional permitted links</i>, any investment (including a share, debt security, Treasury Bill, Tax Reserve Certificate or Certificate of Tax Deposit) that is not a <i>permitted unlisted security</i> or <i>listed security</i>, but provided always that the <i>insurer</i> is able to demonstrate, on a continuing basis, that the investment is realisable in a timeframe necessary to meet the liquidity requirements of the <i>linked fund</i> in which it is held.</p>
<i>conditional sale agreement</i>	<p>(1) (except as specified in this definition) in accordance with article 60L of the <i>Regulated Activities Order</i>, an agreement for the sale of <i>goods</i> or <i>land</i> under which the purchase price or part of it is payable by instalments, and the property in the <i>goods</i> or <i>land</i> is to remain with the seller (notwithstanding that the buyer is to be in possession of the <i>goods</i> or <i>land</i>) until such conditions as to the payment of instalments or otherwise as may be specified in the agreement are fulfilled.</p> <p>(2) (in <i>CREDs</i>) has the meaning given in section 31(1) of the Credit Unions Act 1979.</p>

<i>conduct risk oversight (Lloyd's) function</i>	<i>FCA controlled function</i> SMF23b in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6.4R.
<i>conduct rules staff</i>	<p>(1) any persons who are subject to COCON, as set out in ■ COCON 1 (Application); and</p> <p>(2) a person is a "member" of the <i>conduct rules staff</i> of a firm in the circumstances described in ■ COCON 1.1.7AR(2) (To what conduct does it apply?).</p>
<i>confirming statement</i>	has the same meaning as in article 9(1)(b)(i) of the Financial Services and Markets Act 2000 (Ring-fenced Bodies and Core Activities) Order 2014 (2014 No. 1960) http://www.legislation.gov.uk/uksi/2014/1960/made .
<i>conflicts of interest policy</i>	<p>(1) (except in ■ MAR 8) the policy established and maintained in accordance with ■ SYSC 10.1.10 R; and (2) (in ■ MAR 8) the policy established and maintained in accordance with ■ MAR 8.2.8 G which:</p> <p>(a) identifies circumstances that constitute, or may give rise to, a conflict of interest arising from <i>benchmark submissions</i> and the process of gathering information in order to make <i>benchmark submissions</i>; and</p> <p>(b) sets out the process to manage such conflicts.</p>
<i>conglomerate capital resources</i>	(in relation to a <i>financial conglomerate</i> with respect to which ■ GENPRU 3.1.29 R (Application of method 1 or 2) applies) capital resources as defined in whichever of paragraphs 1.1 or 2.1 of ■ GENPRU 3 Annex 1 (Capital adequacy calculations for financial conglomerates) applies with respect to that <i>financial conglomerate</i> .
<i>conglomerate capital resources requirement</i>	(in relation to a <i>financial conglomerate</i> with respect to which ■ GENPRU 3.1.29 R (Application of method 1 or 2) applies) the capital resources requirement defined in whichever of paragraphs 1.3 or 2.4 of ■ GENPRU 3 Annex 1 (Capital adequacy calculations for financial conglomerates) applies with respect to that <i>financial conglomerate</i> .
<i>connected contract</i>	<p>a <i>non-investment insurance contract</i> which:</p> <p>(a) is not a contract of long-term insurance (as defined by article 3 of the <i>Regulated Activities Order</i>);</p> <p>(b) [deleted]</p> <p>(c) has a <i>premium</i> of -</p> <p>(i) 600 euro or less (calculated on a pro rata annual basis), or</p>

connected
person

- (ii) where the *contract of insurance* is complementary to a service being provided by the provider and the duration of that service is equal to or less than three *months*, 200 euro or less;
- or equivalent amounts of sterling or another currency;
- (d) covers the risk of:
 - (i) breakdown, loss of, or damage to, non-motor goods supplied by the provider; or
 - (ia) the non-use of services supplied by the provider; or
 - (ii) damage to, or loss of, baggage and other risks linked to the travel booked with the provider ("travel risks") in circumstances where:
 - (A) the travel booked with the provider relates to attendance at an event organised or managed by that provider and the party seeking insurance is not an individual (acting in their private capacity) or a small business; or
 - (B) the travel booked with the provider is only the hire of an aircraft, vehicle or vessel which does not provide sleeping accommodation;
- (e) does not cover any liability risks (except, in the case of a contract which covers travel risks, where the cover is ancillary to the main cover provided by the contract); and
- (f) is complementary to the non-motor goods being supplied or service being provided by the provider.
- (g) [deleted]
- (h) the transfer of possession of an aircraft, vehicle or vessel under an agreement for hire which is not:
 - (i) a *hire-purchase agreement*; or
 - (ii) any other agreement which contemplates that the property in those goods will also pass at some time in the future;
 is the provision of a service related to travel, not a supply of goods;
- (i) "small business" means a sole trader, *body corporate*, *partnership* or an unincorporated association which had a turnover in the last financial year of less than £1,000,000 (but where the small business is a member of a group within the meaning of section 262(1) of the Companies Act 1985 (and after the repeal of that section, within the meaning of section 474(1) of the Companies Act 2006), reference to its turnover means the combined turnover of the group);
- (j) "turnover" means the amounts derived from the provision of goods and services falling within the business's ordinary activities, after deduction of trade discounts, value added tax and any other taxes based on the amounts so derived.
- (1) (in relation to the FCA or PRA's consideration of an application for, or of whether to vary or cancel, a *Part 4A permission*) (in accordance with section 55R of the Act (Persons connected with an applicant)) any *person*

appearing to the regulator concerned to be, or likely to be, in a relationship with the applicant or *person* given *permission*, which is relevant.

(2) (in relation to the *FCA* or *PRA*'s power to gather information under section 165 of the *Act* (Regulators' power to require information)) (in accordance with section 165(11) of the *Act*) a *person* who has, or has at any relevant time had, the following relationship with another person ("A"):

- (a) he is a member of A's *group*;
- (b) he is a *controller* of A;
- (c) he is a member of a *partnership* of which A is a member;
- (d) he is or has been an employee of A;
- (e) if A is a *body corporate*, he is or has been an *officer*, or *manager* or agent of A or of a *parent undertaking* of A;
- (f) if A is a *partnership*, he is or has been a member, *manager* or agent of A;
- (g) if A is an unincorporated association of *persons* which is neither a *partnership* nor an unincorporated *friendly society*, he is or has been an *officer*, *manager*, or agent of A;
- (h) if A is a *friendly society*, he is or has been an officer or manager of A ("officer" and "manager" having the same meaning as in section 119(1) of the Friendly Societies Act 1992);
- (i) if A is a *building society*, he is or has been an officer of A ("officer" having the same meaning as in section 119(1) of the Building Societies Act 1986);
- (j) if A is an individual, he is or has been an agent of A.

(3) (in relation to the *FCA* or *PRA*'s powers of investigation under sections 171 and 172 of the *Act* (Powers of persons appointed under section 167; Additional power of persons appointed as a result of section 168(1) or (4))) (in accordance with section 171(4) of the *Act*) a *person* who has, or has at any relevant time had, the following relationship with a *person* under investigation ("P"):

- (a) he has the relationship specified in any of paragraphs (2) (a), (b) or (d) to (j) to P (where references in those paragraphs to A are taken to be references to P);
- (b) it is a *partnership* of which P is a member;
- (c) he is the partner, *manager*, employee, agent, *appointed representative*, or, where applicable, *tied agent*, banker, auditor, actuary or solicitor of:
 - (i) P; or
 - (ii) a *parent undertaking* of P; or
 - (iii) a *subsidiary undertaking* of P; or

	<p>(iv) a <i>subsidiary undertaking</i> of a <i>parent undertaking</i> of P; or</p> <p>(v) a <i>parent undertaking</i> of a <i>subsidiary undertaking</i> of P.</p> <p>(4) to follow</p> <p>(5) (in <i>DTR</i> and <i>UKLR</i> in relation to a <i>person discharging managerial responsibilities</i> within an <i>issuer</i>) has the meaning given to “person closely associated” in article 3(1)(26) of the <i>Market Abuse Regulation</i>.</p> <p>(a) [deleted]</p> <p>(b) [deleted]</p> <p>(c) [deleted]</p> <p>(6)(in ■ CONRED 3):</p> <p>(a) a member of the same <i>group</i> as the <i>firm</i>;</p> <p>(b) a <i>controller</i>, shareholder or member of the <i>firm</i>;</p> <p>(c) a <i>director</i>, other <i>officer</i> or <i>employee</i> of the <i>firm</i>, or of any member of the same <i>group</i> as the <i>firm</i>;</p> <p>(d) a <i>close relative</i> of a <i>person</i> falling within sub-paragraph (b) or (c);</p> <p>(e) an agent acting on behalf of a <i>person</i> falling within paragraphs (a) to (d); or</p> <p>(f) any other <i>person</i> ('A') in relation to whom the following conditions are met:</p> <p>(i) the <i>firm</i> (or another <i>person</i> falling within sub-paragraphs (a) to (e)) has provided, has agreed to provide or is proposing to provide, a financial benefit to A; and</p> <p>(ii) A either:</p> <p>(1) is a <i>person</i> who has been directly involved in, or has been responsible for, BSPS advice which has been provided by (or is treated as having been provided by) the <i>firm</i> for the purposes of ■ CONRED 3; or</p> <p>(2) is controlled by a <i>person</i> who falls within (1).</p>
<i>connected travel insurance contract</i>	a <i>non-investment insurance contract</i> which covers the risk of damage to, or loss of, baggage and other risks linked to the travel booked with the provider but does not otherwise meet the conditions in paragraph (d)(ii) of the definition of <i>connected contract</i> .
<i>connected travel insurance intermediary</i>	an <i>insurance intermediary</i> whose <i>permission</i> includes a <i>requirement</i> that it must not conduct any <i>regulated activity</i> other than <i>insurance mediation activity</i> in relation to a <i>connected travel insurance contract</i> .
<i>CON own funds requirement</i>	the own funds requirement calculated in accordance with ■ MIFIDPRU 5.7.2R which relates to a concentrated exposure to a <i>client</i> or <i>group of connected clients</i> .
<i>concentration risk</i>	the risks arising from the strength or extent of a <i>firm's</i> relationships with, or direct exposure to, a single <i>client</i> or <i>group of connected clients</i> .

<i>concentration risk soft limit</i>	the limit specified in ■ MIFIDPRU 5.5.1R on the <i>exposure value</i> a <i>firm</i> has to a <i>client</i> or a <i>group of connected clients</i> , above which a <i>firm</i> is required to calculate the <i>K-CON requirement</i> .
<i>connected undertaking</i>	has the meaning in ■ MIFIDPRU 2.4.6R.
<i>constraining benchmark</i>	as defined in ■ COLL 4.2.5R(3)(c-b)(ii).
<i>contextual information</i>	(in relation to <i>pensions dashboard view data</i>) information to enable a <i>relevant pension scheme member</i> to better understand the <i>value data</i> by putting the value data in context, including the information specified in ■ COBS 19.11.33R.
<i>contingent convertible instrument</i>	<p>a <i>financial instrument</i> which meets the requirements for either:</p> <p>(a) Additional Tier 1 instruments under article 52; or</p> <p>(b) Tier 2 instruments under article 63, provided:</p> <p>(i) the provisions governing the instrument require that, upon the occurrence of a trigger event, the principal amount of the instrument be written down on a permanent or temporary basis or the instrument be converted to one or more common equity Tier 1 instruments; and</p> <p>(ii) the trigger mechanism in (i) is different from, or additional to, any discretionary mechanism for converting or writing down the principal amount of the instrument which is activated following a determination by the relevant authority that the issuer of the <i>financial instrument</i> (or its <i>group</i>, or any member of its <i>group</i>) is no longer viable, or will no longer be viable unless the relevant instrument is converted or written down;</p> <p>in each case of the <i>UK CRR</i>, or (where applicable) its provisions as applied and amended by ■ MIFIDPRU 3.</p>
<i>contribution of input data</i>	the contribution of input data as defined in article 3.1(8) of the <i>benchmarks regulation</i> . [Note: <i>contributing input data</i> is not a <i>regulated activity</i> .]
<i>control functions</i>	<p>(1)[deleted]</p> <p>(2)(in ■ SYSC 19G) a function (including, but not limited to, a risk management function, compliance function and internal audit function) that is independent from the <i>business units</i> it controls and that is responsible for providing an objective assessment of the <i>firm's</i> risks, and for reviewing and reporting on those risks.</p>
<i>Consolidated Admissions and Reporting Directive</i>	Directive of the European Parliament and of the Council on the admission of securities to official stock exchange listing and on information to be published on those securities (No 2001/34/EC).
<i>consolidated basis</i>	means on the basis of the <i>consolidated situation</i> .

<i>Consolidated Motor Insurance Directive</i>	the European Parliament and Council Directive of 16 September 2009 relating to insurance against civil liability in respect of the use of motor vehicles, and the enforcement of the obligation to insure against such liability (No 2009/103/EC). This Directive codifies Council Directives 72/166/EEC, 84/5/EEC, 90/232/EEC, 2000/26/EC and 2005/14/EC.
<i>consolidated situation</i>	<p>(1)(in relation to a group to which the <i>UK CRR</i> applies) has the meaning in article 4(1)(47) of the <i>UK CRR</i>.</p> <p>(2)(other than in (1)) the situation that results from applying the requirements in ■ MIFIDPRU 3, ■ MIFIDPRU 4, ■ MIFIDPRU 5, ■ MIFIDPRU 6 and ■ MIFIDPRU 9 in accordance with ■ MIFIDPRU 2.5 to a <i>UK parent entity</i> as if that <i>undertaking</i>, together with all the <i>investment firms</i>, <i>financial institutions</i>, <i>ancillary services undertakings</i> and <i>tied agents</i> in the <i>investment firm group</i> that are its <i>subsidiaries</i> or <i>connected undertakings</i> or <i>connected undertakings</i> of its <i>subsidiaries</i>, formed a single <i>MIFIDPRU investment firm</i>. For the purpose of this definition, the terms <i>investment firm</i>, <i>financial institution</i>, <i>ancillary services undertaking</i> and <i>tied agent</i> also apply to <i>undertakings</i> established in other countries that, if established in the <i>UK</i>, would satisfy the definitions of those terms.</p>
<i>consolidated tape for bonds</i>	a consolidated tape for bonds excluding exchange traded commodities and exchange traded notes.
<i>consolidated tape provider</i>	<p>a <i>person</i> permitted under the <i>DRS Regulations</i> to provide the service of:</p> <p>(a)collecting trade reports for <i>financial instruments</i> made in accordance with articles 6, 7, 10, 12, 13, 20 and 21 of <i>MiFIR</i> from <i>regulated markets</i>, <i>UK MTFs</i>, <i>UK OTFs</i> and <i>APAs</i>; and</p> <p>(b)consolidating them into a continuous electronic live data stream providing price and volume data per <i>financial instrument</i>.</p>
<i>consolidation Article 12(1) relationship</i>	<p>a relationship between an <i>undertaking</i> ("U1") and one or more other <i>undertakings</i> ("U2") which satisfies the following conditions.</p> <p>(a)U1 and U2 are not connected in the manner described in section 1162; and</p> <p>(b)either:</p> <p>(i)U1 and U2 are managed on a unified basis pursuant to a contract with U1, or provisions in the U2's memorandum or articles of association; or</p> <p>(ii) the administrative, management or supervisory bodies of U2 consist, for the major part, of the same <i>persons</i> in office as U1 during the financial year of U1 for which it is being decided whether such a relationship exists.</p>
<i>consolidation group</i>	<p>(1) the following:</p> <p>(a) a <i>conventional group</i>; or</p> <p>(b) <i>undertakings</i> linked by a <i>consolidation Article 12(1) relationship</i>.</p> <p>If a <i>parent undertaking</i> or <i>subsidiary undertaking</i> in a <i>conventional group</i> (the first person) has a <i>consolidation Article</i></p>

	<p>12(1) <i>relationship</i> with another <i>person</i> (the second person), the second person (and any <i>subsidiary undertaking</i> of the second person) is also a member of the same <i>consolidation group</i>.</p> <p>(2) [deleted]</p>
constable	a police officer in the <i>United Kingdom</i> or a <i>person</i> commissioned by the Commissioners for HM Revenue and Customs.
constitution	(in <i>UKLR</i>) memorandum and articles of association or equivalent constitutional document.
consultancy charge	any charge payable by or on behalf of an employee to a <i>firm</i> or other intermediary (whether or not that intermediary is an <i>employee benefit consultant</i>) in respect of advice given, or services provided, by the <i>firm</i> or intermediary to the employer or employee in connection with a <i>group personal pension scheme</i> or <i>group stakeholder pension scheme</i> , where those charges have been agreed between the <i>firm</i> or intermediary and the employer in accordance with the <i>rules</i> on consultancy charging and remuneration (■ COBS 6.1C).
consumer	<p>(1) (except as specified in this definition) any natural person acting for purposes outside his trade, business or profession. [Note: article 2 of the <i>Distance Marketing Directive</i>, article 2 of the Unfair Terms in Consumer Contracts Directive (93/13/EEC), article 2 of the <i>E-Commerce Directive</i>, article 4 (20) of the <i>Payment Services Directive</i>, article 3 of the <i>Consumer Credit Directive</i> and article 4(1) of the <i>MCD</i>]</p> <p>(2) (as further defined in section 1G of the Act) (in relation to the discharge of the FCA's general functions (sections 1B to 1E of the Act), the application of the regulatory principles by the regulators in section 3B of the Act and references by scheme operators or regulated persons (section 234D of the Act)) a <i>person</i>:</p> <p>(a) who uses, has used, or may use:</p> <p>(i) regulated financial services; or</p> <p>(ii) services that are provided by other than <i>authorised persons</i> but are provided in carrying on <i>regulated activities</i>; or</p> <p>(b) who has relevant rights or interests in relation to any of those services; or</p> <p>(c) who has invested, or may invest, in financial instruments; or</p> <p>(ca) who has relevant rights or interests in relation to financial instruments; or</p> <p>(d) (in relation to the FCA's power to make general <i>rules</i> (section 137A of the Act (The FCA's general rules)) a <i>person</i> within the extended definition of consumer in article 7 of the Financial Services Act 2012 (Transitional Provisions) (Miscellaneous Provisions) Order 2013 (SI 442/2013 Definition of "consumer");</p> <p>(e) [deleted]</p> <p>(f) in respect of whom a <i>person</i> carries on the <i>regulated activity</i> of <i>seeking out, referrals and identification of claims or potential claims</i> whether that activity, as carried on by that <i>person</i>, is a <i>regulated activity</i>, or is, by reason of an exclusion provided for</p>

under the *Regulated Activities Order* or the *Act*, not a *regulated activity*;

(2A) (as further defined in section 425A of the *Act*) (in relation to the issue of statements or codes under section 64 of the *Act*) and general exemptions to consultation by the *FCA* (section 138L of the *Act*) in the publication of notices (section 391 of the *Act*) a *person*:

(a) who uses, has used, may have used, or has relevant rights or interests in relation to any services provided by:

(i) *authorised persons* in carrying on regulated activities;

(ii) *authorised persons* who are investment *firms*, or credit institutions, in providing relevant ancillary services;

(iii) *persons* acting as appointed representatives; or

(b) in respect of whom a *person* carries on the *regulated activity* of *seeking out, referrals and identification of claims or potential claims* whether that activity, as carried on by that *person*, is a *regulated activity*, or is, by reason of an exclusion provided for under the *Regulated Activities Order* or the *Act*, not a *regulated activity*.

for the purposes of this definition:

(A) if a *person* is providing a service within (2)(a) or (2A) as a trustee, the *persons* who are, have been or may be beneficiaries of the trust are to be treated as *persons* who use, have used or may use the service;

(AA) a *person* has a "relevant right or interest" in relation to any services within (2)(a) or (2A) if that *person* has a right or interest:

(i) which is derived from, or is otherwise attributable to, the use of the services by others; or

(ii) which may be adversely affected by the use of the services by persons acting on that *person's* behalf or in a fiduciary capacity in relation to that *person*;

(B) a *person* who deals with another person ("A") in the course of A providing a service within (2)(a) or (2A) is to be treated as using the service;

(C) a *person* has a "relevant right or interest" in relation to any financial instrument within (2)(ca) if that *person* has a right or interest:

(i) which is derived from, or is otherwise attributable to, investment in the instrument by others; or

(ii) which may be adversely affected by the investment in the instrument by persons acting on that *person's* behalf or in a fiduciary capacity in relation to that *person*;

(D) (for the purposes of (2A)(b)):

(a) "credit institution" means:

(i) a credit institution authorised under the *UK* provisions

	<p>which implemented the <i>CRD</i>; or</p> <p>(ii) an institution which would satisfy the requirements for authorisation as a credit institution under that directive if it had its registered office (or if it does not have one, its head office) in the <i>UK</i>;</p> <p>(b) "relevant ancillary service" means any service of a kind mentioned in Section B of Annex I to <i>MiFID</i> the provision of which does not involve the carrying on of a <i>regulated activity</i>.</p> <p>(3) [deleted]</p> <p>(4) (as further defined in section 425A and 425B of the Act) (in relation to the establishment and maintenance of the Consumer Panel (section 1Q of the Act (The Consumer Panel))) (as defined in section 1Q of the Act), complaints by consumer bodies (section 234C of the Act):</p> <p>(a) a <i>person</i> within (2A), other than an <i>authorised person</i>; and</p> <p>(b) (in relation to <i>regulated activities</i> carried on otherwise than by <i>authorised persons</i>) a <i>person</i>, other than an <i>authorised person</i>, who would have been a "consumer" within (2A) if the activities were carried on by an <i>authorised person</i>.</p> <p>(5) [deleted]</p> <p>(5A) (as further defined in sections 425A and 425B of the Act) until 31 March 2014, with respect to the publication of information in relation to activities carried on by <i>Northern Ireland credit unions</i> (section 391 of the Act and article 5 of the Financial Services and Markets Act 2000 (Permissions, Transitional Provisions and Consequential Amendments) (Northern Ireland Credit Unions) Order 2011 (SI 2832/2011) a <i>person</i> within (4)(b).</p> <p>(6) [deleted]</p> <p>(7) (in the definitions of <i>domestic dispute</i>, <i>sales contract</i> and <i>service contract</i>, and in ■ DISP 1.1.10-BR, ■ DISP 1.1A.42R, ■ DISP 2.7.3 R and ■ DISP 2.7.9A R) has the meaning in regulation 3 of the <i>ADR Regulations</i>, which is an individual acting for purposes which are wholly or mainly outside that individual's trade, business, craft, or profession.[Note: article 4(1) of the <i>ADR Directive</i>]</p> <p>(8)(in relation to the <i>CRA</i>) an individual acting for purposes wholly or mainly outside that individual's trade, business, craft or profession.</p> <p>(9) (in relation to the <i>Payment Accounts Regulations</i>) any natural person who is acting for purposes which are outside that person's trade, business, craft or profession.</p>
consumer awareness rules	■ DISP 1.2
Consumer Credit Directive	Directive 2008/48/EC of the European Parliament and of the Council of 23 April 2008 on credit agreements for consumers and repealing Council Directive 87/102/EEC.

<i>Consumer Credit Jurisdiction</i>	the jurisdiction of the <i>Financial Ombudsman Service</i> which resulted from section 226A (repealed) of the Act.
<i>consumer credit lending</i>	in accordance with article 60B of the <i>Regulated Activities Order</i> , entering into a <i>regulated credit agreement as lender</i> or exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement.
<i>consumer-facing disclosure</i>	a disclosure produced under ■ ESG 5.2 in respect of a <i>sustainability product</i> .
<i>consumer hire agreement</i>	in accordance with article 60N of the <i>Regulated Activities Order</i> , an agreement between a <i>person</i> ("the owner") and an <i>individual</i> ("the hirer") for the bailment or, in Scotland, the hiring of <i>goods</i> to the hirer which: <ul style="list-style-type: none"> (a) is not a <i>hire-purchase agreement</i>; and (b) is capable of subsisting for more than three months.
<i>Consumer Panel</i>	the panel of <i>persons</i> which section 1Q of the Act (The Consumer Panel) requires the FCA to establish and maintain, as part of its arrangements for consultation under section 1M, to represent the interests of <i>consumers</i> .
<i>consumer hiring</i>	in accordance with article 60N of the <i>Regulated Activities Order</i> , entering into a <i>regulated consumer hire agreement as owner</i> or exercising, or having the right to exercise, the <i>owner's</i> rights and duties under a <i>regulated consumer hire agreement</i> .
<i>consumer redress scheme</i>	a scheme imposed: <ul style="list-style-type: none"> (a) by <i>rules on authorised persons, payment service providers or electronic money issuers</i> under section 404 (Consumer redress schemes) of the Act; or (b) on a particular <i>firm</i> by a <i>requirement</i> imposed on its <i>permission</i>, or on a particular <i>payment service provider</i> or <i>electronic money issuer</i> by a <i>requirement</i> imposed on its <i>authorisation</i>, as envisaged by section 404F(7) of the Act but only to the extent that section 404B of the Act is engaged by the scheme.
<i>contingency fund</i>	(in relation to an <i>operator of an electronic system in relation to lending</i>) a fund, trust, <i>body corporate</i> , segregated account or any other arrangement used for the purpose of making payments to a lender when a borrower does not meet its obligations under a <i>P2P agreement</i> .
<i>contingency fund policy</i>	the policy required by ■ COBS 18.12.35R.
<i>contingent liability investment</i>	a <i>derivative</i> under the terms of which the <i>client</i> will or may be liable to make further payments (other than <i>charges</i> , and whether or not secured by <i>margin</i>) when the transaction falls to be completed or upon the earlier <i>closing out</i> of their position.
<i>continuous payment authority</i>	consent given by a <i>customer</i> for a <i>firm</i> to make one or more requests to a <i>payment service provider</i> for one or more payments from the <i>customer's</i> payment account, but excluding: <ul style="list-style-type: none"> (a) a direct debit to which the Direct Debit guarantee applies; and

contract for differences

(b) separate consent given by a *customer* to a *firm*, following the making of the *credit agreement*, for the *firm* to make a single request to a *payment service provider* for one payment of a specified amount from the *customer's* payment account on the same day as the consent is given or on a specified day.

(1) the *investment*, specified in article 85 of the *Regulated Activities Order* (Contracts for differences etc), which is in summary rights under:

(a) a contract for differences; or

(b) any other contract the purpose or pretended purpose of which is to secure a profit or avoid a loss by reference to fluctuations in:

(i) the value or price of property of any description; or

(ii) an index or other factor designated for that purpose in the contract; or

(c) a derivative instrument for the transfer of credit risk to which article 85(3) of the *Regulated Activities Order* applies. [Note: paragraph 8 of Section C of Annex 1 to *MiFID*]

(2) (in *COLL*) in addition and to the extent it does not fall within (1), an *investment* which would have been within the definition of "contract for differences" in the *FCA Handbook* immediately before *IP completion day*.

contract of insurance

(1) (in relation to a *specified investment*) the *investment*, specified in article 75 of the *Regulated Activities Order* (Contracts of insurance), which is rights under a contract of insurance in (2).

(2) (in relation to a contract) (in accordance with article 3(1) of the *Regulated Activities Order* (Interpretation)) any contract of insurance which is a *long-term insurance contract* or a *general insurance contract*, including:

(a) fidelity bonds, performance bonds, administration bonds, bail bonds, customs bonds or similar contracts of guarantee, where these are:

(i) effected or carried out by a *person* not carrying on a banking business;

(ii) not effected merely incidentally to some other business carried on by the *person* effecting them; and

(iii) effected in return for the payment of one or more premiums;

(b) *tontines*;

(c) *capital redemption* contracts or *pension fund management* contracts, where these are effected or carried out by a *person* who:

(i) does not carry on a banking business; and

(ii) otherwise carries on the *regulated activity* of *effecting* or *carrying out contracts of insurance*;

	<p>(d) contracts to pay annuities on human life;</p> <p>(e) contracts of a kind referred to in the <i>UK</i> provisions which implemented article 2(3)(b)(v) of the <i>Solvency II Directive</i> (Collective insurance etc); and</p> <p>(f) contracts relating to the length of human life that are regulated by or under any enactment relating to social security, in so far as they are effected or carried out at their own risk by undertakings with permission to effect or carry out contracts of long-term insurance as principals;</p> <p>but not including a <i>funeral plan contract</i>; in this definition, "annuities on human life" does not include superannuation allowances and annuities payable out of any fund applicable solely to the relief and maintenance of <i>persons</i> engaged, or who have been engaged, in any particular profession, trade or employment, or of the dependants of such <i>persons</i>.</p>
<i>contract of significance</i>	<p>(in <i>UKLR</i>) a contract which represents in amount or value (or annual amount or value) a sum equal to 1% or more, calculated on a <i>group</i> basis where relevant, of:</p> <p>(a) in the case of a capital transaction or a transaction of which the principal purpose or effect is the granting of credit, the aggregate of the <i>group's</i> share capital and reserves; or</p> <p>(b) in other cases, the total annual purchases, sales, payments or receipts, as the case may be, of the <i>group</i>.</p>
<i>contracts of large risks</i>	<p>(in <i>PRIN, ICOBS</i> and <i>PROD</i>) <i>contracts of insurance</i> covering risks within the following categories, in accordance with the <i>UK</i> provisions which implemented article 13(27) of the <i>Solvency II Directive</i>:</p> <p>(a) <i>railway rolling stock, aircraft, ships</i> (sea, lake, river and canal vessels), <i>goods in transit, aircraft liability</i> and <i>liability of ships</i> (sea, lake, river and canal vessels);</p> <p>(b) <i>credit</i> and <i>suretyship</i>, where the policyholder is engaged professionally in an industrial or commercial activity or in one of the liberal professions, and the risks relate to such activity;</p> <p>(c) <i>land vehicles</i> (other than <i>railway rolling stock</i>), <i>fire and natural forces</i>, other <i>damage to property, motor vehicle liability, general liability</i>, and <i>miscellaneous financial loss</i>, in so far as the <i>policyholder</i> exceeds the limits of at least two of the following three criteria:</p> <p>(i) balance sheet total: €6.2 million;</p> <p>(ii) net turnover: €12.8 million;</p> <p>(iii) average number of <i>employees</i> during the financial year: 250.</p> <p>[Note: article 13(27) of the <i>Solvency II Directive</i> and article 2(1)(16) of the <i>IDD</i>]</p>
<i>contractually based investment</i>	<p>(in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)):</p> <p>(a) a <i>life policy</i> (except a <i>long-term care insurance</i> contract which is not a qualifying <i>contract of insurance</i>);</p>

	<p>(b) an <i>option, future, contract for differences or funeral plan contract</i>;</p> <p>(c) <i>rights to or interests in an investment</i> falling within (a) or (b).</p>
<i>contractual scheme deed</i>	<p>(in COLL) the deed referred to in ■ COLL 3.2.3A R (The contractual scheme deed for ACSs), together with any deed expressed to be supplemental to it, made between the <i>authorised fund manager</i> and:</p> <p>(a) the <i>depository</i>, in the case of a <i>co-ownership scheme</i>; or</p> <p>(b) the <i>nominated partner</i>, in the case of a <i>limited partnership scheme</i>.</p>
<i>Contractual Scheme Regulations</i>	the Collective Investment in Transferable Securities (Contractual Scheme) Regulations 2013 (SI 2013/1388).
<i>contractual scheme rules</i>	<p><i>rules</i> in COLL made by the FCA under section 261I of the Act (Contractual scheme rules) in relation to:</p> <p>(a) the constitution, management and operation of ACSs;</p> <p>(b) the powers, duties, rights, and liabilities of the <i>authorised fund manager</i> and <i>depository</i> of any such scheme;</p> <p>(c) the rights and duties of the <i>participants</i> in any such scheme; and</p> <p>(d) the winding up of any such scheme.</p>
<i>contribution percentage charge</i>	a charge used by an <i>operator</i> of a <i>qualifying scheme</i> which is calculated as a percentage of contributions made by, or on behalf of, a member of that <i>qualifying scheme</i> over a defined period of time.
<i>control</i>	<p>(1) (except in (2), (2A) and (2B)) (in relation to the acquisition, increase or reduction of control of a <i>firm</i>) the relationship between a <i>person</i> and the <i>firm</i> or other <i>undertaking</i> of which the <i>person</i> is a controller.</p> <p>(2) (in ■ SYSC 3, ■ SYSC 8 and ■ SYSC 10):</p> <p>(a) the relationship between a parent undertaking and a subsidiary, in all cases referred to in articles 22(1) and (2) of the <i>Accounting Directive</i>; or</p> <p>(b) a similar relationship between any natural or legal person and an <i>undertaking</i>.</p> <p>[Note: article 4(1)(35)(b) of <i>MiFID</i>]</p> <p>(2A) (in relation to a <i>management company</i> carrying on <i>collective portfolio management</i> or an <i>AIFM</i>) control as defined in articles 1 and 2</p>

of the Seventh Council Directive 83/349/EEC (The Seventh Company Law Directive).

(2B)(in ■ MIFIDPRU 5) the relationship between a parent undertaking and a subsidiary undertaking, as defined in section 1162 of the Companies Act 2006, or the accounting standards to which an undertaking is subject under section 403(1) of the Companies Act 2006, or a similar relationship between a natural or legal *person* and an undertaking.

(3) (except in (2), (2A) and (2B)) (in accordance with section 182 of the Act) a *controller* ("A") (whether acting alone or in concert) increases control over a *firm* ("B") when:

(a) the percentage of *shares* A holds in B or a *parent undertaking* ("P") of B increases by any of the following steps:

- (i) from less than 20% to 20% or more;
- (ii) from less than 30% to 30% or more;
- (iii) from less than 50% to 50% or more;

(b) the percentage of *voting power* A holds in B or P increases by any of the steps mentioned above; or

(c) A becomes a *parent undertaking* of B.

(4) (except in (2), (2A) and (2B)) (in accordance with section 183 of the Act) a *controller* ("A") (whether alone or acting in concert) reduces control over a *firm* ("B") whenever:

(a) the percentage of *shares* which A holds in B or a *parent undertaking* ("P") of B decreases by any of the following steps:

- (i) from 50% or more to less than 50%;
- (ii) from 30% or more to less than 30%;
- (iii) from 20% or more to less than 20%;

(b) the percentage of *voting power* which A holds in B or P decreases by any of the steps mentioned above; or

(c) A ceases to be a *parent undertaking* of B.

(5) (except in (2), (2A) and (2B)) (in accordance with section 183 of the Act) a *controller* ("A") (whether acting alone or in concert) ceases to have control over a *firm* ("B") if A ceases to hold any of the following:

- (a) 10% or more of the *shares* in B or a *parent undertaking* ("P") of B;
- (b) 10% or more of the *voting power* in B or P;
- (c) *shares* or *voting power* in B or in P as a result of which A is able to exercise significant influence over the management of B.

(6) (for the purposes of the calculations in (3) to (5)) the holding of *shares* or *voting power* by a *person* ("A1") includes any *shares* or *voting power* held by another ("A2") if A1 and A2 are acting in concert.

controlled activity

(in accordance with section 21(9) of the Act (The classes of activity and investment)) any of the following activities specified in Part 1 of Schedule 1 to the Financial Promotions Order (Controlled Activities):

- (a) *accepting deposits* (paragraph 1)
- (b) *effecting contracts of insurance* (paragraph 2(1));
- (c) *carrying out contracts of insurance* (paragraph 2(2));
- (d) dealing in securities, qualifying cryptoassets and contractually based investments as principal or agent (paragraph 3(1));
- (e) arranging (bringing about) deals in investments (paragraph 4(1));
- (f) making arrangements with a view to transactions in investments (paragraph 4(2));
- (fa) operating a *multilateral trading facility* (paragraph 4A);
- (fab) credit broking (paragraph 4B);
- (fac) operating an electronic system in relation to lending (paragraph 4C);
- (g) managing investments (paragraph 5);
- (ga) debt adjusting (paragraph 5A);
- (gb) debt-counselling (paragraph 5B);
- (h) *safeguarding and administering investments* (paragraph 6);
- (i) advising on investments (except P2P agreements) (paragraph 7(1));
- (ia) *advising on P2P agreements* (paragraph 7(2));
- (j) *advising on syndicate participation at Lloyd's* (paragraph 8);
- (k) providing funeral plan contracts (paragraph 9);
- (l) providing qualifying credit (paragraph 10);
- (m) arranging qualifying credit etc. (paragraph 10A);
- (n) advising on qualifying credit etc. (paragraph 10B);
- (na) providing relevant consumer credit (paragraph 10BA);
- (nb) providing consumer hire (paragraph 10BB);
- (o) *entering into a home purchase plan* (paragraph 10C);
- (p) *making arrangements with a view to a home purchase plan* (paragraph 10D);
- (q) *advising on a home purchase plan* (paragraph 10E);
- (r) *entering into a home reversion plan* (paragraph 10F);
- (s) *making arrangements with a view to a home reversion plan* (paragraph 10G);
- (t) *advising on a home reversion plan* (paragraph 10H);
- (u) agreeing to carry on specified kinds of activity (paragraph 11) which are specified in paragraphs 3 to 10H (other than paragraph 4A) of Part 1 of Schedule 1 to the *Financial Promotion Order*.

<i>controlled agreement</i>	(as defined in section 30 of the Act (Enforceability of agreements resulting from unlawful communications)) an agreement the making or performance of which by either party constitutes a <i>controlled activity</i> .
<i>controlled claims management activity</i>	<p>(in accordance with Part 1A of the <i>Financial Promotion Order</i>) one of the following activities, if carried on in <i>Great Britain</i>:</p> <p>(a) seeking out <i>persons</i> who may have a <i>claim</i>, referring details of a <i>claim</i> or potential <i>claim</i> or a <i>claimant</i> or a potential <i>claimant</i> to another <i>person</i> (including a <i>person</i> having the right to conduct litigation), or identifying a <i>claim</i> or potential <i>claim</i> or a <i>claimant</i> or potential <i>claimant</i> in respect of:</p> <ul style="list-style-type: none"> (i) a <i>personal injury claim</i>; (ii) a financial services or financial product <i>claim</i>; (iii) a <i>housing disrepair claim</i>; (iv) a <i>claim for a specified benefit</i>; (v) a <i>criminal injury claim</i>; or (vi) an <i>employment-related claim</i>. <p>(b) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of a <i>personal injury claim</i>;</p> <p>(c) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of a financial services or financial product <i>claim</i>;</p> <p>(d) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of a <i>housing disrepair claim</i>;</p> <p>(e) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of a <i>claim for a specified benefit</i>;</p> <p>(f) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of a <i>criminal injury claim</i>; or</p> <p>(g) advising a <i>claimant</i> or potential <i>claimant</i>, investigating a <i>claim</i> or representing a <i>claimant</i> in respect of an <i>employment-related claim</i>.</p>
<i>controlled function</i>	<p>a function, relating to the carrying on of a <i>regulated activity</i> by a <i>firm</i>, which is specified by:</p> <p>(a) either the <i>FCA</i> in:</p> <ul style="list-style-type: none"> (i) (for <i>SMCR firms</i>) the <i>table of FCA-designated senior management functions</i>; or (ii) (in relation to <i>appointed representatives</i>) the <i>table of FCA controlled functions</i>; or <p>(b) the <i>PRA</i> in:</p> <ul style="list-style-type: none"> (i) (for <i>CRR firms</i>, credit unions and third country <i>CRR firms</i> (as defined in the <i>PRA Rulebook</i>)) the part of the <i>PRA Rulebook</i> titled 'Senior Management Functions'; or (ii) (for <i>Solvency II firms</i> including <i>large non-directive insurers</i>, and for <i>small non-directive insurers</i>) the Senior Management Functions

	<p>parts of the <i>PRA Rulebook</i> applicable to Solvency II Firms and Non-Solvency II Firms;</p> <p>under section 59 of the <i>Act</i> (Approval for particular arrangements).</p>
<i>controlled investment</i>	<p>(in accordance with section 21(10) of the <i>Act</i> (Restrictions on financial promotion) and article 4 of the <i>Financial Promotion Order</i> (Definitions of controlled activities and controlled investments)) an <i>investment</i> specified in Part II of Schedule 1 to the <i>Financial Promotion Order</i> (Controlled investments) (having regard to the effect of paragraph 4C (10) and paragraph 7(4) of that Schedule).</p>
<i>controlled undertaking</i>	<p>(1) except in <i>SUP</i>, any subsidiary undertaking within the meaning of the <i>Act</i> other than one falling within section 1162(4)(b) of the Companies Act 2006 or section 420(2)(b) of the <i>Act</i>.</p> <p>(2)in <i>SUP</i>, an undertaking within the meaning of section 422(6) of the <i>Act</i>.</p>
<i>controller</i>	<p>(1) (in relation to a <i>firm</i> or other <i>undertaking</i> ("B"), other than a <i>non-directive firm</i> or a firm within (2A)) a <i>person</i> ("A") who (whether acting alone or in concert):</p> <ul style="list-style-type: none">(a) holds 10% or more of the <i>shares</i> in B or in a <i>parent undertaking</i> ("P") of B;(b) holds 10% or more of the <i>voting power</i> in B or in P; or(c) holds <i>shares</i> or <i>voting power</i> in B or P as a result of which A is able to exercise significant influence over the management of B. <p>(2) (in relation to a <i>non-directive firm</i> ("B"), other than a firm within (2A)), a <i>person</i> ("A") who (whether acting alone or in concert):</p> <ul style="list-style-type: none">(a) holds 20% or more of the <i>shares</i> in B or in a <i>parent undertaking</i> ("P") of B;(b) holds 20% or more of the <i>voting power</i> in B or in P; or(c) holds <i>shares</i> or <i>voting power</i> in B or P as a result of which A is able to exercise significant influence over the management of B. <p>(2A) (in relation to a <i>firm</i> ("B") with <i>limited permission</i> where the only regulated activities (other than ones in relation to which sections 20(1) and (1A) and 23(1A) of the <i>Act</i> do not apply under section 39(1D) of the <i>Act</i>) that B carries on, or seeks to carry on, are relevant credit activities within article 6A of the Financial Services and Markets Act 2000 (Controllers) (Exemption) Order 2009) a <i>person</i> ("A") who (whether acting alone or in concert):</p> <ul style="list-style-type: none">(a) holds 33% or more of the <i>shares</i> in B or in a <i>parent undertaking</i> ("P") of B;(b) holds 33% or more of the <i>voting power</i> in B or P; or(c) holds <i>shares</i> or <i>voting power</i> in B or P as a result of which A is able to exercise significant influence over the management of B. <p>(3) for the purposes of calculations relating to (1), (2) and (2A), the holding of <i>shares</i> or <i>voting power</i> by a <i>person</i> ("A1") includes any <i>shares</i> or <i>voting power</i> held by another ("A2") if A1 and A2 are acting in concert.</p>

(4) *shares* and *voting power* that a *person* holds in a *firm* ("B") or in a *parent undertaking* of B ("P") are disregarded for the purposes of determining *control* in the following circumstances:

(a) *shares* held for the sole purposes of clearing and settling within a short settlement cycle;

(b) *shares* held by a *custodian* or its nominee in its custodian capacity are disregarded, provided that the *custodian* or nominee is only able to exercise *voting power* attached to the *shares* in accordance with instructions given in writing;

(c) *shares* representing no more than 5% of the total voting power in B or P held by an *investment firm*, provided that:

(i) it holds the *shares* in the capacity of a *market maker* (article 2(1)(6) of *MiFIR*);

(ii) it has a *Part 4A permission* under the *Act* to carry on one or more *investment services and/or activities*; and

(iii) it does not intervene in the management of B or P nor exerts any influence on B or P to buy the *shares* or back the share price;

(d) *shares* held by a *credit institution* or *investment firm* in its *trading book* are disregarded, provided that:

(i) the *shares* represent no more than 5% of the total *voting power* in B or P; and

(ii) the *voting power* is not used to intervene in the management of B or P;

(e) *shares* held by a *credit institution* or an *investment firm* are disregarded, provided that:

(i) the *shares* are held as a result of performing the *investment services* and activities of:

(A) underwriting share issues; or

(B) placing shares on a firm commitment basis in accordance with paragraph 6 of Part 3 of Schedule 2 to the *Regulated Activities Order*; and

(ii) the *credit institution* or *investment firm*:

(A) does not exercise *voting power* represented by the *shares* or otherwise intervene in the management of the issuer; and

(B) retains the holding for a period of less than one year;

(f) where a *management company* and its *parent undertaking* both hold *shares* or *voting power*, each may disregard holdings of the other, provided that each exercises its *voting power* independently of the other;

(g) but (f) does not apply if the *management company*:

(i) manages holdings for its *parent undertaking* or a *controlled undertaking* of its *parent undertaking*;

controlling shareholder

- (ii) has no discretion to exercise the *voting power* attached to such holdings; and
 - (iii) may only exercise the *voting power* in relation to such holdings under direct or indirect instruction from:
 - (A) its *parent undertaking*; or
 - (B) a *controlled undertaking* of the *parent undertaking*;
 - (h) where an *investment firm* and its *parent undertaking* both hold *shares* or *voting power*, the *parent undertaking* may disregard holdings managed by the *investment firm* on a client by client basis and the *investment firm* may disregard holdings of the *parent undertaking*, provided that the *investment firm*:
 - (i) has permission to provide *portfolio management*;
 - (ii) exercises its *voting power* independently from the *parent undertaking*; and
 - (iii) may only exercise the *voting power* under instructions given in writing, or has appropriate mechanisms in place for ensuring that individual portfolio management services are conducted independently of any other services;
 - (i) *shares* acquired for stabilisation purposes in accordance with the *Buy-back and Stabilisation Regulation* are disregarded, provided that the *voting power* attached to those *shares* is:
 - (i) not exercised; or
 - (ii) otherwise used to intervene in the management of B or P.
- means any *person* who exercises or controls on their own or together with any *person* with whom they are acting in concert, 30% or more of the votes able to be cast on all or substantially all matters at general meetings of the *company*. For the purposes of calculating voting rights, the following voting rights are to be disregarded:
- (1) any voting rights which such a *person* exercises (or controls the exercise of) independently in its capacity as:
 - (a) bare trustee;
 - (b) investment manager;
 - (c) collective investment undertaking; or
 - (d) a *long-term insurer* in respect of its linked long-term business, if no *associate* of that *person* interferes by giving direct or indirect instructions, or in any other way, in the exercise of such voting rights (except to the extent any such *person* confers or collaborates with such an *associate* which also acts in its capacity as investment manager, collective investment undertaking or *long-term insurer*); or
 - (2) any voting rights which a *person* may hold (or control the exercise of) solely in relation to the direct performance, by way of business, of:
 - (a) underwriting the issue or sale of *securities*;
 - (b) placing *securities*, where the *person* provides a firm commitment to acquire any *securities* which it does not place; or
 - (c) acquiring *securities* from existing shareholders or the *issuer* pursuant to an agreement to procure third-party purchases of *securities*;

	<p>and where the conditions below are satisfied:</p> <p>(i) the activities set out in (2)(a) to (c) are performed in the ordinary course of business;</p> <p>(ii) the <i>securities</i> to which the voting rights attach are held for a consecutive period of 5 <i>trading days</i> or less, beginning with the first <i>trading day</i> on which the <i>securities</i> are held;</p> <p>(iii) the voting rights are not exercised within the period the <i>securities</i> are held; and</p> <p>(iv) no attempt is made directly or indirectly by the <i>person</i> to intervene in (or attempt to intervene in) or exert (or attempt to exert) influence on the management of the <i>issuer</i> within the period the <i>securities</i> are held.</p>
<i>conventional group</i>	a group of <i>undertakings</i> that consists of a <i>parent undertaking</i> and the rest of its <i>sub-group</i> .
<i>convertible</i>	(for the purposes of <i>MIFIDPRU</i>) a <i>security</i> which gives the investor the right to convert the <i>security</i> into a <i>share</i> at an agreed price or on an agreed basis.
<i>convertible instrument</i>	(in ■ SYSC 19G) an instrument the terms of which require the principal amount of that instrument to be converted into an instrument that qualifies as <i>common equity tier 1 capital</i> if a trigger event occurs.
<i>convertible securities</i>	<p>(in <i>UKLR</i> and <i>FEES</i>) a <i>security</i> which is:</p> <p>(a) convertible into, or exchangeable for, other <i>securities</i>; or</p> <p>(b) accompanied by a <i>warrant</i> or <i>option</i> to subscribe for or purchase other <i>securities</i>.</p>
<i>cooperative society</i>	a cooperative society as defined in ■ MIFIDPRU 3 Annex 7.4R.
<i>coordinator</i>	(in relation to a <i>financial conglomerate</i>) the <i>competent authority</i> which has been appointed, in accordance with Regulation 1(2) of the <i>Financial Groups Directive Regulations</i> , as the competent authority which is responsible for the co-ordination and exercise of supplementary supervision of that <i>financial conglomerate</i> .
<i>co-ownership scheme</i>	(as defined in section 235A(2) of the <i>Act</i> (Contractual schemes)) a <i>collective investment scheme</i> which satisfies the conditions in section 235A(3) and which is authorised for the purposes of the <i>Act</i> by an <i>authorisation order</i> .
<i>core capital resources requirement</i>	(1) for a <i>firm</i> to which ■ FPCOB 15 applies that also has a <i>Part 4A permission</i> to carry on other <i>regulated activities</i> , the requirement specified in ■ FPCOB 15.7.1R; (2) for a <i>firm</i> with a <i>Part 4A permission</i> to carry on <i>funeral plan distribution</i> to which ■ FPCOB 15 applies and that does not also carry on any other <i>regulated funeral plan activity</i> , the requirement specified in ■ FPCOB 15.6.1R; or (3) for a <i>firm</i> with a <i>Part 4A permission</i> to carry on any other <i>regulated funeral plan activity</i> to which ■ FPCOB 15 applies, the requirement specified in ■ FPCOB 15.5.1R.
<i>core deposit</i>	core deposits within the meaning of article 2(2) of the Financial Services and Markets Act 2000 (Ring-Fenced Bodies and Core Activities) Order 2014 (SI 2014/1960).

<i>core liquid asset</i>	has the meaning in ■ MIFIDPRU 6.3 (Core liquid assets).
<i>core provision</i>	(as defined in section 316(3) of the <i>Act</i> (Direction by a regulator)) a provision of the <i>Act</i> mentioned in section 317 of the <i>Act</i> (The core provisions) which applies to the carrying on of an insurance market activity by a <i>member</i> , or the <i>members</i> of the <i>Society</i> taken together, if the <i>appropriate regulator</i> so directs.
<i>core SMCR firm</i>	a <i>firm</i> identified as a core SMCR firm in the flow diagram in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms).

<i>corporate access service</i>	a service of arranging or bringing about contact between an <i>investment manager</i> and an <i>issuer</i> or potential <i>issuer</i> .
<i>corporate finance advisory firm</i>	a <i>firm</i> whose permission includes a <i>requirement</i> that the <i>firm</i> must not conduct <i>designated investment business</i> other than <i>corporate finance business</i> .
<i>corporate finance business</i>	<p>(a) <i>designated investment business</i> carried on by a <i>firm</i> with or for:</p> <ul style="list-style-type: none"> (i) any <i>issuer</i>, holder or owner of <i>designated investments</i>, if that business relates to the <i>offer</i>, issue, underwriting, repurchase, exchange or redemption of, or the variation of the terms of, those <i>investments</i>, or any related matter; (ii) any <i>eligible counterparty</i> or <i>professional client</i>, or other <i>body corporate</i>, <i>partnership</i> or supranational organisation, if that business relates to the manner in which, or the terms on which, or the <i>persons</i> by whom, any business, activities or undertakings relating to it, or any <i>associate</i>, are to be financed, structured, managed, controlled, regulated or reported upon; (iii) any <i>person</i> in connection with: <ul style="list-style-type: none"> (A) a proposed or actual <i>takeover or related operation</i> by or on behalf of that <i>person</i>, or involving <i>investments</i> issued by that <i>person</i> (being a <i>body corporate</i>), its <i>holding company</i>, <i>subsidiary</i> or <i>associate</i>; or (B) a merger, de-merger, reorganisation or reconstruction involving any <i>investments</i> issued by that <i>person</i> (being a <i>body corporate</i>), its holding company, subsidiary or <i>associate</i>; (iv) any shareholder or prospective shareholder of a <i>body corporate</i> established or to be established for the purpose of effecting a <i>takeover or related operation</i>, where that business is in connection with that <i>takeover or related operation</i>; (v) any <i>person</i> who, acting as a <i>principal</i> for his own account: <ul style="list-style-type: none"> (A) is involved in negotiations or decisions relating to the commercial, financial or strategic intentions or requirements of a business or prospective business; or (B) (provided he is acting otherwise than solely in his capacity as an investor) assists the interests of another <i>person</i> with or for whom the <i>firm</i>, or another <i>authorised person</i> or <i>overseas person</i>, is undertaking business as specified in (a)(i), (ii), (iii) or (iv), by himself undertaking all or part of any transactions involved in such business; (vi) any <i>person</i> undertaking business with or for a <i>person</i> as specified in (a)(i), (ii), (iii), (iv) or (v) in respect of activities described in those sub-paragraphs; <p>(b) <i>designated investment business</i> carried on by a <i>firm</i> as a <i>principal</i> for its own account where such business:</p> <ul style="list-style-type: none"> (i) is in the course of, or arises out of, activities undertaken in accordance with (a); and

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- (ii) does not involve transactions with or for, or *advice on investments* to, any other *person* who is a *retail client* in respect of such business;
 - (c) *designated investment business* carried on by a *firm* as *principal* for its own account if such business:
 - (i) is in the course of, or arises out of:
 - (A) the *offer*, issue, underwriting, repurchase, exchange or redemption of, or the variation of the terms of, *shares*, share warrants, *debentures* or debenture warrants issued by the *firm*, or any related matter; or
 - (B) a proposed or actual *takeover or related operation* by or on behalf of the *firm*, or involving *shares*, share warrants, *debentures* or debenture warrants issued by the *firm*; or
 - (C) a merger, de-merger, reorganisation or reconstruction involving any *shares*, share warrants, *debentures* or debenture warrants issued by the *firm*; and
 - (ii) does not involve *advice on investments* to any *person* who is a *retail client* ;
- in this definition, "share warrants" and "debenture warrants" mean any *warrants* which relate to *shares* in the *firm* concerned or, as the case may be, *debentures* issued by the *firm*.

- (when a *firm* carries on *regulated activities* with or for a *person* in the course of or as a result of either carrying on *corporate finance business* with or for a *client*, or carrying on *corporate finance business* for the *firm's* own account) that *person* in connection with that *regulated activity* if:
- (a) the *firm* does not behave in a way towards that *person* which might reasonably be expected to lead that *person* to believe that he is being treated as a *client*; and
 - (b) the *firm* clearly indicates to that *person* that it:
 - (i) is not acting for him; and

	(ii) will not be responsible to him for providing protections afforded to <i>clients</i> of the <i>firm</i> or be advising him on the relevant transaction.
<i>corporate governance rules</i>	(in accordance with sections 73A(1) and 89O(1) of the Act) <i>rules</i> relating to the corporate governance of <i>issuers</i> who have requested or approved <i>admission to trading</i> of their securities. The <i>corporate governance rules</i> are located in chapters 1B, 4 and 7 of <i>DTR</i> .
<i>corporate member</i>	a <i>member</i> that is a <i>body corporate</i> or a Scottish Limited partnership.
<i>cost of credit</i>	any costs, including interest, commission, taxes and any other kind of fees which are required to be paid by or on behalf of the <i>borrower</i> or a relative of the <i>borrower</i> in connection with the <i>credit agreement</i> , whether payable to the <i>lender</i> or to any other <i>person</i> , and which are known to the <i>lender</i> , except for notarial costs.
<i>Council</i>	the <i>governing body</i> of the <i>Society</i> constituted by section 3 of Lloyd's Act 1982.
<i>counterparty</i>	<p>(1) [deleted]</p> <p>(2) (for the purposes of the rules relating to insurers in <i>GENPRU</i> and <i>INSPRU</i>):</p> <p>(a) any one individual; or</p> <p>(b) any one unincorporated body of <i>persons</i>; or</p> <p>(c) any <i>company</i> which is not a member of a <i>group</i>; or</p> <p>(d) any <i>group</i> of <i>companies</i> excluding:</p> <p>(i) (for the purposes of ■ <i>INSPRU</i> 2.1) any <i>companies</i> within the <i>group</i> which are <i>subsidiary undertakings</i> of A and which fall within ■ <i>GENPRU</i> 1.3.43 R; and</p> <p>(ii) (for all other purposes) any <i>companies</i> within the <i>group</i> which are <i>subsidiary undertakings</i> of A; or</p> <p>(e) any government of a State together with all the public bodies, local authorities or nationalised industries of that State, in which A, or any of its <i>subsidiary undertakings</i>, has made <i>investments</i> or against whom, or in respect of whom, it, or any of its <i>subsidiary undertakings</i>, has rights or obligations under a contract entered into by A or any of its <i>subsidiary undertakings</i>.</p> <p>(3) [deleted]</p>
<i>counterparty risk</i>	(in <i>COLL</i> and <i>FUND</i>) the risk of loss for a <i>UCITS</i> or an <i>AIF</i> resulting from the fact that the counterparty to a transaction may default on its obligations prior to the final settlement of the transaction's cash flow.
<i>coupon</i>	a dividend, interest payment or any similar payment.
<i>covered bond</i>	(1) a bond that is issued by a <i>credit institution</i> which has its registered office in the <i>UK</i> or an <i>EEA State</i> and is subject by law to special public supervision designed to protect bondholders and in particular protection under which sums deriving from the issue of the

bond must be invested in conformity with the law in assets which, during the whole period of validity of the bond, are capable of covering claims attaching to the bond and which, in the event of failure of the issuer, would be used on a priority basis for the reimbursement of the principal and payment of the accrued interest.

[Note: article 52(4) of the *UCITS Directive*]

(2)[deleted]

	<p>(3) (in <i>RCB</i>) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) a bond in relation to which the claims attaching to that bond are guaranteed to be paid by an <i>owner</i> from an <i>asset pool</i> it owns.</p> <p>(4) [deleted]</p>
<i>Covered Bonds RTS</i>	Part 1 (FCA) of the <i>UK</i> version of Regulation (EU) 523/2014 of 12 March 2014 supplementing Regulation (EU) No 575/2013 of the European Parliament and of the Council with regard to regulatory technical standards for determining what constitutes the close correspondence between the value of an institution's covered bonds and the value of the institution's assets, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>covered individual</i>	the <i>individual</i> on whose death a funeral will be provided or secured under a <i>funeral plan contract</i> or prospective <i>funeral plan contract</i> .
<i>CPI</i>	the Consumer Prices Index.
<i>CRA</i>	the Consumer Rights Act 2015.
<i>CRA (EU Exit) Regulations</i>	the Credit Rating Agencies (Amendments etc.) (EU Exit) Regulations 2019 (SI 2019/266).
<i>CRA Regulation</i>	means the <i>UK</i> version of Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies (as amended by Regulation (EU) No 513/2011 of the European Parliament and of the Council of 11 May 2011 amending Regulation (EC) No 1060/2009 on credit rating agencies and Regulation (EU) No 462/2013 of the European Parliament and of the Council of 21 May 2013 amending Regulation (EC) No 1060/2009 on credit rating agencies) which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>CRD</i>	<p>(1) (in <i>GENPRU</i> (except ■ <i>GENPRU</i> 3) and <i>BIPRU</i> (except ■ <i>BIPRU</i> 12)) the <i>Capital Adequacy Directive</i> and the <i>Banking Consolidation Directive</i>.</p> <p>(2) (except in (1)) the Directive of the European Parliament and the Council of 26 June 2013 on access to the activity of credit institutions and the prudential supervision of credit institutions and investment firms (No 2013/36/EU) and amending Directive 2002/87/EC and repealing Directives 2006/48/EC and 2006/49/EC.</p>
<i>CRD credit institution</i>	<p>(1)(except in <i>COLL</i> and <i>FUND</i>) a <i>credit institution</i> that has its registered office (or, if it has no registered office, its head office) in the <i>UK</i>, excluding an <i>institution</i> to which the <i>CRD</i> does not apply under the <i>UK</i> provisions which implemented article 2 of the <i>CRD</i> (see also <i>full CRD credit institution</i>).</p> <p>(2)(in <i>COLL</i> and <i>FUND</i>) a <i>credit institution</i> that:</p> <p>(a)has its registered office (or, if it has no registered office, its head office) in the <i>UK</i>, excluding an <i>institution</i> to which the <i>CRD</i> does not apply under the <i>UK</i> provisions which implemented article 2 of the <i>CRD</i>; or</p> <p>(b)has its registered office (or, if it has no registered office, its head office) in an <i>EEA State</i>, excluding an <i>institution</i> to which the <i>CRD</i> does not apply under article 2 of the <i>CRD</i>.</p>

CRD V	CRD as amended by Directive 2019/878 of the European Parliament and of the Council of 20 May 2019 amending Directive 2013/36/EU as regards exempted entities, financial holding companies, mixed financial holding companies, remuneration, supervisory measures and powers and capital conservation measures
credit	<p>(1) (except in relation to a <i>class of contract of insurance</i>, a <i>credit-related regulated activity</i> and an <i>MCD credit agreement</i>) any kind of loan, deferment of repayment of any loan or of interest on any loan, guarantee or indemnity, and any other kind of accommodation or facility in the nature of credit.</p> <p>(2) (in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i>, specified in paragraph 14 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against risks of loss to the <i>persons</i> insured arising from the insolvency of debtors of theirs or from the failure (otherwise than through insolvency) of debtors of theirs to pay their debts when due.</p> <p>(3) (in relation to a <i>credit-related regulated activity</i>, <i>operating an electronic system in relation to lending</i> or an <i>MCD credit agreement</i>) includes a cash loan and any other form of financial accommodation, but an item entering into the <i>total charge for credit</i> is not treated as credit even though time is allowed for its payment.</p>
credit agreement	(1) (other than in ■ DISP Appendix 3) in accordance with article 60B of the <i>Regulated Activities Order</i> , an agreement between an <i>individual</i> ("A") and any other <i>person</i> ("B") under which B provides A with <i>credit</i> of any amount.

	<p>(2)(in ■ DISP Appendix 3) has the same meaning as “credit agreement” for the purposes of sections 140A to 140C of the CCA which is, in summary, an agreement which meets the following conditions:</p> <p>(a)it is between an individual (the “debtor”) and any other <i>person</i> (the “creditor”) under which the creditor provides the debtor with credit of any amount; and</p> <p>(b)an order under section 140B of the CCA could be made in relation to it. In summary, orders can be made under section 140B of the CCA in relation to credit agreements except where:</p> <p>(i)the exclusion under section 140A(5) of the CCA applies (this relates to <i>regulated mortgage contracts</i> and <i>regulated home purchase plans</i>); or</p> <p>(ii)the agreement was made before 6 April 2007 and became a completed agreement before 6 April 2008.</p> <p>For the avoidance of doubt, the reference in (2)(b) to agreements in relation to which orders may be made under section 140B is a reference to such agreements as affected by amendments to enactments that took effect up to and including 23 February 2017.</p>
<i>credit broker</i>	a <i>person</i> that carries on an activity, by way of business, of the kind specified in article 36A of the <i>Regulated Activities Order</i> .
<i>credit broking</i>	an activity of the kind specified in article 36A of the <i>Regulated Activities Order</i> .
<i>credit card cheque</i>	a cheque (whether or not drawn on a banker) which, whenever used, will result in the provision of <i>credit</i> under a <i>credit-token agreement</i> , which does not include a cheque to be used only in connection with a current account.
<i>credit enhancement</i>	<p>(1) [deleted]</p> <p>(2) (in <i>MIPRU</i>) a contractual arrangement which improves the credit quality of a <i>securitisation position</i> in relation to what it would have been if the enhancement had not been provided, including the enhancement provided by more junior <i>tranches</i> in the <i>securitisation</i> and other types of credit protection.</p>
<i>credit firm</i>	a <i>firm</i> with <i>permission</i> to carry on a <i>credit-related regulated activity</i> .
<i>credit-impaired customer</i>	<p>a <i>customer</i> who:</p> <p>(a) within the last two years has owed overdue payments, in an amount equivalent to three <i>months'</i> payments, on a mortgage or other loan (whether secured or unsecured), except where the amount overdue reached that level because of late payment caused by errors by a bank or other third party; or</p> <p>(b) has been the subject of one or more county court judgments, with a total value greater than £500, within the last three years; or</p> <p>(c) has been subject to an individual voluntary arrangement or bankruptcy order which was in force at any time within the last three years.</p>

credit information	<p>(in accordance with regulation 2 of, and the Schedule to, the <i>Small and Medium Sized Business (Credit Information) Regulations</i>):</p> <p>(a)information relating to a loan made in sterling to the business, namely:</p> <ul style="list-style-type: none">(i)the start date of loan agreement;(ii)the date the loan is due to be fully repaid, has been fully repaid or enters default;(iii)the amount of the loan which is outstanding;(iv)the repayment period;(v)the repayment frequency;(vi)the full repayment amount;(vii)the number of missed payments; and(viii)details of any defaults and associated satisfactions; <p>(b)information relating to a credit card account denominated in sterling and held in the name of the business, namely:</p> <ul style="list-style-type: none">(i)the start date of the facility;(ii)the date the facility closed (if applicable);(iii)any outstanding balance;(iv)the agreed credit limit;(v)the number of missed payments;(vi)the number of cash advances;(vii)the value of cash advances; and(viii)details of any defaults and associated satisfactions; <p>(c)information relating to a current account denominated in sterling and held in the name of the business, namely the:</p> <ul style="list-style-type: none">(i)start date of the facility;(ii)date the facility closed (if applicable);(iii)current balance;(iv)minimum balance;(v)maximum balance;(vi)average balance;(vii)overdraft limit;(viii)total value of all payments into the account;
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	<ul style="list-style-type: none"> (ix) total value of debits withdrawn from the account; (x) number of days in the month where the customer has exceeded its approved limit; and (xi) number of cheques or direct debts that have not been paid due to insufficient funds;
	<p>(d) where any of the information described in the preceding paragraph is provided:</p> <ul style="list-style-type: none"> (i) business type indicator (e.g. limited liability company or non-limited business); (ii) business name and address; (iii) company registration number (if applicable); (iv) telephone number; and (v) VAT number (if applicable).
credit information agency	<p>a person who carries on by way of business one or more of the following activities specified in the <i>Regulated Activities Order</i>:</p> <ul style="list-style-type: none"> (a) <i>credit broking</i> (article 36A); (b) <i>debt adjusting</i> (article 39D); (c) <i>debt counselling</i> (article 39E); (d) <i>debt collecting</i> (article 39F); (e) <i>debt administration</i> (article 39G); (f) <i>entering into a regulated credit agreement as lender</i> (article 60B(1) (disregarding the effect of article 60F)); (g) exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement (article 60B(2) (disregarding the effect of article 60F)); (h) entering into a regulated consumer hire agreement as owner (article 60N(1) (disregarding the effect of article 60P)); (i) exercising, or having the right to exercise, the owner's rights and duties under a regulated consumer hire agreement (article 60N(2) (disregarding the effect of article 60P)); (j) <i>providing credit references</i> (article 89B); (k) <i>advising on regulated credit agreements for the acquisition of land</i> (article 53DA).
credit institution	<p>(1) (except in <i>REC</i> and ■ SUP 16):</p> <ul style="list-style-type: none"> (a) has the meaning in article 4(1)(1) of the <i>UK CRR</i>; or (b) [deleted] (c) [deleted] (d) [deleted]

	<p>(2) (in <i>REC</i> and in ■ SUP 11 (Controllers and close links) and ■ SUP 16 (Reporting requirements)):</p> <p>(a) a credit institution which has permission under Part 4A of the <i>Act</i> to carry on the regulated activity of <i>accepting deposits</i>; or</p> <p>(b) an institution which would satisfy the requirements for authorisation as a credit institution under Part 4A of the <i>Act</i> if it had its registered office (or if it does not have a registered office, its head office) in the <i>UK</i>.</p> <p>(3) (in relation to the definition of <i>electronic money issuer</i> and <i>payment service provider</i>) a credit institution as defined by (1)(a) and includes a branch of the credit institution within the meaning of article 4(1)(17) of the <i>UK CRR</i> which is situated within the <i>UK</i> and which has its head office in a territory outside the <i>UK</i>.</p> <p>[Note: article 47 of the <i>CRD</i>]</p>
credit limit	in accordance with article 60L of the <i>Regulated Activities Order</i> , in relation to <i>running-account credit</i> , as respects any period, the maximum debit balance which, under a <i>credit agreement</i> , is allowed to stand on the account during that period, disregarding any term of the agreement allowing that maximum to be exceeded on a temporary basis.
credit quality step	<p>(1) [deleted]</p> <p>(2) (in <i>MIPRU</i>) a credit quality step in a credit quality assessment scale, as set out in ■ MIPRU 4.2E (Use of external credit assessments).</p>
credit rating agency	(as defined in Article 3(1)(b) of the <i>CRA Regulation</i>) means a legal person whose occupation includes the issuing of credit ratings on a professional basis.
credit reference agency	a <i>person providing credit references</i> .

<i>credit repair firm</i>	a <i>firm</i> which carries on the activity of <i>providing credit information services</i> with a view to securing or advising on the correction of or omission of anything from, or making of any modification of, information relevant to financial standing of an <i>individual</i> held by a <i>credit information agency</i> or to securing that the agency stops holding the information or does not provide it to another <i>person</i> .
<i>credit-related regulated activity</i>	<p>(1) (in accordance with section 22 of the Act (the classes of activity and categories of investments)) any of the following activities specified in Part 2 or 3A of the <i>Regulated Activities Order</i> (Specified Activities):</p> <ul style="list-style-type: none"> (a) <i>entering into a regulated credit agreement as lender</i> (article 60B(1)); (b) exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement (article 60B(2)); (c) <i>credit broking</i> (article 36A); (d) <i>debt adjusting</i> (article 39D(1) and (2)); (e) <i>debt counselling</i> (article 39E(1) and (2)); (f) <i>debt collecting</i> (article 39F(1) and (2)); (g) <i>debt administration</i> (article 39G(1) and (2)); (ga) <i>advising on regulated credit agreements for the acquisition of land</i> (article 53DA); (h) entering into a regulated consumer hire agreement as owner (article 60N(1)); (i) exercising, or having the right to exercise, the owner's rights and duties under a regulated consumer hire agreement (article 60N(2)); (j) <i>providing credit information services</i> (article 89A); (k) <i>providing credit references</i> (article 89B); (l) <i>operating an electronic system in relation to lending</i> (article 36H), but (other than in <i>FEES</i> and <i>SUP</i>) only insofar as it relates to a borrower or prospective borrower under a <i>P2P agreement</i>; (m) <i>agreeing to carry on a regulated activity</i> (article 64) so far as relevant to any of the activities in (a) to (l); <p>which is carried on by way of business and relates to a <i>specified investment</i> applicable to that activity or, in the case of (j) and (k), relates to information about a <i>person's</i> financial standing.(2)[deleted]which is carried on by way of business and relates to a <i>specified investment</i> applicable to that activity or, in the case of (j) and (k) listed in (1), relates to information about a <i>person's</i> financial standing.</p>
<i>credit risk assessment</i>	the assessment required by ■ COBS 18.12.5R.
<i>credit risk capital requirement</i>	<p>(1) [deleted]</p> <p>(2) (for a <i>firm</i> carrying on any <i>home financing</i> connected to <i>regulated mortgage contracts</i> or <i>home financing</i> and <i>home financing administration</i> connected to <i>regulated mortgage contracts</i>) the part of</p>

	the <i>capital resources requirement</i> in respect of credit risk, calculated in accordance with ■ MIPRU 4.2A (Credit risk capital requirement).
<i>credit-sale agreement</i>	an agreement for the sale of goods under which the purchase price, or part of it, is payable by instalments, but which is not a <i>conditional sale agreement</i> (see section 189 of the CCA).
<i>credit token</i>	<p>a credit token is a card, check, voucher, coupon, stamp, form, booklet or other document or thing given to an <i>individual</i> by a <i>person</i> carrying on a <i>credit-related regulated activity</i> ("the provider"), who undertakes that:</p> <p>(a) on production of it (whether or not some other action is also required) the provider will supply <i>cash, goods</i> or services (or any of them) on <i>credit</i>; or</p> <p>(b) where, on the production of it to a third party (whether or not any other action is also required), the third party supplies <i>cash, goods</i> and services (or any of them), the provider will pay the third party for them (whether or not deducting any discount or commission), in return for <i>payment</i> to the provider by the <i>individual</i> and the provider shall, without prejudice to the definition of <i>credit</i>, be taken to provide <i>credit</i> drawn on whenever a third party supplies the <i>individual</i> with <i>cash, goods</i> or services; and</p> <p>the use of an object to operate a machine provided by the person giving the object or a third party shall be treated as the production of the object to that <i>person</i> or third party.</p>
<i>credit-token agreement</i>	a <i>regulated credit agreement</i> for the provision of <i>credit</i> in connection with the use of a <i>credit token</i> .
<i>credit transfer</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service</i> for crediting a <i>payee's payment account</i> with a <i>payment transaction</i> or a series of <i>payment transactions</i> from a <i>payer's payment account</i> by the <i>payment service provider</i> which holds the <i>payer's payment account</i> , based on an instruction given by the <i>payer</i> .
<i>credit union</i>	<p>a body corporate registered under the Co-operative and Community Benefit Societies Act 2014 as a credit union in accordance with the Credit Unions Act which is an <i>authorised person</i> or a body corporate registered under:</p> <p>(a) the Credit Unions (Northern Ireland) Order 1985; or</p> <p>(b) the Industrial and Provident Societies Act (Northern Ireland) 1969, as a credit union which is an <i>authorised person</i>.</p>
<i>credit union subordinated debt</i>	a subordinated loan to a <i>credit union</i> that meets the conditions in part 8.2(5) of the Credit Unions Rulebook Part of the <i>PRA Rulebook</i> .
<i>credit unions day</i>	(in relation to a <i>Great Britain credit union</i>) 1 July 2002 or (in relation to a <i>Northern Ireland credit union</i>) 31 March 2012.
<i>creditworthiness assessment</i>	the assessment required by ■ CONC 5.2A.4R or ■ CONC 5.5A.5R.
<i>CREDS</i>	the Credit Unions sourcebook.

<i>CREST</i>	the computer-based system which enables securities to be held and transferred in uncertificated form and which is operated by Euroclear UK & Ireland Limited.
<i>criminal injury claim</i>	a claim of the description specified in article 89F(2)(g) of the <i>Regulated Activities Order</i> .
<i>critical benchmark</i>	has the meaning in article 3.1(25) of the <i>benchmarks regulation</i> .
<i>CRM eligibility conditions</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) (for the purpose of <i>MIPRU</i>), ■ MIPRU 4.2C.16 R.</p>
<i>CRO firm</i>	<p>(in accordance with the <i>EU Exit Passport Regulations</i> and the <i>E-money and Payments Transitional Provisions Regulations</i>) a person who is:</p> <p>(a) exempt for the purposes of section 19(1)(b) of the Act under regulation 47 of the <i>EU Exit Passport Regulations</i>; or</p> <p>(b) exempt for the purposes of Regulation 12L of Part 1A of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i>; or</p> <p>(c) an EEA authorised payment institution exempt for the purposes of Regulation 36 of Part 3 of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i>; or</p> <p>(d) An EEA registered account information service provider exempt for the purposes of Regulation 36 of Part 3 of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i></p>
<i>cross-transaction</i>	<p>(a) a transaction by which a <i>person</i> matches, at the same price and on the same terms, the <i>buy</i> and <i>sell</i> orders of two or more <i>persons</i> for whom he is acting as agent;</p> <p>(b) a transaction to which only one <i>person</i> is a party, by which he purports to <i>sell</i> to and <i>buy</i> from himself.</p>
<i>CRR</i>	<i>capital resources requirement</i> .
<i>CRR firm</i>	(for the purposes of <i>SYSC</i>) a <i>UK bank</i> , <i>building society</i> and a <i>UK designated investment firm</i> .
<i>CRR investment services sector</i>	<p>a sector composed of one or more of the following entities:</p> <p>(a) a <i>designated investment firm</i>; and</p> <p>(b) a <i>financial institution</i> that is not an <i>investment firm</i>.</p>
<i>cryptoasset business</i>	as defined in the <i>Money Laundering Regulations</i> .
<i>cryptoasset derivative</i>	a derivative where the underlying is, or includes, an <i>unregulated transferable cryptoasset</i> or an index or <i>derivative</i> relating to an <i>unregulated transferable cryptoasset</i> .

<i>cryptoasset exchange provider</i>	as defined in the <i>Money Laundering Regulations</i> .
<i>cryptoasset exchange traded note</i>	a <i>debt security</i> :(a)which is traded on a <i>trading venue</i> or a market operated by a <i>ROIE</i> ;(b)which features no periodic coupon payments; and(c)whose return tracks the performance of an <i>unregulated transferable cryptoasset</i> , minus applicable fees, whether featuring delta 1, inverse or leveraged exposure or other exposure to the <i>unregulated transferable cryptoasset</i> being tracked.
<i>CSDR</i>	the <i>UK</i> version of Regulation (EU) No 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving securities settlement in the <i>EU</i> and on central securities depositories and amending the <i>Settlement Finality Directive</i> and <i>MiFID</i> and the <i>short selling regulation</i> , which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>CTF</i>	(as defined in section 1(2) of the Child Trust Funds Act 2004) a child trust fund, that is, an account which: <ul style="list-style-type: none"> (1) is held by a child who is or has been an eligible child (as defined in section 2 of that Act); (2) satisfies the requirements imposed by or under the Child Trust Funds Act 2004; and (3) has been opened in accordance with the Child Trust Funds Act 2004.
<i>CTF bank account</i>	a bank account which fulfils the requirements of Regulation 11(5) of the <i>CTF Regulations</i> .
<i>CTF provider</i>	(in accordance with section 3(1) of the Child Trust Funds Act 2004) a <i>person</i> approved by HM Revenue and Customs in accordance with the <i>CTF Regulations</i> .
<i>CTF Regulations</i>	the Child Trust Funds Regulations 2004 (SI 2004/1450).
<i>CTF transfer</i>	a transaction resulting from a decision by a <i>customer</i> , made with or without advice from a <i>firm</i> , to transfer the <i>investments</i> (or their value) held in an existing <i>CTF</i> into another <i>CTF</i> whether or not provided by the same <i>CTF provider</i> .
<i>CTP</i>	<i>consolidated tape provider</i> .
<i>currency class unit</i>	(in <i>COLL</i>) a class of <i>unit</i> denominated in a currency that is not the <i>base currency</i> of the <i>authorised fund</i> , or if permitted, by ■ <i>COLL 3.3.4 R (1)</i> (Currency class units: requirements).
<i>currency transfer service</i>	a <i>payment service</i> or the issuance of <i>electronic money</i> that involves a currency conversion. For the purpose of this definition ‘currency conversion’ has the same meaning as it has in the <i>Payment Services Regulations</i> .
<i>current account</i>	(in ■ <i>CONC App 1</i> and ■ <i>SUP 16 Annex 21R</i>) an account under which the customer may, by means of cheques or similar orders payable to the customer or to any other <i>person</i> or by any other means, obtain or have the use of money held or made available by the <i>person</i> with whom the account is kept and which records alterations in the financial relationship between the said <i>person</i> and the customer.

<i>current approved person approval</i>	<p>(in relation to an <i>approved person</i> in relation to a particular <i>firm</i> and <i>controlled function</i> as at any particular time) an approval under section 59 of the Act (Approval for particular arrangements) given by the <i>FCA</i> or the <i>PRA</i> in relation to that <i>person</i> for the performance of that <i>controlled function</i> in relation to that <i>firm</i> that is in force at that time.</p> <p>An approval is treated as having been given by the <i>FCA</i> or the <i>PRA</i> if it is deemed to have been given by either of them for the purposes of the Act by:</p> <p>(a) an Act or any subordinate legislation made under that Act; or</p> <p>(b) rules made by the <i>FCA</i> or the <i>PRA</i>.</p> <p>A <i>person</i> treated as approved under section 59ZZA of the Act (as treated as being inserted into the Act by the EEA Passport Rights (Amendment, etc., and Transitional Provisions) (EU Exit) Regulations 2018 (SI 2018/1149)) has a <i>current approved person approval</i>.</p>
<i>current FCA approved person approval</i>	a <i>current approved person approval</i> given by the <i>FCA</i> .
<i>current PRA approved person approval</i>	a <i>current approved person approval</i> given by the <i>PRA</i> .
<i>current customer order</i>	<p>(a) a <i>customer order</i> to be executed immediately;</p> <p>(b) a <i>customer order</i> which is to be executed only on fulfilment of a condition, after the condition has been fulfilled.</p>
<i>current market value</i>	the net market value of the portfolio of transactions or securities legs subject to netting in accordance with MIFIDPRU 4.14.28R (Netting), where both positive and negative market values are used in computing CMV.[Note: Part 1 of Annex III of the <i>Banking Consolidation Directive</i> (Definitions)]
<i>custodian</i>	<p>(a) an <i>approved bank</i>;</p> <p>(b) an <i>approved depositary</i></p> <p>(c) a <i>member</i> of a <i>recognised investment exchange</i>;</p> <p>(d) a <i>firm</i> whose <i>permitted activities</i> include <i>safeguarding and administering investments</i>;</p> <p>(e) a regulated <i>clearing firm</i>;</p> <p>(f) where it is not feasible to use a <i>custodian</i> in (a) to (e), and there are reasonable grounds to show that a <i>person</i> outside the <i>United Kingdom</i>, whose business includes the provision of custodial services, is able to provide such services which are appropriate to the <i>client</i> and in the <i>client's</i> best interest to use, that <i>person</i>.</p>
<i>custodian wallet provider</i>	as defined in the <i>Money Laundering Regulations</i> .
<i>custody</i>	(in relation to <i>clients' assets</i>) <i>safeguarding and administering investments</i> .
<i>custody asset</i>	(1) other than when acting as trustee or depositary of an AIF or acting as trustee or depositary of a UK UCITS:

	<p>(a) a <i>designated investment</i> held for or on behalf of a <i>client</i>;</p> <p>(b) any other asset which is or may be held with a <i>designated investment</i> held for, or on behalf of, a <i>client</i>.</p> <p>(2) in relation to <i>acting as trustee or depositary of an AIF</i> in ■ CASS 6:</p> <p>(a) an <i>AIF custodial asset</i> held by a <i>depositary</i> in line with ■ FUND 3.11.21 R (Depositary functions: safekeeping of financial instruments); or</p> <p>(b) any other asset of an <i>AIF</i> in respect of which a <i>depositary</i> exercises safe-keeping functions in line with ■ FUND 3.11.23 R (Depositary functions: safekeeping of other assets).</p> <p>(3) in relation to <i>acting as trustee or depositary of a UK UCITS</i> in ■ CASS 6:</p> <p>(a) a <i>UCITS custodial asset</i> held by a <i>depositary</i> in line with ■ COLL 6.6B.18R (Depositary functions: safekeeping of financial instruments); or</p> <p>(b) any other asset of a <i>UCITS</i> for which a <i>depositary</i> exercises safe-keeping functions in line with ■ COLL 6.6B.19R (Depositary functions: safekeeping of other assets).</p>
custody chapter	■ CASS 6.
custody rules	■ CASS 6.
customer	<p>(A) in the <i>PRA Rulebook</i>:</p> <p>(1) (except in relation to <i>ICOBS</i> , ■ MCOB 3 and ■ CASS 5) a <i>client</i> who is not an <i>eligible counterparty</i> for the relevant purposes.</p> <p>(2) (in relation to ■ MCOB 3) a <i>person</i> in (1) or a <i>person</i> who would be such a <i>person</i> if he were a <i>client</i>.</p> <p>(3) (in relation to <i>ICOBS</i>) a <i>person</i> who is a <i>policyholder</i>, or a prospective <i>policyholder</i> but (except in ■ ICOBS 2 (general matters), and (in respect of that chapter) ■ ICOBS 1 (application)) excluding a <i>policyholder</i> or prospective <i>policyholder</i> who does not make the arrangements preparatory to him concluding the <i>contract of insurance</i>.</p> <p>(4) (in relation to ■ CASS 5) a <i>client</i>.</p> <p>(B) in the <i>FCA Handbook</i>:</p> <p>(1) (except in relation to ■ SYSC 19F.2, <i>ICOBS</i>, <i>retail premium finance</i>, a <i>credit-related regulated activity</i>, <i>regulated claims management activity</i>, <i>regulated funeral plan activity</i>, ■ MCOB 3A, an <i>MCD credit agreement</i>, ■ CASS 5, <i>PRIN</i> in relation to <i>MiFID</i> or equivalent <i>third country business</i> ■ DISP 1.1.10-BR, ■ PROD 1.4 and ■ PROD 4) and in relation to <i>payment services</i> and issuing <i>electronic money</i> (where not a <i>regulated activity</i>) a <i>client</i> who is not an <i>eligible counterparty</i> for the relevant purposes.</p> <p>(2) (in relation to ■ MCOB 3A) a <i>person</i> in (1) or a <i>person</i> who would be such a <i>person</i> if he were a <i>client</i>.</p> <p>(2A) (in relation to an <i>MCD credit agreement</i>) a <i>consumer</i>.</p>

(3) (in relation to *ICOB*S, retail premium finance, ■ DISP 1.1.10-BR, and for ■ PROD 1.4 and ■ PROD 4 in relation to a *life policy* only) a *person* who is a *policyholder*, or a prospective *policyholder*, excluding a *policyholder* or prospective *policyholder* who does not make the arrangements preparatory to the conclusion of the *contract of insurance*.

(3A)(in relation to ■ ICOB

S 2 (General matters) and in respect of that chapter also ■ ICOBS 1 (Application), ■ SYSC 19F.2 and for ■ PROD 1.4 and ■ PROD 4 in relation to a *non-investment insurance product*) a *person* who is:

(a) a *policyholder*, or a prospective *policyholder*; and

(b)(in relation to ■ ICOB

S 2.5.-1R, and for ■ PROD 1.4 and ■ PROD 4 in relation to a *non-investment insurance product*) in addition to (a), a *policy stakeholder*.

(4) (in relation to ■ CASS 5) a *client*.

(5) (in relation to a *credit-related regulated activity*, other than in relation to an *MCD credit agreement*) an *individual* who enters, may enter or has entered into a *credit agreement* or a *consumer hire agreement*; and:

(-a) (in relation to *consumer credit lending*) includes an *individual* who the *firm* treats as a *person* who is, or has been, the *borrower* under a *regulated credit agreement*;

(-aa) (in relation to *consumer hiring*) includes an *individual* who the *firm* treats as a *person* who is, or has been, the *hirer* under a *regulated consumer hire agreement*;

(a) (in relation to *credit broking*) an *individual* who uses, may use or has used the services of a *firm* in carrying on that *regulated activity*;

(b) (in relation to *operating an electronic system in relation to lending*) an *individual* who is, may be, has been or may have been the *borrower* under a *P2P agreement*;

(c) (in relation to *debt adjusting*) an *individual* who uses, may use or has used the services of a *firm* in carrying on that *regulated activity*;

(d) (in relation to *debt counselling*) an *individual* who uses, may use or has used the services of a *firm* in carrying on that *regulated activity*;

(e) (in relation to *debt collecting*) a *person* within (i) to (iv) in relation to whom the *firm* takes steps to procure the payment of a debt due under a *credit agreement* or a *consumer hire agreement* or a *P2P agreement* (whether or not that *person* is a party to the *credit agreement* or *consumer hire agreement* or *P2P agreement*):

(i) an *individual* who is or has been the *borrower* under a *credit agreement*, or is or has been the *hirer* under a *consumer hire agreement*, or is or has been the *borrower* under a *P2P agreement*;

(ii) an *individual* who the *firm* treats as a *person* within (i);

(iii) a *person* providing a guarantee or indemnity under the agreement; and

(iv) a *person* to whom the rights and duties of a *person* within (iii) have passed by *assignment* or operation of law;

(f) (in relation to *debt administration*) a *person* within (i) to (iv) in relation to whom the *firm* takes steps to perform duties or exercise or enforce rights under a *credit agreement* on behalf of the *lender* or under a *consumer hire agreement* on behalf of the *owner* or under a *P2P agreement* on behalf of the *lender*:

(i) an *individual* who is or has been the *borrower* under a *credit agreement*, or is or has been the *hirer* under a *consumer hire agreement*, or is or has been the *borrower* under a *P2P agreement*;

(ii) an *individual* who the *firm* treats as a *person* within (i);

(iii) a *person* providing a guarantee or indemnity under the agreement; and

(iv) a *person* to whom the rights and duties of a *person* within (iii) have passed by *assignment* or operation of law;

(g) (in relation to *providing credit information services*) an *individual* who uses, may use or has used the services of a *firm* in carrying on that *regulated activity*; and

(h) (in relation to *providing credit references*) an *individual* about whom information relevant to the *individual's* financial standing is or was, may be or may have been held by the *credit reference agency*.

(6)(for the purposes of *PRIN* in relation to *MiFID* or equivalent *third county business*) has the meaning given in ■ [COBS 3.2](#).

(7)(in relation to *regulated claims management activity* and *ancillary activity*) means a *person* who has, has had, or may have a *claim*:

(a) who uses, has used, or may use the services of a *person* who carries on a *regulated claims management activity* or an activity which would be a *regulated claims management activity* but for an exclusion in the *Regulated Activities Order*; or

(b) in respect of whom a *person* carries on the *regulated activity* of *seeking out, referrals and identification of claims or potential claims* or an activity which would be the *regulated activity* of *seeking out, referrals and identification of claims or potential claims* but for an exclusion in the *Regulated Activities Order*.

(8) in relation to *payment services* or issuing *electronic money* (where not a *regulated activity*) a *client* who is:

(a) a *consumer*;

(b) a *micro-enterprise*; or

(c) a *charity* which has an annual income of less than £1 million.

(9) (in relation to *regulated funeral plan activity* and *funeral plan products*):

(a) (except in *PRIN*) the *person* referred to in article 59 (2)(a) of the *Regulated Activities Order* who makes, or will make, one or more payments to another *person* under a *funeral plan contract* or prospective *funeral plan contract*;

(b) (in *PRIN*) a 'customer' in (a) and, if different in relation to a *funeral plan contract* or prospective *funeral plan contract*, a *covered individual*.

<i>customer-dealing function</i>	<p>in relation to the carrying on of a <i>regulated activity</i> by an <i>authorised person</i> ("A") a function that will involve the <i>person</i> performing it in dealing with:</p> <ul style="list-style-type: none">(a) customers of A; or(b) property of customers of A; <p>in a manner substantially connected with the carrying on of the activity.</p>
<i>customer function</i>	<p><i>FCA controlled function</i> CF30 in the <i>table of FCA controlled functions</i>, described more fully in ■ SUP 10A.10.7 R.</p>
<i>customer order</i>	<ul style="list-style-type: none">(a) an order to a <i>firm</i> from a <i>customer</i> to <i>execute</i> a transaction as agent;(b) any other order to a <i>firm</i> from a <i>customer</i> to <i>execute</i> a transaction in circumstances giving rise to duties similar to those arising on an order to <i>execute</i> a transaction as agent;(c) a decision by a <i>firm</i> in the exercise of discretion to <i>execute</i> a transaction with or for a <i>customer</i>.
<i>customer's best interests rule</i>	<ul style="list-style-type: none">(1)(in relation to <i>regulated funeral plan activity</i>) ■ FPCOB 2.1.2R.(2)(for all other purposes) ■ ICOBS 2.5.-1R.

Glossary - D

Definition of terms and concepts related to the topic of the glossary.

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<i>DA levy</i>	the levy payable to the <i>FCA</i> in respect of the provision of debt advice by the <i>Devolved Authorities</i> under ■ FEES 7B.
<i>damage to property</i>	(in relation to a <i>class</i> of contract of insurance) the <i>class</i> of contract of insurance, specified in paragraph 9 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against loss of or damage to property (other than property to which paragraphs 3 to 7 of that Schedule (L and vehicles, Railway rolling stock, Aircraft, Ships and Goods in transit) relate) due to hail or frost or any other event (such as theft) other than those mentioned in paragraph 8 of that Schedule (Fire and natural forces).
<i>daily trading flow</i>	the daily value of transactions that a <i>MIFIDPRU investment firm</i> enters through: <ul style="list-style-type: none"> (1) <i>dealing on own account</i>; or (2) the <i>execution of orders on behalf of clients</i> in the <i>firm's</i> own name.
<i>data element</i>	A discrete fact or individual piece of information relating to a particular field within a <i>data item</i> required to be submitted to the <i>appropriate regulator</i> by a firm, other regulated entity or <i>parent undertaking</i> .
<i>data item</i>	One or more related <i>data elements</i> that are grouped together into a prescribed format and required to be submitted by: <ul style="list-style-type: none"> (1) a <i>firm</i> or other regulated entity under ■ SUP 16 or provisions referred to in ■ SUP 16; or (2) a <i>MIFIDPRU investment firm</i> or a <i>parent undertaking</i> under ■ MIFIDPRU 9.
<i>data processing</i>	(in ■ COBS 19.11) has the same meaning as 'processing' in section 3(4) of the Data Protection Act 2018, which in relation to information, means an operation or set of operations which is performed on information, or on sets of information, such as: <ul style="list-style-type: none"> (a) collection, recording, organisation, structuring or storage; (b) adaptation or alteration; (c) retrieval, consultation or use; (d) disclosure by transmission, dissemination or otherwise making available; (e) alignment or combination; or (f) restriction, erasure or destruction.
<i>data protection legislation</i>	the General Data Protection Regulation (EU) No 2016/679 and the Data Protection Act 2018.
<i>data reporting service</i>	(in accordance with regulation 2(1) of the <i>DRS Regulations</i>) the provision of the service of an <i>APA</i> , an <i>ARM</i> or a <i>CTP</i> when carried out as a regular occupation or business activity.

<i>data reporting services provider</i>	a person operating one or more <i>data reporting service</i> .
<i>data vendor</i>	a person whose regular occupation or business is the collection, processing and supply of financial market data for use by third parties.
<i>data set</i>	One or more <i>data items</i> relating to the same <i>regulated activity</i> .
<i>date of allotment</i>	the date on which amounts of the <i>relevant security</i> are allotted to subscribers or purchasers and, where there is an initial or preliminary allotment subject to confirmation, the date of that initial or preliminary allotment.
<i>day</i>	a period of 24 hours beginning at midnight.
<i>DCG</i>	the Office of Fair Trading's Debt Collection Guidance.
<i>DEA</i>	<i>direct electronic access</i> .
<i>deal</i>	a <i>dealing</i> transaction.
<i>dealer</i>	in relation to a <i>hire-purchase agreement</i> , <i>credit-sale agreement</i> or <i>conditional sale agreement</i> under which this person is not the <i>lender</i> , a person who sells or proposes to sell goods, land or other things to the <i>lender</i> before they form the subject matter of any such agreements and, in relation to any other agreements, means a <i>supplier</i> or the <i>supplier's agent</i> .
<i>dealing</i>	(1) (in accordance with paragraph 2 of Schedule 2 to the Act (<i>Regulated activities</i>) buying, selling, subscribing for or underwriting <i>investments</i> or offering or agreeing to do so, either as a <i>principal</i> or as an agent, including, in the case of an <i>investment</i> which is a <i>contract of insurance</i> , carrying out the contract.
<i>dealing day</i>	(in <i>COLL</i>) the period in a <i>business day</i> (in accordance with provisions of the <i>prospectus</i>) during which the <i>ACD</i> or the <i>operator</i> is open for business.
<i>dealing in investments as agent</i>	the <i>regulated activity</i> , specified in article 21 of the <i>Regulated Activities Order</i> (Dealing in investments as agent), which is in summary: <i>buying, selling, subscribing for or underwriting designated investments</i> (other than <i>P2P agreements</i>), <i>pure protection contracts</i> , <i>general insurance contracts</i> , <i>structured deposits</i> or <i>funeral plan contracts</i> as agent.
<i>dealing in investments as principal</i>	the <i>regulated activity</i> , specified in article 14 of the <i>Regulated Activities Order</i> (Dealing in investments as principal), which is in summary: <i>buying, selling, subscribing for or underwriting designated investments</i> (other than <i>P2P agreements</i>) as principal.
<i>dealing period</i>	(in <i>COLL</i>) the period between one <i>valuation point</i> and the next.
<i>dealing on own account</i>	trading against proprietary capital resulting in the conclusion of transactions in one or more <i>financial instruments</i> . [Note: article 2(1)(5) of <i>MiFIR</i>]

<i>dealing with unwanted asset money</i>	the <i>regulated activity</i> specified in article 63N(1)(c) of the <i>Regulated Activities Order</i> .
<i>debenture</i>	<p>the <i>investment</i>, specified in article 77 of the <i>Regulated Activities Order</i> (Instruments creating or acknowledging indebtedness), which is in summary: any of the following which are not <i>government and public securities</i>:</p> <ul style="list-style-type: none"> (a) debentures; (b) debenture stock; (c) loan stock; (d) bonds; (e) certificates of deposit; (f) any other instrument creating or acknowledging indebtedness.
<i>debt adjuster</i>	a <i>person</i> who has, or ought to have, a <i>Part 4A permission</i> to carry on the <i>regulated activity</i> of <i>debt adjusting</i> and who negotiates with a <i>lender</i> on behalf of a <i>customer</i> the terms of discharge of a debt due under a <i>credit agreement</i> or a <i>consumer hire agreement</i> , or takes over the <i>customer's</i> obligations to discharge such debts in return for payments by the <i>customer</i> , or carries on any similar activity concerned with the liquidation of such a debt.
<i>debt adjusting</i>	a <i>regulated activity</i> of the kind specified in article 39D of the <i>Regulated Activities Order</i> .
<i>debt administration</i>	a <i>regulated activity</i> of the kind specified in article 39G of the <i>Regulated Activities Order</i> .
<i>debt capital</i>	<p>(in <i>IPRU(INV) 13</i>) a <i>security</i> of indeterminate duration or other instrument the debt agreement for which provides that:</p> <ul style="list-style-type: none"> (a) it may not be reimbursed on the holder's initiative; (b) the borrower has the option of deferring the payment of interest on the debt; (c) the lender's claims on the borrower must be wholly subordinated to those of all non-subordinated creditors; (d) debt and unpaid interest should be such as to absorb losses, whilst leaving the borrower in a position to continue trading; <p>and which is fully paid-up.</p>
<i>debt collecting</i>	a <i>regulated activity</i> of the kind specified in article 39F of the <i>Regulated Activities Order</i> .
<i>debt collector</i>	a <i>person</i> who has, or ought to have, a <i>Part 4A permission</i> to carry on the <i>regulated activity</i> of <i>debt adjusting</i> and who takes steps to procure payment of debts due under <i>credit agreements</i> or <i>consumer hire agreements</i> .
<i>debt counselling</i>	a <i>regulated activity</i> of the kind specified in article 39E of the <i>Regulated Activities Order</i> .

<i>debt counsellor</i>	a person who has, or ought to have, a <i>Part 4A permission</i> to carry on the regulated activity of <i>debt counselling</i> and who gives advice to <i>borrowers</i> or <i>hirers</i> about the liquidation of debts under <i>credit agreements</i> or <i>consumer hire agreements</i> .
<i>debt management activity</i>	the activities of <i>debt counselling</i> or <i>debt adjusting</i> , alone or together, carried on with a view to an <i>individual</i> entering into a particular <i>debt solution</i> or in relation to any such <i>debt solution</i> , and activities connected with those activities.
<i>debt management client money chapter</i>	■ CASS 11.
<i>debt management client money distribution rules</i>	the rules and guidance in ■ CASS 11.13.
<i>debt management client money rules</i>	the rules and guidance in ■ CASS 11.1 to ■ CASS 11.12.
<i>debt management firm</i>	<p>(a) a <i>firm</i> which carries on the activities of <i>debt counselling</i> or <i>debt adjusting</i>, alone or together, with a view to an <i>individual</i> entering into a particular <i>debt solution</i>; or</p> <p>(b) a <i>firm</i> which carries on the activity of <i>debt counselling</i> where an <i>associate</i> carries on <i>debt adjusting</i> with the aim in (a) in view; or</p> <p>(c) a <i>firm</i> which carries on the activity of <i>debt adjusting</i> where an <i>associate</i> carries on <i>debt counselling</i> with the aim in (a) in view; and</p> <p>in each case, other than a <i>not-for-profit debt advice body</i>.</p>
<i>debt management plan</i>	a non-statutory agreement between a <i>customer</i> and one or more of the <i>customer's lenders</i> the aim of which is to discharge or liquidate the <i>customer's</i> debts, by making regular payments to a third party which administers the plan and distributes the money to the <i>lenders</i> .
<i>Debt Respite moratorium</i>	means a breathing space moratorium or mental health crisis moratorium under The Debt Respite Scheme (Breathing Space Moratorium and Mental Health Crisis Moratorium) (England and Wales) Regulations 2020.
<i>debt security</i>	<p>(1) (in <i>UKLR</i> and ■ DTR 7) <i>debentures</i>, <i>alternative debentures</i>, debenture stock, loan stock, bonds, certificates of deposit or any other instrument creating or acknowledging indebtedness.</p> <p>(2) (in ■ DTR 4, ■ DTR 5 and ■ DTR 6) bonds or other forms of transferable securitised debts, with the exception of securities which are equivalent to <i>shares</i> in companies or which, if converted or if the rights conferred by them are exercised, give rise to a right to acquire <i>shares</i> or securities equivalent to <i>shares</i>.</p>

	<p>[Note: article 2.1(b) of the <i>Transparency Directive</i>]</p> <p>(3) (except in <i>DTR</i> and <i>UKLR</i>) any of the following:</p> <ul style="list-style-type: none"> (a) a <i>debenture</i>; (aa) an <i>alternative debenture</i>; (b) a <i>government and public security</i>; (c) a <i>warrant</i> which confers a right in respect of an <i>investment</i> in (a) or (b).
<i>debt solution</i>	an arrangement, scheme or procedure, whether statutory or not, the aim of which is to discharge or liquidate a <i>customer's</i> debts.
<i>decision notice</i>	a notice issued by the <i>appropriate regulator</i> in accordance with section 388 of the Act (Decision notices).
<i>dedicated</i>	<p>(in relation to <i>investments</i> of an <i>authorised fund</i>) intended that the holders should participate in or receive:</p> <ul style="list-style-type: none"> (a) profits or income arising from the acquisition, holding, management or disposal of <i>investments</i> of the relevant description; or (b) sums paid out of profits or income in (a); or (c) other benefits where expressly permitted by a provision in <i>COLL</i>.
<i>deductions plan</i>	(in <i>COBS</i>) a plan that describes the deductions from asset share that a <i>firm</i> expects to make for the cost of guarantees and the use of capital (■ <i>COBS</i> 20.2.8 R).
<i>deemed voting power</i>	<p>in ■ <i>SUP</i> 11 (Controllers and close links) and ■ <i>SUP</i> 16 (Reporting requirements) (in accordance with section 422 of the Act), includes in relation to a <i>person</i> ("H") a voting power:</p> <ul style="list-style-type: none"> (a) held by a third party with whom H has concluded an agreement, which obliges H and the third party to adopt, by concerted exercise of the voting power they hold, a lasting common policy towards the management of the <i>undertaking</i> in question; (b) held by a third party under an agreement concluded with H providing for the temporary transfer for consideration of the voting power in question; (c) attaching to <i>shares</i> which are lodged as collateral with H, provided that H controls the voting power and declares an intention to exercise it; (d) attaching to <i>shares</i> in which H has a life interest; (e) held or which may be exercised within the meaning of subparagraphs (a) to (d), by a <i>controlled undertaking</i> of H; (f) attaching to <i>shares</i> deposited with H which H has discretion to exercise in the absence of specific instructions from the shareholders; (g) held in the name of a third party on behalf of H; and (h) which H may exercise as a proxy where H has discretion about the exercise of the voting power in the absence of specific instructions from the shareholders.

default	<p>(1) [deleted]</p> <p>(2) (in <i>MIPRU</i>) for any credit obligation a borrower has with a <i>firm</i>, an event where:</p> <p>(a) the borrower is past the contractual payment due date by more than 90 days; and</p> <p>(b) the <i>firm</i> reasonably considers that the borrower is unlikely to pay or otherwise fulfil its credit obligations to the <i>firm</i>.</p> <p>(3) (in relation to an <i>operator of an electronic system in relation to lending</i>) an event where:</p> <p>(a) in respect of a <i>P2P agreement</i> that is not secured on property, the borrower is past the contractual payment due date by more than 90 days; or</p> <p>(b) in respect of a <i>P2P agreement</i> that is secured on property, the borrower is past the contractual payment due date by more than 180 days.</p>
default arrangement	<p>(a) an arrangement expressly provided by an <i>operator</i> of a <i>qualifying scheme</i> for the purpose of investing the <i>workplace pension contributions</i> of employees who have expressed no choice in relation to the investment of such contributions;</p> <p>(b) where no such arrangement is expressly provided, an arrangement whereby, in relation to members who are employees of the same employer, at least 80% of those members of the <i>qualifying scheme</i>, whether they had expressed a choice or not prior to the <i>qualifying scheme</i> coming into being, have their <i>workplace pensions contributions</i> invested, is deemed to be a <i>default arrangement</i>;</p> <p>(c) but an arrangement will not be a <i>default arrangement</i> under (b) if, prior to a scheme becoming a <i>qualifying scheme</i>:</p> <p>(i) all members within that arrangement have been told that their <i>workplace pension contributions</i> will be invested in a new arrangement once the scheme becomes a <i>qualifying scheme</i>, unless they give express agreement for their contributions to continue to be invested in the original arrangement;</p> <p>(ii) any members who wish to remain in the original arrangement have given express agreement in writing, including an acknowledgement that continuing in the original arrangement might mean that charges are higher than the limits set out in COBS 19.6 (Restriction on charges in qualifying schemes); and</p> <p>(iii) any members who did not agree to remain in the original arrangement have had their <i>workplace pension contributions</i> invested in the new arrangement;</p> <p>(d) where an arrangement is a <i>default arrangement</i> by virtue of (a) and (b), it continues to be such an arrangement regardless of whether it continues to satisfy those paragraphs.</p>
default option	<p>an <i>investment</i> or group of <i>investments</i> offered for inclusion in a <i>non-workplace pension</i> and designed to meet the needs, objectives and characteristics of a typical <i>non-advised client</i> in the target market.</p>

<i>default rules</i>	<p>(1) (in relation to a <i>UK RIE</i>) the default rules which it is required to have under paragraph 10 of the Schedule to the <i>Recognition Requirements Regulations</i>.</p> <p>(2) (in relation to a <i>UK RCH</i>) the default rules which it is required to have under paragraph 24 of the Schedule to the <i>Recognition Requirements Regulations</i>.</p>
<i>deferred acquisition costs</i>	deferred acquisition costs as defined in the <i>insurance accounts rules</i> .
<i>deferred pension scheme member</i>	a member of a <i>relevant pension scheme</i> (other than an <i>active pension scheme member</i> or a member of a <i>relevant pension scheme</i> who is entitled to the present payment of pension or other benefits from their scheme) who has accrued benefits in that <i>relevant pension scheme</i> .
<i>deferred share</i>	<p>(1) (other than in <i>CREDS</i> and <i>COMP</i>) in relation to a <i>building society</i>, a deferred share as defined in the Building Societies (Deferred Shares) Order 1991.</p> <p>(2) (in <i>CREDS</i> and COMP 5.3.1 R (2)(cA)) in relation to a <i>Great Britain credit union</i>, means any share of a class defined as a deferred share by section 31A of the Credit Unions Act 1979.</p>
<i>deficit reduction amount</i>	in respect of a <i>defined benefit occupational pension scheme</i> , the sum, determined by a <i>firm</i> in conjunction with the <i>defined benefit occupational pension scheme's</i> actuaries or trustees (or both), of the additional funding (net of tax) that will be required to be paid into that scheme by the <i>firm</i> over the following five year period for the purpose of reducing the <i>firm's defined benefit liability</i> .
<i>defined benefit asset</i>	the excess of the value of the assets in a <i>defined benefit occupational pension scheme</i> over the present value of the scheme liabilities, to the extent that a <i>firm</i> , as employer, in accordance with the accounting principles applicable to it, should recognise that excess as an asset in its balance sheet.
<i>defined benefit liability</i>	the shortfall of the value of the assets in a <i>defined benefit occupational pension scheme</i> below the present value of the scheme liabilities, to the extent that a <i>firm</i> , as employer, in accordance with the accounting principles applicable to it, should recognise that shortfall as a liability in its balance sheet.
<i>defined benefit occupational pension scheme</i>	an <i>occupational pension scheme</i> which is not a <i>defined contribution occupational pension scheme</i> .
<i>defined benefits pension scheme</i>	a <i>pension policy</i> or <i>pension contract</i> under which the only <i>money-purchase benefits</i> are benefits ancillary to other benefits which are not <i>money-purchase benefits</i> .

<i>defined contribution occupational pension scheme</i>	an <i>occupational pension scheme</i> into which a <i>firm</i> , as employer, pays regular fixed contributions and will have no legal or constructive obligation to pay further contributions if the scheme does not have sufficient assets to pay all employee benefits relating to employee service in the current and prior periods.
<i>delivery by value</i>	a transaction type, described as "delivery by value", used to deliver and receive <i>securities</i> within <i>CREST</i> .
<i>deposit</i>	<p>(1) (except in <i>COMP</i>) the <i>investment</i>, specified in article 74 and defined in articles 5(2) and 5(3) of the <i>Regulated Activities Order</i>, which is in summary: a sum of money (other than one excluded by any of articles 6 to 9 AB of the <i>Regulated Activities Order</i>) paid on terms:</p> <ul style="list-style-type: none">(a) under which it will be repaid, with or without interest or a premium, and either on demand or at a time or in circumstances agreed by or on behalf of the <i>person</i> making the payment and the <i>person</i> receiving it; and(b) which are not referable to the provision of property (other than currency) or services or the giving of security; in this definition, money is paid on terms which are referable to the provision of property or services or the giving of security if, and only if:<ul style="list-style-type: none">(i) it is paid by way of advance or part payment under a contract for the sale, hire or other provision of property or services, and is repayable only in the event that the property or services is or are not in fact sold, hired or otherwise provided; or(ii) it is paid by way of security for the performance of a contract or by way of security in respect of loss which may result from the non-performance of a contract; or(iii) without prejudice to (ii), it is paid by way of security for the delivery up or return of any property, whether in a particular state of repair or otherwise. <p>(2) (in <i>COMP</i>) the <i>investment</i> within (1), but including a sum of money that would otherwise be excluded:</p> <ul style="list-style-type: none">(a) by article 6(1)(a)(ii) of the <i>Regulated Activities Order</i>, where the <i>person</i> making the payment is a <i>credit union</i> (unless the <i>person</i> receiving the payment is also a <i>credit union</i>); or(b) by article 6(1)(d) of the <i>Regulated Activities Order</i>, where the <i>person</i> receiving it is a <i>credit union</i>; or(c) by article 6 of the <i>Regulated Activities Order</i>, where the <i>person</i> paying it is an <i>eligible claimant</i>.

<i>deposit acceptors' contribution class</i>	class 6 in ■ FEES 6 Annex 3AR, to which the FSCS may allocate a <i>compensation costs levy</i> or <i>specific costs levy</i> allocated to the <i>retail pool</i> .
<i>deposit back arrangement</i>	(in relation to any contract of <i>reinsurance</i>) an arrangement whereby an amount is deposited by the <i>reinsurer</i> with the cedant.
<i>deposit-based stakeholder product</i>	the <i>stakeholder product</i> specified by regulation 4 (certain deposit accounts) of the <i>Stakeholder Regulations</i> ;
<i>Deposit Guarantee Directive</i>	the Council Directive of 13 May 1994 on deposit-guarantee schemes (No 94/19/EC).
<i>deposit-taking firm</i>	a <i>firm</i> which is a <i>bank</i> , <i>building society</i> or <i>credit union</i> .
<i>depository</i>	<p>(1) (except in <i>UKLR</i>):</p> <p>(a) (in relation to an <i>ICVC</i>) the <i>person</i> to whom is entrusted the safekeeping of all of the <i>scheme property</i> of the <i>ICVC</i> and who has been appointed for this purpose in accordance with regulation 5 (Safekeeping of scheme property by depository) of and Schedule 1 (Depositaries) to the <i>OEIC Regulations</i>;</p> <p>(b) (in relation to an <i>AUT</i>) the <i>trustee</i>;</p> <p>(c) (in relation to any other <i>unit trust scheme</i> other than an <i>AIF</i> specified in (e)) the <i>person</i> holding the property of the <i>scheme</i> on trust for the <i>participants</i>;</p> <p>(ca) [deleted]</p> <p>(cb) (in relation to an <i>ACS</i> which is a <i>co-ownership scheme</i>) the <i>person</i> who holds the property subject to the <i>scheme</i> or to whose order that property is held, as required by section 235A(3)(d) of the <i>Act</i> (Contractual schemes);</p> <p>(cc) (in relation to an <i>ACS</i> which is a <i>limited partnership scheme</i>) the <i>person</i> who holds the property subject to the <i>scheme</i> or to whose order that property is held, and who has been appointed to be the <i>person</i> to whom the <i>property</i> subject to the <i>scheme</i> is entrusted for safekeeping, as required by section 235A(6)(e)(i) of the <i>Act</i> (Contractual schemes);</p> <p>(d) (in relation to any other <i>fund</i> other than an <i>AIF</i> specified in (e))) any <i>person</i> to whom the <i>fund</i> property is entrusted for safekeeping.</p> <p>(e) (for an <i>AIF</i> managed by a <i>full-scope UK AIFM</i> (other than an <i>AIF</i> which is an <i>ICVC</i>, an <i>AUT</i> or an <i>ACS</i>)) the <i>person</i> fulfilling:</p> <p>(i) the function of a depository in accordance with FUND 3.4.11R; or</p> <p>(ii) one or more of the functions of cash monitoring, safekeeping or oversight for a <i>non-UK AIF</i> , in line with ■ FUND 3.11.33R (1)(a) (<i>AIFM</i> of a <i>non-UK AIF</i>).</p>

	(2) (in <i>UKLR</i>) a person that issues <i>certificates representing certain securities</i> that have been <i>admitted to listing</i> or are the subject of an application for <i>admission to listing</i> .
DEPP	the Decision Procedure and Penalties manual.
derivative	<p>(1)(other than in <i>REC</i>, ■ <i>MAR 5</i> and ■ <i>MAR 5A</i>) a <i>contract for differences</i>, a <i>future</i> or an <i>option</i> (see also <i>securitised derivative</i>).</p> <p>(2)(in <i>REC</i>, ■ <i>MAR 5</i> and ■ <i>MAR 5A</i>) those financial instruments defined in article 2 (1)(24)(c) of <i>MiFIR</i> or referred to in paragraphs 4 to 10 of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>.</p> <p>[Note: article 2(1)(29) of <i>MiFIR</i>]</p>
derivatives trade	(in <i>MIFIDPRU</i>) means an order relating to the purchase or sale of a <i>financial instrument</i> that is not a <i>cash trade</i> .
designated bank	a person designated as such for the purposes of regulation 9 of the <i>Small and Medium Sized Business (Credit Information) Regulations</i> or regulation 9 of the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i> .
designated client bank account	<p>a <i>client bank account</i> with the following characteristics:</p> <p>(a) the account holds the money of one or more <i>clients</i>;</p> <p>(b) the account includes in its title the words "designated client" (or, if the systems constraints of the approved bank or the <i>firm</i> that holds the account (or both) make this impracticable, an appropriate abbreviation of those words that has the same meaning);</p> <p>(c) the <i>clients</i> whose <i>money</i> is in the account have each consented in writing to the use of the bank with which the <i>client money</i> is to be held; and</p> <p>(d) in the event of the <i>failure</i> of that bank, the account is not pooled with any other type of account unless a <i>primary pooling event</i> occurs.</p>
designated client fund account	<p>a <i>client bank account</i> with the following characteristics:</p> <p>(a) the account holds at least part of the <i>client money</i> of one or more <i>clients</i>, each of whom has consented to that <i>money</i> being held in the same <i>client bank</i> accounts at the same banks (the <i>client money</i> of such <i>clients</i> constituting a designated fund);</p> <p>(b) the account includes in its title the words "designated client fund" (or, if the systems constraints of the approved bank or the <i>firm</i> that holds the account (or both) make this impracticable, an appropriate abbreviation of those words that has the same meaning); and</p> <p>(c) in the event of the <i>failure</i> of a bank with which part of a designated fund is held, each <i>designated client fund account</i> held with the failed bank will form a pool with any other <i>designated client fund account</i> containing part of that same designated fund unless a <i>primary pooling event</i> occurs.</p>
designated clearing house	<p>one of the following <i>clearing houses</i>:</p> <p>(a) ASX Settlement and Transfer Corporation Pty Ltd (ASTC);</p> <p>(b) Austrian Kontroll Bank (OKB);</p>

	<p>(c) Board of Trade Clearing Corporation;</p> <p>(d) Cassa di Compensazione e Garanzia S.p.A (CCG);</p> <p>(e) Commodity Clearing Corporation;</p> <p>(f) Emerging Markets Clearing Corporation;</p> <p>(g) FUTOP Clearing Centre (FUTOP Clearing Centralen A/S);</p> <p>(h) Hong Kong Futures Exchange Clearing Corporation Ltd;</p> <p>(i) Hong Kong Securities Clearing Company Ltd;</p> <p>(j) Kansas City Board of Trade Clearing Corporation;</p> <p>(k) Norwegian Futures & Options Clearing House (Norsk Opsjonssentral A.S. (NOS));</p> <p>(l) N.V. Nederlandse Liquidatiekas (NLKKAS);</p> <p>(m) OM Stockholm Exchange;</p> <p>(n) Options Clearing Corporation;</p> <p>(o) Options Clearing House Pty Ltd (OCH);</p> <p>(p) Sydney Futures Exchange Clearing House (SFECH Ltd); and</p> <p>(q) TNS Clearing Pty Ltd (TNSC).</p>
<i>designated credit reference agency</i>	<i>a person designated as such for the purposes of regulation 9 of the Small and Medium Sized Business (Credit Information) Regulations.</i>
<i>designated finance platform</i>	<i>a finance platform designated as such for the purposes of regulation 9 of the Small and Medium Sized Business (Finance Platforms) Regulations.</i>
<i>designated investment</i>	<p>(1)a <i>security or a contractually-based investment</i> (other than a <i>funeral plan contract</i> and a right to or interest in a <i>funeral plan contract</i>), that is, any of the following investments, specified in Part III of the <i>Regulated Activities Order</i> (Specified Investments):</p> <p>(a) <i>life policy</i> (subset of article 75 (Contracts of insurance));</p> <p>(b) <i>share</i> (article 76);</p> <p>(c) <i>debenture</i> (article 77);</p> <p>(ca) <i>alternative debenture</i> (article 77A);</p> <p>(d) <i>government and public security</i> (article 78);</p> <p>(e) <i>warrant</i> (article 79);</p> <p>(f) <i>certificate representing certain securities</i> (article 80);</p> <p>(g) <i>unit</i> (article 81);</p> <p>(h) <i>stakeholder pension scheme</i> (article 82(1))</p> <p>(ha) <i>personal pension scheme</i> (article 82(2));</p>

designated investment business

- (hab)pension scheme which provides *safeguarded benefits* (article 82(3)) (but only in relation to *advising on conversion or transfer of pension benefits*);
 - (hb) *emissions auction product* (article 82A);
 - (hc)*emissions allowance* (article 82B);
 - (i) *option* (article 83); for the purposes of the *permission* regime, this is sub-divided into:
 - (i) *option* (excluding a *commodity option* and an *option* on a *commodity future*);
 - (ii) *commodity option* and *option* on a *commodity future*;
 - (j) *future* (article 84); for the purposes of the *permission* regime, this is sub-divided into:
 - (i) *future* (excluding a *commodity future* and a *rolling spot forex contract*);
 - (ii) *commodity future*;
 - (iii) *rolling spot forex contract*;
 - (k) *contract for differences* (article 85); for the purposes of the *permission* regime, this is sub-divided into:
 - (i) *contract for differences* (excluding a *spread bet* and a *rolling spot forex contract*);
 - (ii) *spread bet*;
 - (iii) *rolling spot forex contract*;
 - (iv)*binary bet*;
 - (l) *rights to or interests in investments* in (a) to (k) (article 89);
- (2)a *P2P agreement*; and
- (3)a *long-term care insurance contract* which is a *pure protection contract*.
- (4)(in *COLL*) in addition and to the extent it does not fall within (1), a *security* or a *contractually-based investment* which would have been within the definition of “designated investment” in the *FCA Handbook* immediately before *IP completion day*.
- any of the following activities, specified in Part II of the *Regulated Activities Order* (Specified Activities), which is carried on by way of business:
- (a) *dealing in investments as principal* (article 14), but disregarding the exclusion in article 15 (Absence of holding out etc);
 - (b) *dealing in investments as agent* (article 21) but only in relation to *designated investments* (other than *P2P agreements*);
 - (ba) *MiFID business bidding* (part of *bidding in emissions auctions*) (article 24A);
 - (c) *arranging (bringing about) deals in investments* (article 25(1)), but

only in relation to *designated investments* (other than *P2P agreements*);

(d) *making arrangements with a view to transactions in investments* (article 25(2)), but only in relation to *designated investments* (other than *P2P agreements*);

(da) *operating a multilateral trading facility* (article 25D);

(daa) *operating an organised trading facility* (article 25DA);

(db) *operating an electronic system in relation to lending* (article 36H) but only insofar as it relates to a lender or prospective lender under a *P2P agreement*;

(e) *managing investments* (article 37), but only if the assets consist of or include (or may consist of or include) *designated investments* (other than *P2P agreements*);

(ea) assisting in the administration and performance of a *contract of insurance*, but only if the *contract of insurance* is a *designated investment*.

(f) *safeguarding and administering investments* (article 40), but only if the assets consist of or include (or may consist of or include) *designated investments* (other than *P2P agreements*); for the purposes of the *permission regime*, this is sub-divided into:

(i) *safeguarding and administration of assets (without arranging)*;

(ii) *arranging safeguarding and administration of assets*;

(g) *sending dematerialised instructions* (article 45(1));

(h) *causing dematerialised instructions to be sent* (article 45(2));

(l) *establishing, operating or winding up a stakeholder pension scheme* (article 52(a))

(la) *establishing, operating or winding up a personal pension scheme* (article 52(b));

(lb) providing *basic advice on a stakeholder product* (article 52B);

(m) *advising on investments (except P2P agreements)* (article 53(1) to (1D)), but only in relation to *designated investments* (other than *P2P agreements*); for the purposes of the *permission regime*, this includes:

(i) *advising on investments (except pension transfers and pension opt-outs)*;

(ii) *advising on investments (except P2P agreements)* in respect of *pensions transfers and pension opt-outs*;

(ma) *advising on P2P agreements* (article 53(2));

(mb) *advising on conversion or transfer of pension benefits* (article 53E);

(n) *agreeing to carry on a regulated activity* in (a) to (h) and (m) (article 64).

(o) [deleted]

(p) *managing a UK UCITS*;

*designated
investment
exchange*

- (q) *acting as trustee or depositary of a UK UCITS;*
- (r) *managing an AIF;*
- (s) *acting as trustee or depositary of an AIF;*
- (t) *establishing, operating or winding up a collective investment scheme.*

Any of the following investment exchanges:

- American Stock Exchange
- Australian Stock Exchange
- Bermuda Stock Exchange
- Bolsa Mexicana de Valores
- Bourse de Montreal Inc
- Channel Islands Stock Exchange
- Chicago Board of Trade
- Chicago Board Options Exchange
- Chicago Stock Exchange
- Coffee, Sugar and Cocoa Exchange, Inc
- Euronext Amsterdam Commodities Market
- Hong Kong Exchanges and Clearing Limited
- International Securities Market Association
- Johannesburg Stock Exchange
- Kansas City Board of Trade
- Korea Stock Exchange
- Mid-America Commodity Exchange
- Minneapolis Grain Exchange
- New York Cotton Exchange
- New York Futures Exchange
- New York Stock Exchange
- New Zealand Stock Exchange
- Osaka Securities Exchange
- Pacific Exchange
- Philadelphia Stock Exchange
- Singapore Exchange
- South African Futures Exchange
- Tokyo International Financial Futures Exchange

	Tokyo Stock Exchange
	Toronto Stock Exchange
<i>designated investment firm</i>	an <i>authorised person</i> that has been designated by the <i>PRA</i> under article 3 of the <i>PRA-regulated Activities Order</i> .
<i>designated non-member</i>	(in <i>REC</i>) (in relation to a <i>UK RIE</i>) a <i>person</i> in respect of whom action may be taken under the <i>default rules</i> of the <i>RIE</i> but who is not a <i>member</i> of the <i>RIE</i> .
<i>designated professional body</i>	<p>a professional body designated by the Treasury under section 326 of the <i>Act</i> (Designation of professional bodies) for the purposes of Part XX of the <i>Act</i> (Provision of Financial Services by Members of the Professions); the following professional bodies have been designated in the Financial Services and Markets Act 2000 (Designated Professional Bodies) Order 2001 (SI 2001/1226), the Financial Services and Markets Act 2000 (Designated Professional Bodies) (Amendment) Order 2004 (SI 2004/3352) and the Financial Services and Markets Act 2000 (Designated Professional Bodies) (Amendment) Order 2006 (SI 2006/58):</p> <ul style="list-style-type: none"> (a) The Law Society of England & Wales; (b) The Law Society of Scotland; (c) The Law Society of Northern Ireland; (d) The Institute of Chartered Accountants in England and Wales; (e) The Institute of Chartered Accountants of Scotland; (f) The Institute of Chartered Accountants in Ireland; (g) The Association of Chartered Certified Accountants; (h) The Institute of Actuaries; (i) The Council for Licensed Conveyancers; and (j) The Royal Institution of Chartered Surveyors.
<i>designated State or territory</i>	any <i>EEA State</i> (other than the <i>United Kingdom</i>), Australia, Canada or a province of Canada, Hong Kong, Singapore, South Africa, Switzerland, a State in the United States of America, the District of Columbia or Puerto Rico.
<i>designated senior management function</i>	<p>(in accordance with section 59ZB of the <i>Act</i> (Designated senior management functions):</p> <ul style="list-style-type: none"> (a) a function that has been designated by the <i>FCA</i> in ■ SUP 10C (FCA senior managers regime for approved persons in SMCR firms) as a designated senior management function; or (b) a function of a description specified in rules made by the <i>PRA</i> under section 59(3)(a) of the <i>Act</i> (Approval for particular arrangements).
<i>Devolved Authorities</i>	<p>for the purposes of the <i>DA levy</i> in relation to providing debt advice to members of the public in Scotland, Wales and Northern Ireland, the devolved authorities are defined in section 137SB(11) of the <i>Act</i> as:</p> <ul style="list-style-type: none"> (a) the Scottish Ministers;

	<div>(b)the Welsh Ministers; and</div> <div>(c)the Department for Communities in Northern Ireland.</div>
<i>digital content</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) goods or services which are produced and supplied in digital form, the use or consumption of which is restricted to a technical device and which do not include in any way the use or consumption of physical goods or services.
<i>dilution</i>	(in <i>COLL</i>) the amount of <i>dealing</i> costs incurred, or expected to be incurred, by or for the account of a <i>single-priced authorised fund</i> to the extent that these costs may reasonably be expected to result, or have resulted, from the acquisition or disposal of <i>investments</i> by or for the account of the <i>single-</i>

	<p><i>priced authorised fund</i> as a consequence (whether or not immediate) of the increase or decrease in the cash resources of the <i>single-priced authorised fund</i> resulting from the <i>issue</i> or <i>cancellation</i> of <i>units</i> over a period; for the purposes of this definition, <i>dealing</i> costs include both the costs of <i>dealing</i> in an <i>investment</i>, professional fees incurred, or expected to be incurred, in relation to the acquisition or disposal of an immovable and, where there is a spread between the <i>buying</i> and selling prices of the <i>investment</i>, the indirect cost resulting from the differences between those prices.</p>
<i>dilution adjustment</i>	<p>an adjustment to the <i>price</i> of a <i>unit</i> determined by the <i>authorised fund manager</i> of a <i>single-priced authorised fund</i>, under ■ COLL 6.3.8 R (Dilution) for the purpose of reducing <i>dilution</i>.</p>
<i>dilution levy</i>	<p>a charge of such amount or at such rate as is determined by the <i>authorised fund manager</i> of a <i>single-priced authorised fund</i> to be made for the purpose of reducing the effect of <i>dilution</i>.</p>
<i>Diners Club</i>	<p>the Diners Club International <i>IFR card payment system</i>.</p>
<i>Diploma Directives</i>	<p>the First and Second Diploma Directives, that is:</p> <ul style="list-style-type: none"> (a) the Council Directive of 21 December 1988 on a general system for the recognition of higher-education diplomas, awarded on completion of professional education and training of at least three years' duration (No 89/48/EEC); (b) the Council Directive of 18 June 1992 on a second general system for the recognition of professional education and training to supplement Directive 89/48/EEC (No 92/51/EEC).
<i>direct access</i>	<ul style="list-style-type: none"> (a) access to a <i>regulated payment system</i> to enable a <i>payment service provider</i> to provide services for the purposes of enabling the transfer of funds using the <i>regulated payment system</i>, as a result of arrangements made between that <i>payment service provider</i> and the <i>operator</i> (and other <i>participants</i>, as applicable). (b) access to an <i>IFR card payment system</i> to enable a <i>payment service provider</i> to provide services for the purposes of enabling the transfer of funds under the rules of that <i>IFR card payment system</i>.
<i>direct deal</i>	<p>a <i>home finance transaction</i> that can only be obtained direct from a <i>home finance provider</i>, and where that <i>home finance provider</i> is not the selling <i>firm</i>.</p>
<i>direct debit</i>	<p>(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service</i> for debiting the <i>payer's payment account</i> where a <i>payment transaction</i> is initiated by the <i>payee</i> on the basis of consent given by the <i>payer</i> to the <i>payee</i>, to the <i>payee's payment service provider</i> or to the <i>payer's own payment service provider</i>.</p>
<i>direct electronic access</i>	<p>an arrangement where a member or participant or client of a <i>trading venue</i> permits a <i>person</i> to use its trading code so the <i>person</i> can electronically transmit orders relating to a <i>financial instrument</i> directly to the <i>trading venue</i> and includes arrangements which involve the use by a <i>person</i> of the infrastructure of the member or participant or client, or any connecting system provided by the member or participant or client, to transmit the orders (direct market access) and arrangements where such an infrastructure is not used by a <i>person</i> (sponsored access). [Note: article 4(1)(41) of <i>MiFID</i>]</p>

<i>direct offer financial promotion</i>	<p>a <i>financial promotion</i> that contains:</p> <p>(a) an offer by the <i>firm</i> or another <i>person</i> to enter into a <i>controlled agreement</i> with any <i>person</i> who responds to the communication; or</p> <p>(b) an invitation to any <i>person</i> who responds to the communication to make an offer to the <i>firm</i> or another <i>person</i> to enter into a <i>controlled agreement</i>;</p> <p>and which specifies the manner of response or includes a form by which any response may be made. In relation to <i>MiFID</i> or equivalent <i>third country business</i> "controlled agreement" includes an agreement to carry on an <i>ancillary service</i>.</p>
<i>direct payment service provider</i>	<p>(a) any <i>person</i> with <i>direct access</i> to a <i>regulated payment system</i> who provides services to consumers or businesses who are not <i>participants</i> in a <i>regulated payment system</i>, for the purposes of enabling the transfer of funds using that <i>regulated payment system</i>. For the purposes of ■ FEES 9, <i>direct payment service provider</i> includes an <i>acquirer</i> and a <i>card issuer</i>, in a <i>card payment system</i> and does not include the Bank of England.</p> <p>(b) any <i>person</i> with <i>direct access</i> to an <i>IFR card payment system</i> who acts as an <i>acquirer</i> or <i>card issuer</i> for the purposes of enabling the transfer of funds under the rules of that <i>IFR card payment system</i>.</p>
<i>direct sales of structured deposits</i>	<p>the sale by a <i>firm</i> with <i>permission</i> for accepting deposits of its own <i>structured deposits</i>.</p>
<i>directed at</i>	<p>a <i>financial promotion</i> is directed at <i>persons</i> if it is addressed to <i>persons</i> generally (for example where it is contained in a television broadcast or web site).</p>
<i>directed only at</i>	<p>(a) If all the conditions set out in (c) are met, a communication is to be regarded as "directed only at" a certain <i>group of persons</i>.</p> <p>(b) In any other case in which one or more of those conditions are met, that fact is to be taken into account in determining whether the communication is "directed only at" a certain <i>group of persons</i> (but a communication may still be regarded as so directed even if none of the conditions in (c) are met).</p> <p>(c) The conditions are that:</p> <p>(i) the communication includes an indication of the description of <i>persons</i> to whom it is directed and an indication of the fact that the <i>investment</i> or service to which it relates is available only to such <i>persons</i>;</p> <p>(ii) the communication includes an indication that <i>persons</i> of any other description should not rely upon it;</p> <p>(iii) there are in place proper systems and procedures to prevent recipients other than <i>persons</i> to whom it is directed engaging in the investment activity, or participating in the <i>collective investment scheme</i>, to which the communication relates with the <i>person</i></p>

	directing the communication, a <i>close relative</i> of his or a member of the same <i>group</i> .
<i>Directive 2002/87/EC UK law</i>	the law of the <i>United Kingdom</i> (or any part of it) which, immediately before <i>IP completion day</i> , implemented Directive 2002/87/EC, as that law has effect on <i>IP completion day</i> .
<i>directive friendly society</i>	a <i>friendly society</i> other than a <i>non-directive friendly society</i> .
<i>director</i>	<p>(1) (except in <i>COLL</i>, <i>DTR</i>, <i>UKLR</i> and <i>PRR</i>) (in relation to any of the following (whether constituted in the <i>United Kingdom</i> or under the law of a country or territory outside it)):</p> <ul style="list-style-type: none"> (a) an unincorporated association; (b) a <i>body corporate</i>; (c) (in <i>SYSC</i>, <i>APER</i>, <i>COCON</i>, ■ MIPRU 2 (Responsibility for insurance distribution and <i>MCD</i> credit intermediation activity), ■ SUP 10A (FCA Approved persons in Appointed Representatives) and ■ SUP 10C (FCA senior managers regime for approved persons in SMCR firms) a <i>partnership</i>; (d) (in <i>SYSC</i>, ■ SUP 10A (FCA Approved persons in Appointed Representatives) and ■ SUP 10C (FCA senior managers regime for approved persons in SMCR firms) a <i>sole trader</i>; <p>any <i>person</i> appointed to direct its affairs, including a <i>person</i> who is a member of its <i>governing body</i> and (in accordance with section 417(1) of the Act):</p> <ul style="list-style-type: none"> (i) a <i>person</i> occupying in relation to it the position of a director (by whatever name called); and (ii) a <i>person</i> in accordance with whose directions or instructions (not being advice given in a professional capacity) the directors of that body are accustomed to act. <p>(2) (in <i>COLL</i>) a director of an <i>ICVC</i>, including (in accordance with regulation 2(1) of the <i>OEIC Regulations</i>) a <i>person</i> occupying in relation to the <i>ICVC</i> the position of director, by whatever name called.</p> <p>(3) (in <i>DTR</i>, <i>UKLR</i> and <i>PRR</i>) (in accordance with section 417(1)(a) of the Act) in relation to an <i>issuer</i> which is a <i>body corporate</i>, a <i>person</i> occupying in relation to it the position of a director (by whatever name called) and, in relation to an <i>issuer</i> which is not a <i>body corporate</i>, a <i>person</i> with corresponding powers and duties.</p>
<i>director of unincorporated association function</i>	<i>FCA controlled function</i> CF1 in the <i>table of FCA controlled functions</i> , described more fully in ■ SUP 10A.6.7 R and ■ SUP 10A.6.8 R .
<i>director of unincorporated association function</i>	<i>FCA controlled function</i> CF5 in the <i>table of FCA controlled functions</i> , described more fully in ■ SUP 10A.6.29 R .

<i>Directory</i>	the record of <i>Directory persons</i> which the FCA is (amongst other things) required to: <ul style="list-style-type: none"> (1) maintain under section 347(1) of the Act; and (2) make available for public inspection in accordance with section 347(5) of the Act.
<i>Directory person</i>	an individual who is: <ul style="list-style-type: none"> (1) an <i>appointed representative Directory person</i>; (2) a <i>certification employee</i>; (3) a <i>non-SMF director Directory person</i>; or (4) a <i>sole trader Directory person</i>.
<i>Disciplinary Tribunal</i>	a Tribunal appointed under Schedule 2 to Lloyd's Disciplinary Committees Byelaw (No 31 of 1996).
<i>disclosable information</i>	any information which has to be disclosed in the market in accordance with any legal or regulatory requirement.
<i>disclosure guidance</i>	the <i>guidance</i> contained in ■ DTR 1 to ■ 3.
<i>disclosure obligations</i>	(in <i>REC</i>) the initial, ongoing and ad hoc disclosure requirements contained in the <i>relevant articles</i> and given effect: <ul style="list-style-type: none"> (1) in the <i>United Kingdom</i> by Part 6 of the Act and Part 6 rules (within the meaning of section 73A of the Act); or (2) in another <i>EEA State</i> by legislation transposing the <i>relevant articles</i> in that State.
<i>disclosure regulations</i>	as the case may be, the Consumer Credit (Disclosure of Information) Regulations 2010, SI 2010/1013 or the Consumer Credit (Disclosure of Information) Regulations 2004, SI 2004/1481.
<i>disclosure requirements</i>	articles 17, 18 and 19 of the <i>Market Abuse Regulation</i> .
<i>discounting</i>	discounting or deductions to take account of investment income as set out in paragraph 48 of the <i>insurance accounts rules</i> .
<i>discretionary commission arrangement</i>	any arrangement under which: <ul style="list-style-type: none"> (a) a <i>lender</i> permits a <i>credit broker</i> to decide or negotiate (whether or not within specified limits or subject to conditions or restrictions) the amount of any item included in the <i>total charge for credit</i> provided for in a <i>regulated credit agreement</i> in respect of which the <i>credit broker</i> carries on activity of the kind specified in article 36A of the <i>Regulated Activities Order</i>; and (b) the amount of any commission, fee or other financial consideration payable to the <i>credit broker</i> (directly or indirectly) in connection with

	that <i>regulated credit agreement</i> is affected (in whole or part) by the amount referred to in (a).
<i>discretionary investment manager</i>	(in <i>COBS</i> and (in relation to <i>firm type</i>) in ■ SUP 16.10 (Confirmation of <i>firm details</i>)) a <i>person</i> who, acting only on behalf of a <i>client</i> , manages <i>designated investments</i> in an account or portfolio on a discretionary basis under the terms of a discretionary management agreement.
<i>discretionary pension benefit</i>	(1) [deleted] (2) (in ■ SYSC 19D (Dual-regulated firms Remuneration Code) and ■ SYSC 19G (MIFIDPRU Remuneration Code)) has the meaning in article 4(1)(73) of the <i>UK CRR</i> .
<i>DISP</i>	Dispute Resolution: the Complaints sourcebook.
<i>distance contract</i>	any contract concerning financial services concluded between a supplier and a <i>consumer</i> under an organised distance sales or service provision scheme run by the supplier which, for the purpose of that contract, makes exclusive use (directly or through an intermediary) of one or more means of distance communication (that is, any means which, without the simultaneous physical presence of the supplier or intermediary and the <i>consumer</i> , may be used for the distance marketing of a service between those parties) up to and including the time at which the contract is concluded. A contract is not a distance contract if: (a) making, performing or marketing it does not constitute or form part of a <i>regulated activity</i> ; or (b) it is entered into on a strictly occasional basis outside a commercial structure dedicated to the conclusion of distance contracts; or (c) a <i>consumer</i> , and an intermediary acting for a product provider, are simultaneously physically present at some stage before the conclusion of the contract; or (d) it is entered into to comply with the requirement in Part 1 of the Pensions Act 2008 to automatically enrol or re-enrol employees into an <i>automatic enrolment scheme</i> . [Note: recitals 15 and 18 to, and articles 2(a) and (e) of, the <i>Distance Marketing Directive</i>]
<i>distance home purchase mediation contract</i>	a <i>distance contract</i> , the making or performance of which constitutes, or is part of: (a) <i>advising on a home purchase plan</i> ; (b) <i>arranging (bringing about) a home purchase plan</i> ; (c) <i>making arrangements with a view to a home purchase plan</i> ; or (d) <i>agreeing to carry on a regulated activity</i> in (a) to (c).
<i>Distance Marketing Directive</i>	The Directive of the Council and Parliament of 23 September 2002 on distance marketing of consumer financial services (No 2002/65/EC).

<i>Distance Marketing Regulations</i>	The Financial Services (Distance Marketing) Regulations 2004 (SI 2004/2095).
<i>distance mortgage mediation contract</i>	<p>a <i>distance contract</i>, the making or performance of which constitutes, or is part of:</p> <ul style="list-style-type: none"> (a) <i>advising on regulated mortgage contracts</i>; or (b) <i>arranging (bringing about) regulated mortgage contracts</i>; or (c) <i>making arrangements with a view to regulated mortgage contracts</i>; or (d) agreeing to carry on a regulated mortgage activity in (a) to (c).
<i>distance regulated sale and rent back mediation contract</i>	<p>a <i>distance contract</i>, the making or performance of which constitutes, or is part of:</p> <ul style="list-style-type: none"> (a) <i>advising on a regulated sale and rent back agreement</i>; or (b) <i>arranging (bringing about) a regulated sale and rent back agreement</i>; or (c) <i>making arrangements with a view to a regulated sale and rent back agreement</i>; or (d) agreeing to carry on a <i>regulated sale and rent back mediation activity</i> in (a) to (c).
<i>distance selling contract</i>	(in <i>BCOBS</i>) has the same meaning as "distance contract" in the Consumer Protection (Distance Selling) Regulations 2000 (SI 2000/2334).
<i>distribute</i>	<p>(1)(in relation to ■ PROD 1.1.3R, ■ PROD 1.3 and ■ PROD 3) offering, recommending or <i>selling</i> an <i>investment</i> or providing an <i>investment service</i> to a <i>client</i>. [Note: recital 15 to the <i>MiFID Delegated Directive</i>](2)(in relation to ■ ICOBS 1, ■ ICOBS 6B, an <i>overseas non-investment insurance product</i>, ■ PROD 1.4 and ■ PROD 4) advising on or proposing a <i>contract of insurance</i> to a <i>customer</i>.(3)(in relation to ■ PROD 1.4.3AG, ■ 1.4.3BR and ■ 1.4.3CG, ■ PROD 1.6.1R and ■ PROD 6) <i>arranging a funeral plan contract</i> or a <i>default option</i>.(4)(in relation to ■ PROD 1.7 and ■ PROD 7) advising on or proposing a <i>funeral plan contract</i>.(5)(in <i>PRIN</i>) in relation to a <i>retail customer</i>, offering, <i>selling</i>, recommending, advising on, <i>arranging</i>, <i>dealing</i>, proposing or providing a <i>product</i> (including a renewal). For the purposes of this definition <i>retail customer</i> has the same meaning as in <i>PRIN</i>.(6)(in ■ ESG) in relation to a <i>client</i>, offering, <i>selling</i>, recommending, advising on, <i>arranging</i>, <i>dealing</i>, proposing or providing a <i>sustainability product</i> or a <i>recognised scheme</i> (including an <i>ETF</i> that is a <i>recognised scheme</i>).</p>
<i>distribution account</i>	(in <i>COLL</i>) the account to which the amount of income of an <i>authorised fund</i> allocated to <i>classes of units</i> that distribute income must be transferred as at the end of each <i>annual accounting period</i> under ■ COLL 6.8.3 R (Income allocation and distribution), ■ COLL 8.5.15 R (Income) or ■ COLL 15.8.18R (Income).
<i>distribution channels</i>	a channel through which information is, or is likely to become, publicly available. Information which is "likely to become publicly available" means information to which a large number of <i>persons</i> have access.

<i>distributor</i>	(1)(in relation to ■ PROD 1.3 and ■ PROD 3) a <i>firm</i> which offers, recommends or sells investments or provides investment services to clients.[Note: recital 15 to the <i>MiFID Delegated Directive</i>](2)(in relation to ■ PROD 1.4 and ■ PROD 4) a <i>firm</i> which advises on or proposes contracts of insurance which it does not manufacture.(3)(in relation to ■ PROD 1.7 and ■ PROD 7) a <i>firm</i> which advises on or proposes funeral plan contracts which it does not manufacture. (4)(in relation to <i>PRIN</i>) a <i>firm</i> which offers, sells, recommends, advises on, arranges, deals, proposes or provides a product.(5)(in ■ ESG) a <i>firm</i> which offers, sells, recommends, advises on, arranges, deals, proposes or provides a sustainability product or a recognised scheme (including an <i>ETF</i> that is a recognised scheme).
<i>DMG</i>	the Office of Fair Trading's Debt Management (and credit repair services Guidance).
<i>document</i>	any piece of recorded information, including (in accordance with section 417(1) of the Act (Interpretation)) information recorded in any form; in relation to information recorded otherwise than in legible form, references to its production include references to producing a copy of the information in legible form.
<i>document evidencing title</i>	any means of evidencing title whether in documentary form or otherwise.
<i>domestic dispute</i>	(as defined in regulation 5 of the <i>ADR Regulations</i>) a dispute concerning contractual obligations arising from a sales contract or a service contract where, at the time the consumer orders the goods or services, the consumer is resident, and the trader is established, in the United Kingdom.[Note: article 4(1) of the <i>ADR Directive</i>]
<i>domestic UCITS merger</i>	(in <i>COLL</i> and in accordance with regulations 7 and 8 of the <i>UCITS Regulations 2011</i>) a <i>UCITS merger</i> between two or more <i>UCITS schemes</i> in relation to which a <i>UCITS marketing notification</i> has been made in respect of at least one of the relevant schemes.
<i>dormant asset</i>	(1)(in relation to a bank or building society) has the meaning given in section 10 of the Dormant Bank and Building Society Accounts Act 2008, which is in summary an account that at a particular point in time: <ul style="list-style-type: none"> (a)has been open throughout the period of 15 years ending at that time; and (b)during that period no transactions have been carried out in relation to the account by or on the instructions of the holder of the account; or (2)(in relation to long-term insurance contract, and an insurance institution as defined in section 2 of the Dormant Assets Act 2022) has the meaning given in section 4 of the Dormant Assets Act 2022, which in summary is any of the four conditions set out in section 4 that must be met for an asset to be considered dormant in relation to eligible insurance proceeds; or(3)(in relation to a personal pension scheme, and a pensions institution as defined in section 5 of the Dormant Assets Act 2022) has the meaning given in section 7 of the Dormant Assets Act 2022, which in summary is any of the four conditions set out in section 7 that must be met for an asset to be considered dormant in relation to eligible pension benefits.(4)(in relation to an eligible amount owing by virtue of a collective scheme investment (see section 9(2) of the Dormant Assets

	Act 2022)) an <i>eligible CIS amount</i> which is dormant in accordance with section 10 of the Dormant Assets Act 2022.
<i>dormant asset fund operator</i>	a <i>firm</i> with <i>permission</i> for operating a <i>dormant asset fund</i> .
<i>DTR</i>	the Disclosure Guidance and Transparency Rules sourcebook containing the <i>disclosure guidance</i> , <i>transparency rules</i> , <i>corporate governance rules</i> and the <i>rules</i> relating to <i>primary information providers</i> .
<i>drawdown mortgage</i>	a <i>lifetime mortgage</i> contract where: <ul style="list-style-type: none"> (a) the amount borrowed is paid by the <i>mortgage lender</i> to the <i>customer</i> in instalments during the life of the mortgage; and (b) the size and frequency of the instalments are: <ul style="list-style-type: none"> (1) agreed between the <i>mortgage lender</i> and the <i>customer</i>; or (2) set by reference to an index or interest rate (such as the Official Bank Rate).
<i>drawdown pension</i>	(as defined in paragraph 4 of Schedule 28 to the Finance Act 2004): <ul style="list-style-type: none"> (a) a <i>short-term annuity</i>; or (b) an <i>income withdrawal</i>.
<i>drawn down capital</i>	(in ■ SUP 16, in the case of an <i>investment management firm</i> carrying out <i>venture capital business</i>) the total current value of contributions committed by investors under contractual agreement which has been invested by the <i>firm</i> .
<i>DRS Regulations</i>	the Data Reporting Services Regulations 2024.
<i>DTF</i>	<i>daily trading flow</i> .
<i>dual-priced authorised fund</i>	an <i>authorised fund</i> or, in the case of an <i>umbrella</i> , a <i>sub-fund</i> (if it were a separate fund), that is not a <i>single-priced authorised fund</i> .
<i>dual-regulated firm</i>	(in ■ SYSC 19D) a <i>firm</i> that is <i>UK bank</i> , a <i>building society</i> or a <i>UK designated investment firm</i> .

dual-regulated firms Remuneration Code	<p>■ SYSC 19D (Dual-regulated firms Remuneration Code) for:</p> <p>(1) <i>dual-regulated firms</i>; and</p> <p>(2) <i>overseas firms</i> in ■ SYSC 19D.1.1R(1)(d) that would have been a <i>UK bank</i>, <i>building society</i> or <i>UK designated investment firm</i> if it had been a <i>UK domestic firm</i>.</p>
dual-regulated firms Remuneration Code staff	means a 'material risk taker' as defined in Chapter 3 of the Remuneration Part of the PRA Rulebook (as amended from time to time).
dual-regulated firms remuneration principles proportionality rule	■ SYSC 19D.3.3R which, in summary, requires a <i>dual-regulated firm</i> to apply the remuneration principles for <i>dual-regulated firms</i> in ■ SYSC 19D proportionate to its size, internal organisation and the nature, the scope and the complexity of its activities.
durable medium	<p>(a) paper; or</p> <p>(b) any instrument which enables the recipient to store information addressed personally to the recipient in a way accessible for future reference and for a period of time adequate for the purposes of the information and which allows the unchanged reproduction of the information stored. In relation to the <i>equivalent business of a third country investment firm</i>, <i>MiFID optional exemption business</i> or <i>collective portfolio management</i>, if the relevant rule derives from the <i>MiFID Org Regulation</i> or is a rule which implemented the <i>UCITS Directive</i>, the <i>UCITS implementing Directive</i> or the <i>UCITS implementing Directive No 2</i> the instrument used must be:</p> <p>(i) appropriate to the context in which the business is to be carried on; and</p> <p>(ii) specifically chosen by the recipient when offered the choice between that instrument and paper.</p> <p>If the relevant rule derives from the <i>MiFID Org Regulation</i>:</p> <p>(iii) the requirements in (i) and (ii) above only apply in relation to <i>retail clients</i> or potential <i>retail clients</i>;</p> <p>(iv) where the <i>client</i> or potential <i>client</i> is a <i>retail client</i>, or potential <i>retail client</i>, who has requested to receive the information on paper, that information must be provided on paper and free of charge; and</p> <p>(v) <i>firms</i> must provide all information required to be provided in a <i>durable medium</i> by the relevant rule to <i>clients</i> or potential <i>clients</i> in electronic format, except where the <i>client</i> or potential <i>client</i> is a <i>retail client</i>, or potential <i>retail client</i>.</p> <p>In <i>ICOBs</i> and, in relation to <i>life policies</i>, in <i>COBS</i>:</p> <p>(vi) the instrument used must be appropriate in the context of the business conducted between the <i>insurance distributor</i> and (for <i>ICOBs</i>) the <i>customer</i> or (for <i>COBS</i>) the <i>client</i>; and</p>

(vii) the *customer* (for *ICOBS*) or *client* (for *COBS*) must be given the choice between information on paper and the instrument used, and must specifically choose the latter medium.

For the purposes of this definition, the provision of information by means of electronic communications shall be treated as appropriate to the context in which the business between the *firm* and the *client* is, or is to be, carried on if there is evidence that the *client* has regular access to the internet. The provision by the *client* of an e-mail address for the purposes of the carrying on of that business is sufficient.

[Note: article 2(f) of, and Recital 20 to, the *Distance Marketing Directive*, articles 2(1)(18), 23(4) and 23(6) of the *IDD*, article 4(1)(62) of *MiFID* and article 3(1), (1A) and (1B) of the *MiFID Org Regulation*, articles 75(2) and 81(1) of the *UCITS Directive*, article 20(3) of the *UCITS implementing Directive* and article 7 of the *UCITS implementing Directive No 2*]

Glossary - E

Endocrine system

Epithelial tissue

Epithelium

Epithelial cells

Epithelial layer

Epithelial tissue

Epithelial cells

Epithelial layer

Epithelial tissue

Epithelial cells

Epithelial layer

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Epithelial tissue

Epithelial cells

<i>early exit charge</i>	<p>has the meaning given in section 137FBB(6) of the <i>Act</i>, which is, in summary:</p> <p>(a) a charge imposed on a member of a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>:</p> <p>(i) when that member, having reached normal minimum pension age, takes the action set out in (b); but</p> <p>(ii) which is only imposed, or only imposed to that extent, if the member takes that action before the member's expected retirement date; and</p> <p>(b) the action is the member taking benefits, converting benefits into different benefits or transferring benefits to another pension scheme; and</p> <p>(c) in this definition:</p> <p>(i) a reference to "benefits" includes all or any part of the member's benefits under the scheme;</p> <p>(ii) "charge" includes a reduction in the value of the member's benefits under the scheme;</p> <p>(iii) "expected retirement date" means the date determined by or in accordance with the scheme as the date on which the member's benefits under the scheme are expected to be taken; and</p> <p>(iv) "normal minimum pension age" has the meaning given in section 279(1) of the Finance Act 2004.</p> <p>[Note: the meaning of "normal minimum pension age" referred to in (c)(iv) above, is, in summary, in relation to dates on and after 6 April 2010, 55 and, in relation to dates before 6 April 2010, 50].</p>
<i>early repayment charge</i>	(in <i>MCOB</i> and <i>BSOCS</i>) a charge levied by the <i>mortgage lender</i> on the <i>customer</i> in the event that the amount of the loan is repaid in full or in part before a date or event specified in the contract.
<i>early warning indicator</i>	<p>an amount of <i>own funds</i> equal to:</p> <p>(1) 110% of a <i>firm's own funds threshold requirement</i>; or</p> <p>(2) another amount specified by the <i>FCA</i> in a <i>requirement</i> imposed on a <i>firm</i>.</p>
<i>EBA</i>	European Banking Authority.
<i>ECAI</i>	<p>(1) [deleted]</p> <p>(2) (in <i>MIPRU</i>) an external credit assessment institution.</p>
<i>ECA recipient</i>	a <i>person</i> who is a user of an <i>electronic commerce activity</i> .
<i>ECD Regulations</i>	the Electronic Commerce Directive (Financial Services and Markets) Regulations 2002 (SI 2002/1775).
<i>economically equivalent OTC contract</i>	(1) in respect of a <i>commodity derivative</i> traded on a <i>trading venue</i> , an <i>OTC derivative</i> which has identical contractual specifications and terms and conditions, excluding the following, to those of that <i>commodity derivative</i> :

	<p>(a) different lot size specifications;</p> <p>(b) delivery dates diverging by less than one calendar day; and</p> <p>(c) different post-trade risk management arrangements; and</p> <p>(2) in respect of an <i>emission allowance</i> traded on a <i>trading venue</i>, a contract which has identical contractual specifications and terms and conditions, excluding the following, to those of that <i>emission allowance</i>:</p> <p>(a) different lot size specifications;</p> <p>(b) delivery dates diverging by less than one calendar day; and</p> <p>(c) different post-trade risk management arrangements.</p> <p>[Note: article 6 of <i>MiFID RTS 21</i>]</p>
<i>E-Commerce Directive</i>	the Council Directive of 8 June 2002 on legal aspects of <i>information society services</i> , in particular electronic commerce, in the Internal Market (No 2000/31/EC).
<i>ECR</i>	[deleted]
<i>EEA</i>	the <i>European Economic Area</i> (see also <i>EEA State</i> .)
<i>EEA account</i>	has the same meaning as in article 2(3) of the Financial Services and Markets Act 2000 (Ring-fenced Bodies and Core Activities) Order 2014 (2014 No. 1960) http://www.legislation.gov.uk/uksi/2014/1960/made .
<i>EEA AIF</i>	<p>an <i>AIF</i> which:</p> <p>(a) is authorised or registered in an <i>EEA State</i> under the applicable national law; or</p> <p>(b) is not authorised or registered in an <i>EEA State</i> but has its registered office or head office in an <i>EEA State</i>.</p>
<i>EEA AIFM</i>	an <i>AIFM</i> which has its registered office in an <i>EEA State</i> .
<i>EEA branch senior manager function</i>	<i>FCA controlled function</i> SMF21 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.8A.2R.

<i>EEA commodities market</i>	a market that facilitates trading in <i>derivatives</i> relating to <i>commodities</i> (other than a market operated by an <i>RIE</i>) and which is operated by an entity that has its head office situated in the <i>EEA</i> and that is regulated as an exchange.
<i>EEA core SMCR firm</i>	a core <i>SMCR firm</i> that is an <i>incoming EEA firm</i> or <i>incoming Treaty firm</i> .
<i>EEA PTV firm</i>	<p>either of the (subject to ■ SYSC 23 Annex 1 1.4R and ■ SUP 10A.1.34R (Gibraltar-based firm)):</p> <p>(a) a <i>TP firm</i>; or</p> <p>(b) (for as long as the standstill direction remains in force) any <i>firm</i> that has its registered office (or, if it has no registered office, its head office) in an <i>EEA State</i>.</p> <p>For these purposes, the standstill direction means the standstill direction as defined in the direction made by the FCA under Part 7 of the Financial Services and Markets Act 2000 (Amendment) (EU Exit) Regulations 2019 that came into force on IP completion day and is titled “FCA Transitional Direction”.</p>
<i>EEA SMCR banking firm</i>	a <i>firm</i> identified as an EEA SMCR banking firm in the decision tree in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms) and Part Four of that Annex.
<i>EEA SMCR firm</i>	<p>(a) an <i>EEA SMCR banking firm</i>; or</p> <p>(b) any other <i>SMCR firm</i> that is an <i>EEA PTV firm</i>; (subject to ■ SYSC 23 Annex 1 1.4R (Gibraltar-based firm)).</p>
<i>EEA State compensation scheme</i>	a compensation scheme, akin to the <i>FSCS</i> , in an <i>EEA State</i> .
<i>EEA firm</i>	<p>any of the following, if it does not have its relevant office in the <i>United Kingdom</i>:</p> <p>(a) an investment firm (as defined in article 4(1) of <i>MiFID</i>) which is authorised (within the meaning of article 5) by its <i>Home State regulator</i>;</p> <p>(b) a <i>credit institution</i> (as defined in article 4(1)(1) of the <i>EU CRR</i>)</p> <p>(c) a financial institution (as defined in article 41(26) of the <i>EU CRR</i>) which is a subsidiary of the kind mentioned in article 34 of the <i>CRD</i> and which fulfils the conditions in articles 33 and 34;</p> <p>(d) an undertaking which has received authorisation under article 14 of the <i>Solvency II Directive</i> from its <i>Home State regulator</i>;</p> <p>(e) an <i>IDD insurance intermediary</i> or <i>IDD reinsurance intermediary</i> (as defined in article 2 of the <i>IDD</i>) which has registered under article 3 of that directive with its <i>Home State regulator</i>;</p> <p>(f) (from 1 July 2011) a <i>management company</i>;</p> <p>(g) [deleted]</p> <p>(h) a <i>person</i> who has received authorisation under article 18 of the <i>EU auction regulation</i>;</p>

	<p>(hh) an <i>AIFM</i> which is authorised (under article 6 of <i>AIFMD</i>) by its <i>Home State regulator</i>;</p> <p>(hhh) an <i>MCD credit intermediary</i> admitted under article 29(1) of the <i>MCD</i> by its <i>home state regulator</i> to carry out all or part of the activities in article 4(5) of the <i>MCD</i>, or to provide advisory services (as defined in article 4(21) of the <i>MCD</i>);</p> <p>in this definition, relevant office means:</p> <p>(i) in relation to a <i>firm</i> falling within sub-paragraph (e), which has a registered office, its registered office;</p> <p>(ii) in relation to any other <i>firm</i> falling within any other paragraph, its head office.</p>
<i>EEA insurance parent undertaking</i>	an <i>insurance parent undertaking</i> that has its head office in the <i>United Kingdom</i> or another <i>EEA State</i> .
<i>EEA key investor information document</i>	<p>a document that:</p> <p>(a) relates to an <i>EEA UCITS scheme</i>;</p> <p>(b) complies with the requirements of Commission Regulation (EU) No 583/2010 as it had effect in the <i>United Kingdom</i> immediately before <i>exit day</i>; and</p> <p>(c) is provided in English.</p>
<i>EEA MCR</i>	the <i>MCR</i> in relation to business carried on in all <i>EEA States</i> , taken together, calculated by a <i>UK-deposit insurer</i> in accordance with INSPRU 1.5.46R.
<i>EEA MiFID investment firm</i>	an <i>EEA firm</i> which would be a <i>MiFID investment firm</i> if it had its head office or registered office in the <i>UK</i> .
<i>EEA regulator</i>	a <i>competent authority</i> for the purposes of any of the <i>Single Market Directives</i> or the <i>EU auction regulation</i>
<i>EEA State</i>	<p>(in accordance with Schedule 1 to the Interpretation Act 1978), in relation to any time -</p> <p>(a) a state which at that time is a member State; or</p> <p>(b) any other state which is at that time a party to the EEA agreement.</p> <p>[Note: Current non-member State parties to the EEA agreement are Norway, Iceland and Lichtenstein.]</p>
<i>EEA UCITS management company</i>	a <i>management company</i> established in the <i>EEA</i> .
<i>EEA UCITS scheme</i>	a <i>collective investment scheme</i> established in accordance with the <i>UCITS Directive</i> in an <i>EEA State</i> .
<i>effecting contracts of insurance</i>	the <i>regulated activity</i> , specified in article 10(1) of the <i>Regulated Activities Order</i> (Effecting and carrying out contracts of insurance), of effecting a <i>contract of insurance</i> as principal.

<i>efficient portfolio management</i>	<p>(in <i>COLL</i>) techniques and instruments which relate to <i>transferable securities</i> and <i>approved money-market instruments</i> and which fulfil the following criteria:</p> <ul style="list-style-type: none"> (a) they are economically appropriate in that they are realised in a cost effective way; (b) they are entered into for one or more of the following specific aims: <ul style="list-style-type: none"> (i) reduction of risk; (ii) reduction of cost; (iii) generation of additional capital or income for the <i>scheme</i> with a risk level which is consistent with the risk profile of the <i>scheme</i> and the risk diversification rules laid down in <i>COLL</i>. <p>[Note: article 11 of the <i>UCITS eligible assets Directive</i>]</p>
<i>EG</i>	the Enforcement Guide.
<i>EIOPA</i>	the European Insurance and Occupational Pensions Authority established in accordance with Regulation (EU) No. 1094/2010 of the European Parliament and of the Council of 24 November 2010.
<i>EIS</i>	<i>Enterprise Investment Scheme</i> .
<i>EIS fund</i>	<p>an arrangement, specified in paragraph 2 of the Schedule to the Financial Services and Markets Act 2000 (Collective Investment Schemes) Order 2001 (SI 2001/1062), which is in summary: an arrangement in relation to <i>EIS shares</i> that would have been a <i>collective investment scheme</i> if the scheme arrangements had not provided that:</p> <ul style="list-style-type: none"> (a) the <i>operator</i> will, so far as practicable, make investments which, subject to each participant's individual circumstances, qualify for relief under Chapter III of Part VII of the Income and Corporation Taxes Act 1988; and (b) the minimum subscription to the arrangements by each participant must be not less than £2,000.
<i>EIS managed portfolio</i>	a managed portfolio which is, or is to be, invested wholly or mainly in <i>EIS shares</i> .
<i>EIS manager</i>	<ul style="list-style-type: none"> (a) (in relation to an <i>EIS managed portfolio</i>) the investment manager; (b) (in relation to an <i>EIS fund</i>) the manager of the fund.
<i>EIS particulars</i>	a <i>document</i> containing particulars of an <i>Enterprise Investment Scheme</i> .
<i>EIS share</i>	a <i>share</i> in respect of which the beneficial owner may, subject to his individual circumstances, be qualified, or has been qualified, for relief under Chapter III of Part VII of the Income and Corporation Taxes Act 1988.
<i>EIS subscription</i>	<p>any <i>money</i> which is subscribed:</p> <ul style="list-style-type: none"> (a) in the case of an <i>EIS managed portfolio</i>, by the <i>client</i> of the <i>EIS manager</i> whose portfolio it is; (b) in the case of an <i>EIS fund</i>, by the participants in the <i>EIS</i>.

<i>Electing Participants Order</i>	the Financial Services and Markets Act 2000 (Compensation Scheme: Electing Participants) Regulations 2001 (SI 2001/1783).
<i>Electing Participants Regulations</i>	the Financial Services and Markets Act 2000 (Compensation Scheme: Electing Participants) Regulations 2001 (SI 2001/1783).
<i>elective eligible counterparty</i>	a <i>client</i> categorised as an elective eligible counterparty in accordance with ■ COBS 3.6 (Eligible counterparties).
<i>elective professional client</i>	a <i>client</i> categorised as an elective professional client in accordance with ■ COBS 3.5 (Professional clients).
<i>electricity</i>	<div>(a) electricity in any form, including electricity as deliverable through the <i>Balancing and Settlement Code</i>;</div> <div>(b) any right that relates to electricity, for example the right under a contract or otherwise to require a person to take any action in relation to electricity, including:<div>(i) supplying electricity to any person or accepting supply of electricity; or</div></div>

	<p>(ii) providing any information or notice in relation to electricity; or</p> <p>(iii) making any payment in relation to the supply or no supply, or acceptance or non-acceptance of supply, of electricity.</p>
<i>electronic communication</i>	has the meaning given in section 15(1) of the Electronic Communications Act 2000.
<i>electronic commerce activity</i>	<p>an activity which:</p> <p>(a) consists of the provision of an <i>information society service</i> from an <i>establishment</i> in the UK; and</p> <p>(b) is a <i>regulated activity</i>.</p>
<i>electronic commerce activity direction</i>	a direction made, or proposed to be made, by the FCA under regulation 6 of the <i>ECD Regulations</i> .
<i>electronic commerce communication</i>	(in accordance with article 6 of the <i>Financial Promotion Order</i>) a communication, the making of which constitutes the provision of an <i>information society service</i> .
<i>electronic means</i>	are means of electronic equipment for the processing (including digital compression), storage and transmission of data, employing wires, radio optical technologies, or any other electromagnetic means.
<i>electronic money</i>	<p>electronically (including magnetically) stored monetary value as represented by a claim on the <i>electronic money issuer</i> which is:</p> <p>(a) issued on receipt of funds for the purpose of making payment transactions as defined in Article 4(5) of the <i>Payment Services Directive</i>; and</p> <p>(b) accepted by a <i>person</i> other than the <i>electronic money issuer</i>;</p> <p>but does not include:</p> <p>(c) monetary value stored on specific <i>payment instruments</i> that can only be used in a limited way and meet one of the following conditions:</p> <p>(i) allow the holder to acquire goods or services only in the issuer's premises;</p> <p>(ii) are issued by a professional issuer and allow the holder to acquire goods or services only within a limited network of service providers which have a direct commercial agreement with the issuer;</p> <p>(iii) may be used only to acquire a very limited range of goods or services; or</p> <p>(iv) are valid only in a single <i>EEA State</i>, are provided at the request of an undertaking or a public sector entity, and are regulated by a national or regional public authority for specific social or tax purposes to acquire specific goods or services from suppliers which have a commercial agreement with the issuer.</p>

	<p>(d) monetary value that is used to make <i>payment transactions</i> resulting from services provided by a provider of electronic communications networks or services, including transactions between persons other than that provider and a subscriber, where those services are provided in addition to electronic communications services for a subscriber to the network or service, and where the additional service is:</p> <p>(i)for purchase of <i>digital content</i> and voice-based services, regardless of the device used for the purchase or consumption of the digital content, and charged to the related bill; or</p> <p>(ii)performed from or via an electronic device and charged to the related bill for the purchase of tickets or for donations to organisations which are registered or recognised as charities by public authorities, whether in the <i>United Kingdom</i> or elsewhere,</p> <p>provided that the value of any single <i>payment transaction</i> does not exceed £40, and the cumulative value of <i>payment transactions</i> for an individual subscriber in a month does not exceed £240.</p>
<i>electronic money customer</i>	<p>(in <i>BCOBS</i>):</p> <p>(a)a <i>consumer</i>;</p> <p>(b)a <i>micro-enterprise</i>; or</p> <p>(c)a <i>charity</i> which has an annual income of less than £1 million.</p>
<i>Electronic Money Directive</i>	<p>Directive 2009/110/EC of the European Parliament and of the Council of 16th September 2009 on the taking up, pursuit and prudential supervision of the business of electronic money institutions, amending Directives 2005/60/EC and 2006/48/EC and repealing Directive 2000/46/EC.</p>
<i>electronic money institution</i>	<p>(in accordance with regulation 2(1) of the <i>Electronic Money Regulations</i>) an <i>authorised electronic money institution</i> or a <i>small electronic money institution</i>.</p>
<i>electronic money issuer</i>	<p>(1) (except in <i>DISP</i>, ■ <i>FEES 5.5A</i>, ■ <i>FEES 7A</i> and ■ <i>FEES 7B</i>) any of the following <i>persons</i> when they issue <i>electronic money</i>:</p> <p>(a) <i>authorised electronic money institutions</i>;</p> <p>(b) <i>small electronic money institutions</i>;</p> <p>(c) [deleted]</p> <p>(d) <i>credit institutions</i>;</p> <p>(e) the Post Office Limited;</p> <p>(f) the Bank of England, when not acting in its capacity as a monetary authority or other public authority;</p> <p>(g) government departments and local authorities when acting in their capacity as public authorities;</p> <p>(h) <i>credit unions</i>;</p> <p>(i) municipal banks;</p> <p>(j) the National Savings Bank.</p>

	<p>[Note: article 2(3) of the <i>Electronic Money Directive</i>]</p> <p>(2) (in <i>DISP</i> and ■ FEES 5.5A) as in (1) but:</p> <p>(a) excluding <i>credit institutions</i>, <i>credit unions</i> and municipal banks; and</p> <p>(b) including a <i>person</i> who meets the conditions set out in regulation 75(1) or regulation 76(1) of the <i>Electronic Money Regulations</i>.</p> <p>(3)(in ■ FEES 7A and ■ FEES 7B) as in (1) but excluding:</p> <p>(a) the Bank of England, the European Central Bank and the national central banks of <i>EEA States</i> other than the <i>United Kingdom</i>, when not acting in their capacity as a monetary authority or other public authority; and</p> <p>(b) government departments and local authorities when acting in their capacity as public authorities.</p>
<i>Electronic Money Regulations</i>	the Electronic Money Regulations 2011 (SI 2011/99).
<i>electronic SCV rules</i>	(in <i>COMP</i>) ■ COMP 17.2.1 R(2), ■ COMP 17.2.3 R(3) and ■ COMP 17.2.5 R, the application of which is determined by ■ COMP 17.1 and ■ COMP 17.2.7 R.
<i>eligible</i>	(in <i>COLL</i> and in the definition of <i>inherently illiquid asset</i>) (in relation to a <i>securities</i> or a <i>derivatives</i> market) a market that satisfies the requirements in ■ COLL 5.2.10 R (Eligible markets: requirements) in relation to schemes falling under ■ COLL 5.
<i>eligible CIS amount</i>	an 'eligible amount owing by virtue of a collective scheme investment' as defined in section 9 of the Dormant Assets Act 2022, but excluding an amount within section 9(4) of the Dormant Assets Act 2022. [Note: section 9(4) of the Dormant Assets Act 2022 excludes from an 'eligible amount owing by virtue of a collective scheme investment' an amount held in a <i>lifetime ISA</i> which, if transferred to a <i>dormant asset fund operator</i> , would result in a liability to pay a withdrawal charge to HM Revenue and Customs.]
<i>eligible claimant</i>	a <i>person</i> who is eligible to bring a <i>claim</i> for compensation under ■ COMP 4.2.1 R.
<i>eligible complainant</i>	a <i>person</i> eligible to have a <i>complaint</i> considered under the <i>Financial Ombudsman Service</i> , as defined in ■ DISP 2.7 (Is the complainant eligible?).
<i>eligible counterparty</i>	<p>(1) (for the purposes other than those set out in (2), including in relation to the definition of <i>non-retail financial instrument</i>) (in accordance with ■ COBS 3.6.1 R) a <i>client</i> that is either a <i>per se eligible counterparty</i> or an <i>elective eligible counterparty</i>.</p> <p>(2) (for the purposes of <i>PRIN</i>, in relation to activities other than <i>designated investment business</i>, <i>insurance risk transformation</i> and activities directly arising from <i>insurance risk transformation</i>) a <i>client</i> categorised as an <i>eligible counterparty</i> in accordance with ■ PRIN 1 Annex 1.</p>
<i>eligible counterparty business</i>	<p>the following services and activities carried on by a <i>firm</i>:</p> <p>(a) <i>dealing on own account</i>, <i>execution of orders on behalf of clients</i> or</p>

	<p>reception and transmission of orders; or</p> <p>(b) any <i>ancillary service</i> directly related to a service or activity referred to in (a); or</p> <p>(c) <i>arranging</i> in relation to business which is not MiFID or equivalent third country firm business;</p> <p>but only to the extent that the service or activity is carried on with or for an <i>eligible counterparty</i>.</p>
<i>eligible distribution of income</i>	an <i>eligible CIS amount</i> within section 9(3)(c) of the Dormant Assets Act 2022.
<i>eligible ECAI</i>	<p>(a) [deleted]</p> <p>(b) [deleted]</p> <p>(c) [deleted]</p> <p>(d) (in <i>MIPRU</i>) an <i>ECAI</i> listed in the table in ■ MIPRU 4.2E.14 R.</p>
<i>eligible individual</i>	has the same meaning as in article 9 of the Financial Services and Markets Act 2000 (Ring-fenced Bodies and Core Activities) Order 2014 (2014 No. 1960) http://www.legislation.gov.uk/ukxi/2014/1960/made .
<i>eligible institution</i>	<p>(in <i>COLL</i>):</p> <p>(a) a <i>CRD credit institution</i> authorised by its <i>Home State regulator</i>;</p> <p>(b) an <i>MiFID investment firm</i> authorised by the <i>FCA</i> or an <i>EEA MiFID investment firm</i> authorised by its <i>Home State regulator</i>.</p>
<i>eligible instrument</i>	(in ■ SYSC 19G) instruments falling within ■ SYSC 19G.6.19R .
<i>eligible LLP members' capital</i>	members' capital of a <i>limited liability partnership</i> that meets the conditions in ■ IPRU(INV) Annex A .
<i>eligible pension benefits</i>	<p>in ■ DISP 2.7.6R(14B) means:</p> <p>(a) benefits in the form of <i>income withdrawal</i> that have become payable under a <i>personal pension scheme</i>;</p> <p>(b) benefits that have become payable under a <i>personal pension scheme</i>:</p> <p>(i) under which all benefits that may be provided are <i>money-purchase benefits</i>;</p> <p>(ii) which is not and has at no time been a <i>qualifying scheme</i> or an <i>automatic enrolment scheme</i> in relation to the member to, or in respect of, whom the benefits are payable; or</p> <p>(iii) an amount available to be paid as benefits under a <i>personal pension scheme</i> of a kind mentioned in paragraph (b).</p>
<i>eligible redemption proceeds</i>	an <i>eligible CIS amount</i> within section 9(3)(b) of the Dormant Assets Act 2022.

<i>EMD complaint</i>	<p>any oral or written expression of dissatisfaction, whether justified or not, from, or on behalf of, an <i>electronic money</i> holder about the provision of, or failure to provide, a financial service or a <i>redress determination</i>:</p> <p>(a)which alleges that the complainant has suffered (or may suffer) financial loss, material distress or material inconvenience; and</p> <p>(b)concerning the rights and obligations arising under Part 5 of the <i>Electronic Money Regulations</i>.</p>
<i>EMIR</i>	the <i>UK</i> version of Regulation (EU) No 648/2012 on OTC derivatives, central counterparties and trade repositories, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> , sometimes referred to as the "European Markets Infrastructure Regulation" as amended by Regulation (EU) 2019/834 of the European Parliament and of the Council of 20 May 2019.
<i>EMIR indirect clearing RTS</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/2155 of 22 September 2017 amending Commission Delegated Regulation (EU) No 149/2013 with regard to regulatory technical standards on indirect clearing arrangements, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>EMIR indirect clearing default management obligations</i>	article 4 of the <i>EMIR L2 Regulation</i> .
<i>EMIR L2 Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 149/2013 of 19 December 2012 supplementing Regulation (EU) No 648/2012 of the European Parliament and of the Council with regard to regulatory technical standards on indirect clearing arrangements, the clearing obligation, the public register, access to a trading venue, non-financial counterparties, and risk mitigation techniques for OTC derivatives contracts not cleared by a CCP, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>EMIR requirements</i>	requirements imposed under <i>EMIR</i> and any regulation made under <i>EU EMIR</i> .
<i>EMIR technical standards on OTC derivatives</i>	means the <i>UK</i> version of Commission Delegated Regulation (EU) 149/2013 of 19 December 2012 supplementing <i>EMIR</i> with regard to regulatory technical standards on indirect clearing arrangements, the clearing obligation, the public register, access to a trading venue, non-financial counterparties, and risk mitigation techniques for OTC derivatives contracts not cleared by a central counterparty, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>Emission Allowance Trading Directive</i>	Directive 2003/87/EC of the European Parliament and of the Council of 13 October 2003 establishing a scheme for greenhouse gas emission allowance trading within the Community, and amending Council Directive 96/61/EC.
<i>emission allowance</i>	(1)an allowance consisting of any units recognised for compliance with Directive 2003/87/EC (Emission Trading Scheme) or created under article 18 of the <i>trading scheme order 2020</i> , as specified in paragraph (11) of Part 1 of Schedule 2 to the <i>Regulated Activities Order</i> ;(2)(in relation to MiFID business other than in ■ MAR 10 (Commodity derivative position limits and controls and position reporting)) the investment, specified in article 82B of the <i>Regulated Activities Order</i> ('Emission Allowances'), which is in summary emission allowances:

	<p>(a)consisting of any units recognised for compliance with the <i>Emission Allowance Trading Directive</i> or the <i>trading scheme order 2020</i> ; and</p> <p>(b)to which article 82B(2) of the <i>Regulated Activities Order</i> relates; and</p> <p>(3)(in ■ MAR 10 (Commodity derivative position limits and controls and position reporting)) in addition to (1)</p> <p>any derivative of such an allowance, whether falling under paragraph (4) or (10) of Section C of Annex I of <i>MiFID</i> Part 1 of Schedule 2 to the <i>Regulated Activities Order</i>.</p>
emissions auction product	the <i>investment</i> specified in article 82A of the <i>Regulated Activities Order</i> (Greenhouse gas emissions allowances), which is in summary an <i>emissions allowance</i> offered for sale on an auction platform.
E-money and Payments Transitional Provisions Regulations	the Electronic Money, Payment Services and Payment Systems (Amendment and Transitional Provisions) (EU Exit) Regulations 2018, SI 2018/1201.
employee	<p>(1) (for all purposes except those in (2), (3), (4) and (4A)) an individual:</p> <p>(a) who is employed or appointed by a <i>person</i> in connection with that <i>person's</i> business, whether under a contract of service or for services or otherwise; or</p> <p>(b) whose services, under an arrangement between that <i>person</i> and a third party, are placed at the disposal and under the control of that <i>person</i>;</p> <p>but excluding an <i>appointed representative</i> or a <i>tied agent</i> of that <i>person</i>.</p> <p>(2) (for the purposes of:</p> <p>(a)and ■ COBS 11.7A (Personal account dealing);</p> <p>(aa) ■ GEN 4 (Statutory status disclosure);</p> <p>(ab) ■ GEN 6.1 (Payment of financial penalties);</p> <p>(b) ■ SUP 12 (Appointed representatives);</p> <p>(c) TC; and</p> <p>(d) ■ SYSC 19F.3)</p> <p>an individual:</p> <p>(i) within (1); or</p> <p>(ii) who is:</p> <p>(A) an <i>appointed representative</i> or, where applicable, a <i>tied agent</i> of the <i>person</i> referred to in (1); or</p> <p>(B) employed or appointed by an <i>appointed representative</i> or, where applicable, a <i>tied agent</i> of that <i>person</i>, whether under a contract of service or for services or otherwise, in connection</p>

with the business of the *appointed representative* or *tied agent* for which that *person* has accepted responsibility.

(3)(for the purposes of ■ SYSC 27 (Senior management and certification regime: Certification regime) and the definition of *certification employee*) has the meaning in section 63E(9) of the *Act* (Certification of employees by authorised persons) which, in summary, says an employee of a *person* (the “employer”) includes a reference to a *person* who:

(a) personally provides, or is under an obligation personally to provide, services to the employer under an arrangement made between the employer and the *person* providing the services or another *person*, and

(b) is subject to (or to the right of) supervision, direction or control by the employer as to the manner in which those services are provided.

(4)(for the purposes of ■ SUP 15.11 (Notification of conduct rule breaches and disciplinary action) and COCOM) has the meaning in section 64A(6) of the *Act* (Rules of conduct) which, in summary, says an employee of a *person* (the ‘employer’) includes a reference to a *person* who:

(a) personally provides, or is under an obligation personally to provide, services to the employer under an arrangement made between the employer and the *person* providing the services or another *person*; and

(b) is subject to (or to the right of) supervision, direction or control by the employer as to the manner in which those services are provided.

However, where a *Handbook* provision in (4) refers to *certification employees*, (3) still applies to the definition of *certification employee*.

(4A)(for the purposes of ■ SYSC 22 (Regulatory references)) has the same meaning as in (3) and, in addition, includes a *person* who:

(a) is an *approved person* or *director* of another *person* (the “employer”); or

(b) performs a function of another *person* (the “employer”) under an *arrangement* entered into by the employer or a contractor of the employer; or

(c) performs any service or function for another *person* (the “employer”) in their capacity as an employee of another member of the employer’s *group*. For the purpose of (c) an employee of another member of the employer’s *group* means:

(i) an employee of that *group* member as defined in paragraph (3); or

(ii) an *approved person* or *director* of that *group* member; or

(iii) a *person* who performs a function of that *group* member under an *arrangement* entered into by the *group* member or a contractor of the *group* member; or

(d) is a *board director* of a *person* (the “employer”) who is not an *SMF manager* or *certification employee* of the employer.

(5) for the purposes of (1) to (4A), “*employment*” is to be construed accordingly.

<i>employment</i>	see “ <i>employee</i> ”.
<i>employee benefit consultant</i>	a <i>person</i> that gives advice, or provides services to, an employer in connection with a <i>group personal pension scheme</i> or <i>group stakeholder pension scheme</i> provided, or to be provided, by the employer for the benefit of its employees.
<i>employer or trustee funded pension advice charge</i>	any form of charge payable by or on behalf of a trustee or an employer to a <i>firm</i> in relation to the provision of a <i>personal recommendation</i> by the <i>firm</i> to members of a defined benefit <i>occupational pension scheme</i> (in respect of which that trustee has been appointed to act as trustee or is sponsored by that employer (as applicable)) regarding a <i>pension transfer</i> and/or <i>pension conversion</i> .
<i>employment-related claim</i>	a claim of the description specified in article 89F(2)(h) of the <i>Regulated Activities Order</i> .
<i>employees' share scheme</i>	has the same meaning as in section 1166 of the Companies Act 2006.
<i>employer</i>	<p>(1)(for the purposes of ■ SUP 15.11 (Notification of conduct rule breaches and disciplinary action) and COCON, and as defined in more detail in section 64A of the Act (Rules of conduct)), the <i>person</i> described as the “employer” in paragraph (4) of the <i>Glossary</i> definition of <i>employee</i>.</p> <p>(2)(for the purposes of ■ SYSC 22 (Regulatory references)) the <i>person</i> described as the “employer” in paragraphs (3) and (4A) of the <i>Glossary</i> definition of <i>employee</i>.</p>
<i>employers' liability insurance</i>	a <i>contract of insurance</i> against risks of the <i>persons</i> insured incurring liabilities to their employees.
<i>EMPS</i>	the Handbook Guide for energy market participants.
<i>end client</i>	the <i>person</i> or group of <i>persons</i> at the end of the supply chain.
<i>endowment assurance</i>	a <i>life policy</i> which pays a sum of <i>money</i> on the survival of the life assured to a specific date or on his earlier death.
<i>energy</i>	coal, <i>electricity</i> , <i>natural gas</i> (or any by-product or form of any of them), <i>oil</i> or <i>biofuel</i> .
<i>energy collective investment scheme</i>	a <i>collective investment scheme</i> , the property of which consists only of <i>energy</i> , energy investments, <i>emissions allowances</i> , <i>tradable renewable energy credits</i> or cash awaiting investment.
<i>energy investment</i>	<p>any of the following:</p> <p>(a) a <i>unit</i> in an <i>energy collective investment scheme</i>;</p> <p>(b) an <i>option</i> to acquire or dispose of an <i>energy investment</i>;</p> <p>(c) a <i>future</i> or a <i>contract for differences</i> where the commodity or property of any other description in question is:</p> <p>(i) <i>energy</i>; or</p>

	<ul style="list-style-type: none"> (ii) an <i>energy investment</i>; or (iii) an <i>emissions allowance</i>; or (iv) a <i>tradable renewable energy credit</i>; <p>(d) a <i>contract for differences</i> where the index or other factor in question is linked to or otherwise dependent upon fluctuations in the value or price of any of (c)(i) to (iv) (including any prices or charges in respect of imbalances under the <i>Network Code</i> or the <i>Balancing and Settlement Code</i>);</p> <p>(e) a <i>weather derivative</i>;</p> <p>(f) an <i>emissions allowance</i>, if it is a <i>specified investment</i>;</p> <p>(g) a <i>tradable renewable energy credit</i>, if it is a <i>specified investment</i>;</p> <p>(h) <i>rights to or interests in investments</i> in (a)-(g).</p>
energy market activity	<p>(a) any <i>regulated activity</i> other than <i>bidding in emissions auctions</i> in relation to an <i>energy investment</i> or to <i>energy</i>, or in relation to a <i>biomass investment</i> or <i>biomass</i> that is ancillary to activities related to <i>energy investments</i> or <i>energy</i>, which:</p> <ul style="list-style-type: none"> (i) is the <i>executing of own account transactions</i> on any <i>recognised investment exchange</i> or <i>designated investment exchange</i>; or (ii) if it is not the <i>executing of transactions</i> on such exchanges, is performed in connection with or for persons who are not <i>retail clients</i>; <p>(b) [deleted]</p>
energy market participant	<p>a <i>firm</i>:</p> <ul style="list-style-type: none"> (a) whose permission: <ul style="list-style-type: none"> (i) includes a requirement that the firm must not carry on any <i>designated investment business</i> other than <i>energy market activity</i>; (ii) does not include a requirement that it comply with IPRU-INV-link- 5 (Investment management firms) or 13 (Personal investment firms); and (b) which is not an <i>authorised professional firm, bank, building society, credit union, friendly society, ICVC, insurer, MiFID investment firm, media firm, oil market participant, service company, insurance intermediary, home finance administrator, home finance provider</i> or <i>regulated benchmark administrator</i>.
engage in investment activity	<p>(as defined in section 21(8) of the Act) (Restrictions on financial promotion)):</p> <ul style="list-style-type: none"> (a) enter or offer to enter into an agreement the making or performance of which by either party constitutes a <i>controlled activity</i>; or (b) exercise any rights conferred by a <i>controlled investment</i> to acquire, dispose of, underwrite or convert a <i>controlled investment</i>.

<i>engage in claims management activity</i>	(as defined in section 21(10A) of the Act) (Restrictions on financial promotion)) enter or offer to enter into an agreement the making or performance of which by either party constitutes a <i>controlled claims management activity</i> .
<i>engagement policy</i>	(1)(in ■ SYSC 3.4) as defined in ■ SYSC 3.4.4R(1)(a). (2)(in ■ COBS 2.2B) as defined in ■ COBS 2.2B.5R(1)(a).
<i>enhanced capital requirement</i>	[deleted]
<i>enhanced reporting investment</i>	any <i>investment</i> subject to a restriction on retail distribution under the FCA's rules, as summarised in ■ COBS 9.3.5G(1).
<i>enhanced scope SMCR firm</i>	a <i>firm</i> identified as an enhanced scope SMCR firm in the flow diagram in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms).
<i>entering as provider into a funeral plan contract</i>	the <i>regulated activity</i> , specified in article 59 of the <i>Regulated Activities Order</i> (Funeral plan contracts) of entering as provider into a <i>funeral plan contract</i> .
<i>entering into a home finance transaction</i>	any of the <i>regulated activities</i> of <i>entering into a regulated mortgage contract</i> , <i>entering into a home purchase plan</i> , <i>entering into a home reversion plan</i> or <i>entering into a regulated sale and rent back agreement</i> .
<i>entering into a home purchase plan</i>	the <i>regulated activity</i> , specified in article 63F(1) of the <i>Regulated Activities Order</i> , which is in summary: entering into a <i>home purchase plan</i> as provider.
<i>entering into a home reversion plan</i>	the <i>regulated activity</i> , specified in article 63B(1) of the <i>Regulated Activities Order</i> , which is in summary: entering into a <i>home reversion plan</i> as provider, or acquiring any obligations or rights (including his interest in land) of the plan provider under a <i>home reversion plan</i> entered into by him on or after 6 April 2007.
<i>entering into a regulated credit agreement as lender</i>	the <i>regulated activity</i> specified in article 60B(1) of the <i>Regulated Activities Order</i> .
<i>entering into a regulated consumer hire agreement as owner</i>	the <i>regulated activity</i> specified in article 60N(1) of the <i>Regulated Activities Order</i> .
<i>entering into a regulated mortgage contract</i>	the <i>regulated activity</i> , specified in article 61(1) of the <i>Regulated Activities Order</i> , which is in summary: entering into a <i>regulated mortgage contract</i> as lender.

<i>entering into a regulated sale and rent back agreement</i>	the <i>regulated activity</i> , specified in article 63J(1) of the <i>Regulated Activities Order</i> , which is in summary entering into a <i>regulated sale and rent back agreement</i> as an agreement provider, including acquiring any obligations or rights of the agreement provider, including the agreement provider's interest in land or interests under one or more such <i>agreements</i> .
<i>enterprise</i>	any <i>person</i> engaged in an economic activity, irrespective of legal form, including, in particular: <ul style="list-style-type: none"> (a) self-employed <i>persons</i> and family businesses engaged in craft or other activities; and (b) <i>partnerships</i> or associations regularly engaged in an economic activity. [Note: article 1 of the Annex to the <i>Micro-enterprise Recommendation</i>]
<i>Enterprise Investment Scheme</i>	an arrangement which is an <i>EIS managed portfolio</i> or an <i>EIS fund</i> .
<i>equity market adjustment ratio</i>	<p>(1) (in relation to the <i>resilience capital requirement</i>) has the meaning set out in INSPRU 3.1.19R.</p> <p>(2) (in relation to the <i>market risk</i> scenario for the <i>risk capital margin</i> of a <i>with-profits fund</i>) has the meaning set out in INSPRU 1.3.71R.</p>
<i>equity release activity</i>	any <i>regulated mortgage activity</i> carried on in relation to a <i>lifetime mortgage</i> , or a <i>reversion activity</i> .
<i>equity release adviser</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for: <ul style="list-style-type: none"> (a) <i>advising on regulated mortgage contracts</i> (when carried on in relation to a <i>lifetime mortgage</i>); or (b) <i>advising on a home reversion plan</i>.
<i>equity release arranger</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>arranging</i> a: <ul style="list-style-type: none"> (a) <i>regulated mortgage contract</i> (when carried on in relation to a <i>lifetime mortgage</i>); or (b) <i>home reversion plan</i>.
<i>equity release intermediary</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on <i>equity release mediation activity</i> .
<i>equity release mediation activity</i>	any of the <i>regulated activities</i> of: <ul style="list-style-type: none"> (a) <i>arranging a regulated mortgage contract</i> (when carried on in relation to a <i>lifetime mortgage</i>) or a <i>home reversion plan</i>; (b) <i>advising on a regulated mortgage contract</i> (when carried on in relation to a <i>lifetime mortgage</i>) or a <i>home reversion plan</i>; or (c) <i>agreeing to carry on a regulated activity</i> in (a) or (b).
<i>equity release provider</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for: <ul style="list-style-type: none"> (a) <i>entering into a regulated mortgage contract</i> (when carried on in

	relation to a <i>lifetime mortgage</i>); or (b) <i>entering into a home reversion plan</i> .
<i>equity release transaction</i>	a <i>lifetime mortgage</i> or a <i>home reversion plan</i> .
<i>equity security</i>	(1) (in <i>UKLR</i>) <i>equity shares</i> and <i>securities</i> convertible into <i>equity shares</i> ; and (2) (in <i>FEES</i>) (as defined in article 2(b) of the Prospectus Regulation) shares and other transferable securities equivalent to shares in companies, as well as any other type of transferable securities giving the right to acquire any of the aforementioned securities as a consequence of their being converted or the rights conferred by them being exercised, provided that securities of the latter type are issued by the issuer of the underlying shares or by an entity belonging to the group of the said issuer.
<i>equity share</i>	<i>shares</i> comprised in a <i>company's equity share capital</i> .
<i>equity share capital</i>	(for a <i>company</i>), its issued share capital excluding any part of that capital which, neither as respects dividends nor as respects capital, carries any right to participate beyond a specified amount in a distribution.
<i>equity shares (commercial companies)</i>	a <i>listing</i> of <i>equity shares</i> other than those of: (1) a <i>closed-ended investment fund</i> ; (2) an <i>open-ended investment company</i> ; (3) a <i>shell company</i> ; or (4) an <i>investment entity</i> that is not a <i>closed-ended investment fund</i> or an <i>open-ended investment company</i> , where the <i>issuer</i> is required to comply with the requirements in ■ UKLR 5 (Equity shares (commercial companies): requirements for admission to listing) and other requirements in the <i>listing rules</i> that are expressed to apply to such <i>securities</i> in this category.
<i>equity shares (international commercial companies secondary listing)</i>	a <i>listing</i> of <i>equity shares</i> other than those of: (1) a <i>closed-ended investment fund</i> ; (2) an <i>open-ended investment company</i> ; (3) a <i>shell company</i> ; or (4) an <i>investment entity</i> that is not a <i>closed-ended investment fund</i> or an <i>open-ended investment company</i> , where the <i>issuer</i> is required to comply with the requirements in ■ UKLR 14 (Equity shares (international commercial companies secondary listing): requirements for listing and continuing obligations) and other requirements in the <i>listing rules</i> that are expressed to apply to such <i>securities</i> in this category.

<i>equity shares (shell companies)</i>	<p>a <i>listing</i> of <i>equity shares</i> other than those of:</p> <ul style="list-style-type: none"> (1) a <i>closed-ended investment fund</i>; (2) an <i>open-ended investment company</i>; or (3) an <i>investment entity</i> that is not a <i>closed-ended investment fund</i> or an <i>open-ended investment company</i>, <p>where the <i>issuer</i> is required to comply with the requirements in ■ UKLR 13 (Equity shares (shell companies): requirements for listing and continuing obligations) and other requirements in the <i>listing rules</i> that are expressed to apply to such <i>securities</i> in this category.</p>
<i>equity shares (transition)</i>	<p>a <i>listing</i> of <i>equity shares</i> where the <i>listed company</i>:</p> <ul style="list-style-type: none"> (1) <ul style="list-style-type: none"> (a) prior to 29 July 2024, had a <i>listing</i> of <i>equity shares</i> in what was previously known as the 'standard listing (shares)' category under the Listing Rules sourcebook as it applied immediately prior to 29 July 2024; or (b) satisfies the following: <ul style="list-style-type: none"> (i) falls within the definition of an "in-flight applicant" in ■ UKLR TP 1.1R; (ii) prior to 29 July 2024, had applied for a <i>listing</i> in what was previously known as the 'standard listing (shares)' category under the Listing Rules sourcebook as it applied immediately prior to 29 July 2024; and (iii) has been admitted to <i>listing</i> prior to 29 July 2025, <p>other than a <i>listing</i> of <i>equity shares</i> that would be eligible for <i>admission</i> to the <i>equity shares (international commercial companies secondary listing)</i> category, the <i>equity shares (shell companies)</i> category or the <i>non-equity shares and non-voting equity shares</i> category; and</p> (2) is required to comply with the requirements in ■ UKLR 22 (Equity shares (transition): continuing obligations) and other requirements in the <i>listing rules</i> that are expressed to apply to such <i>securities</i> in this category.
<i>equity stake</i>	<p>(in relation to a <i>company</i>) any kind of <i>equity stake</i> in that <i>company</i>, including <i>shares</i> in it (including non-voting and non-equity <i>shares</i>, <i>debt securities</i> that are convertible or exchangeable into such <i>shares</i>, a <i>call option</i> on such <i>shares</i> or an in-the-money put <i>option</i> on such <i>shares</i>, but excluding a <i>contract for differences</i> or other <i>investment</i> that provides merely an economic exposure to movement in the price of the company's shares).</p>
<i>equivalent</i>	<p>see <i>commission equivalent</i>.</p>
<i>equivalent business of a third country investment firm</i>	<p>the business of a <i>third country investment firm</i> carried on from an establishment in the <i>United Kingdom</i> that would be <i>MiFID business</i> if that firm were a <i>MiFID investment firm</i>.</p>

<i>equivalent new business price</i>	the price a <i>firm</i> would offer to a <i>customer</i> to purchase a particular <i>policy</i> if the <i>customer</i> were a <i>new business customer</i> .
<i>ESG financial considerations</i>	environmental, social and governance factors (including climate change) that are material to the sustainability of an <i>investment</i> .
<i>ESMA</i>	European Securities and Markets Authority.
<i>ESMA AIFMD key concepts guidelines</i>	<i>ESMA's</i> guidelines on key concepts of the <i>AIFMD</i> (ESMA 2013/611). These are available at https://www.esma.europa.eu/sites/default/files/library/2015/11/2013-611_guidelines_on_key_concepts_of_the_aifmd_-_en.pdf
<i>ESMA guidelines on alternative performance measures</i>	the guidelines issued by <i>ESMA</i> covering alternative performance measures disclosed when publishing regulated information and prospectuses (ESMA/2015/1415).
<i>ESMA guidelines on APMs Questions and Answers</i>	the Questions and Answers published by <i>ESMA</i> on the <i>ESMA guidelines on alternative performance measures</i> (ESMA32-51-370).
<i>ESMA guidelines on risk factors</i>	guidelines drafted pursuant to article 16(4) of the <i>EU Prospectus Regulation</i> on the specificity, materiality and presentation of risks factors across categories depending on their nature.
<i>ESMA MAR delayed disclosure guidelines</i>	<i>ESMA's</i> guidelines on 'Delay in the disclosure of inside information' (ESMA 2016/1478) dated 20 October 2016.
<i>ESMA PR Prospectus Questions and Answers</i>	the Questions and Answers on the <i>EU Prospectus Regulation</i> published by <i>ESMA</i> (ESMA/2019/ESMA31-62-1258).
<i>established surplus</i>	has the meaning in ■ IPRU-INS 3.3(4).
<i>established</i>	<p>(1)</p> <p>(a) for <i>AIFMs</i>, 'having its registered office in';</p> <p>(b) for <i>AIFs</i>, 'being authorised or registered in' or, if the <i>AIF</i> is not authorised or registered, 'having its registered office in'; or</p> <p>(c) for <i>depositories of unauthorised funds</i> only, 'having its registered office or branch in'.</p> <p>[Note: article 4(1)(j) of <i>AIFMD</i>](2)for a <i>depository</i> of a <i>UCITS scheme</i>, 'having its registered office in'.</p>

<i>establishing, operating or winding up a collective investment scheme</i>	the <i>regulated activity</i> , specified in article or 51ZE of the <i>Regulated Activities Order</i> (Establishing etc a collective investment scheme), of establishing, operating or winding up a <i>collective investment scheme</i> .
<i>establishing, operating or winding up a personal pension scheme</i>	the <i>regulated activity</i> , specified in article 52(b) of the <i>Regulated Activities Order</i> (Establishing etc. a pension scheme), of establishing, operating or winding up a <i>personal pension scheme</i> .
<i>establishing, operating or winding up a stakeholder pension scheme</i>	the <i>regulated activity</i> , specified in article 52 (a) of the <i>Regulated Activities Order</i> (Establishing etc. a pension scheme), of establishing, operating or winding up a <i>stakeholder pension scheme</i> .
<i>establishment</i>	<p>(in relation to an <i>information society service</i>) the place at which the provider of the service effectively pursues an economic activity for an indefinite period; in this definition:</p> <p>(a) the presence or use in a particular place of equipment or other technical means of providing an <i>information society service</i> does not, of itself, constitute that place as an establishment; and</p> <p>(b) where it is unclear from which of a number of establishments a particular <i>information society service</i> is provided, that service is to be regarded as provided from the establishment where the provider has the centre of his activities relating to the service.</p>
<i>establishment costs</i>	<p>(1) (in ■ FEES 6) the costs of establishing the <i>compensation scheme</i>.</p> <p>(2) (in ■ FEES 5) the costs of establishing the <i>Financial Ombudsman Service</i>.</p>
<i>ETF</i>	<i>exchange-traded fund</i> .
<i>EU</i>	the European Union, being the Union established by the Treaty on European Union signed at Maastricht on 7 February 1992 (as amended)), taking into account the UK's withdrawal from the Union pursuant to article 50 of the Treaty.
<i>EU-adopted IFRS</i>	<i>EU-adopted International Financial Reporting Standards</i>
<i>EU-adopted international accounting standards</i>	means the international accounting standards, within the meaning of EC Regulation No. 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards, adopted from time to time by the European Commission in accordance with that Regulation.

<i>EU-adopted International Financial Reporting Standards (or EU adopted IFRS)</i>	international financial accounting standards within the meaning of EC Regulation No 1606/2002 of the European Parliament and of the Council of 19 July 2002 as adopted from time to time by the European Commission in accordance with that Regulation.
<i>EU-adopted International Financial Reporting Standards</i>	international financial accounting standards within the meaning of EC Regulation No 1606/2002 of the European Parliament and of the Council of 19 July 2002 as adopted from time to time by the European Commission in accordance with that Regulation.
<i>EU auction regulation</i>	the <i>EU</i> version of Regulation (EU) No. 1031/2010 of 12 November 2010 on the timing, administration and other aspects of auctioning of greenhouse gas emission allowances pursuant to Directive 2003/87/EC of the European Parliament and of the Council establishing a scheme for greenhouse gas emission allowances trading within the Community).
<i>EU benchmarks regulation</i>	the <i>EU</i> version of Regulation (EU) No. 2016/1011 of the European Parliament and of the Council of 8 June 2016 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds and amending Directives 2008/48/EC and 2014/17/EU and Regulation (EU) No 596/2014.
<i>EU CRR</i>	the <i>EU</i> version of Regulation (EU) No. 575/2013 of the European Parliament and the Council on prudential requirements for credit institutions and investment firms and amending Regulation (EU) No 648/2012.
<i>EU EMIR</i>	the <i>EU</i> version of Regulation (EU) No 648/2012 on OTC derivatives, central counterparties and trade repositories as amended by Regulation (EU) 2019/834 of the European Parliament and of the Council of 20 May 2019.
<i>EU Exit Passport Regulations</i>	the EEA Passport Rights (Amendment, etc., and Transitional Provisions) (EU Exit) Regulations 2018, SI 2018/1149.
<i>EU MiFIR</i>	the <i>EU</i> version of Regulation (EU) No. 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012.
<i>EU OTF</i>	(as defined in Article 2(1)(15B) of <i>MiFIR</i>) means a multilateral system: <ul style="list-style-type: none"> (a) which is not a regulated market or an MTF; (b) in which multiple third-party buying and selling interests in bonds, structured finance products, emission allowances or derivatives are able to interact in the system in a way that results in a contract in accordance with Title II of Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments directive of 15 May 2014.
<i>EU Prospectus Regulation</i>	The EU version of Regulation (EU) No 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC.

<i>EU regulated market</i>	(as defined in Article 2(1)(13B) of <i>MiFIR</i>) means a regulated market which is authorised and functions regularly and in accordance with Title III of Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments directive of 15 May 2014.
<i>EU regulation</i>	a regulation made pursuant to article 288 of the <i>Treaty</i> .
<i>European Economic Area</i>	the area established by the agreement on the European Economic Area signed at Oporto on 2 May 1992, as it has effect for the time being and which consists of the <i>EEA States</i> .
<i>European Standardised Information Sheet (ESIS)</i>	The pre-contractual disclosure document, the template for which is contained in ■ <i>MCOB 5A Annex 1</i> , provided to a <i>consumer</i> in accordance with ■ <i>MCOB 5A</i> .
<i>EU Securities Financing Transactions Regulation</i>	the <i>EU</i> version of Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012.
<i>EUWA</i>	the European Union (Withdrawal) Act 2018.
<i>EV</i>	(in ■ <i>MIFIDPRU 5</i>) the <i>exposure value</i> .
<i>EVE</i>	(in ■ <i>MIFIDPRU 5</i>) the <i>exposure value excess</i> .
<i>evidential provision</i>	<p>a <i>rule</i>, contravention of which does not give rise to any of the consequences provided for by other provisions of the <i>Act</i>; and which provides, in accordance with section 138C of the <i>Act</i>, that:</p> <ul style="list-style-type: none"> (a) contravention may be relied on as tending to establish contravention of such other <i>rule</i> as may be specified; or (b) compliance may be relied on as tending to establish compliance with such other <i>rule</i> as may be specified; or (c) both (a) and (b).
<i>excepted contract</i>	(in <i>BCOBS</i>) has the same meaning as in the Consumer Protection (Distance Selling) Regulations 2000 (SI 2000/2334).
<i>excess LLP members' drawings</i>	the amount by which the aggregate of the amounts withdrawn by a <i>limited liability partnership's</i> members exceeds the profits of that <i>firm</i> , as calculated in accordance with <i>IPRU(INV)</i> Annex A 2.5R (Limited liability partnership excess drawings).
<i>excess surplus</i>	<p>(a) a <i>firm</i> that is not a <i>Solvency II firm</i> will have an excess surplus in a <i>with-profits fund</i> if, and to the extent that:</p> <ul style="list-style-type: none"> (i) the <i>regulatory surplus</i> in that <i>with-profits fund</i>; and (ii) any other financial resources applied to, or expected to be applied to, that <i>with-profits fund</i>; <p>exceed:</p> <ul style="list-style-type: none"> (iii) the amount required to meet the higher of any regulatory capital requirement or the <i>firm's individual capital assessment</i> (at the <i>firm's</i> own risk appetite) for existing business; and

	<p>(iv) any further amount necessary to support the new business plans of that <i>with-profits fund</i>.</p> <p>(b) a <i>Solvency II firm</i> will have an excess surplus in a <i>with-profits fund</i> if, and to the extent that:</p> <p>(i) the <i>with-profits fund surplus</i> in that <i>with-profits fund</i>; and</p> <p>(ii) any other financial resources applied to, or expected to be applied to, that <i>with-profits fund</i>;</p> <p>exceed:</p> <p>(iii) the amount required to meet the higher of any notional <i>SCR</i> in relation to that <i>with-profits fund</i> and any capital provision determined in relation to the <i>with-profits fund</i> at the <i>firm's</i> own risk appetite, as reflected in the <i>firm's</i> own risk and solvency assessment carried out from time to time as detailed in the PRA Rulebook: Solvency II Firms: Conditions Governing Business rules 3.8 to 3.10; and</p> <p>(iv) any further amount necessary to support the new business plans of that <i>with-profits fund</i>.</p>
exchange traded	(in <i>IPRU(INV) 13</i>) listed or traded on a <i>recognised or designated investment exchange</i> .
exchange-traded fund	a fund of which at least one <i>unit</i> or <i>share</i> class is traded throughout the day on at least one <i>trading venue</i> and with at least one market maker which takes action to ensure that the price of its <i>units</i> or <i>shares</i> on the <i>trading venue</i> does not vary significantly from its net asset value and, where applicable, from its indicative net asset value.[Note: article 2(26) of <i>MiFIR</i>]
exchange traded product	<p>any of the following <i>investments</i>:</p> <p>(a) a <i>unit</i> or <i>share</i> in an <i>open-ended investment company</i>, a <i>debt security</i> or a <i>contract for differences</i> which meets all of the following criteria:</p> <p>(i) it is admitted to trading on a <i>regulated market</i>, an <i>EU regulated market</i> or a market operated by a <i>ROIE</i>;</p> <p>(ii) it is created and redeemed in response to demand from investors or arbitrage opportunities arising from the difference in price from the <i>unit</i>, <i>share</i>, <i>debt security</i> or <i>contract for differences</i> and the price of the underlying asset(s) it seeks to track;</p> <p>(iii) it aims to closely simulate the performance of a specified index or other benchmark (relating to any assets such as <i>shares</i>, <i>debentures</i>, <i>commodities</i> or currencies), whether or not the simulated performance is delta 1, inverse, leveraged, achieved by physical replication or synthetically through <i>derivatives</i>.</p> <p>(b) a senior, unsubordinated <i>debt security</i> traded on a <i>regulated market</i> or a market operated by a <i>ROIE</i> featuring no periodic coupon payments and whose return tracks the performance of a specific index or other benchmark (relating to any assets such as <i>shares</i>, <i>debentures</i>, <i>commodities</i> or currencies), minus applicable fees, whether or not featuring delta 1, inverse or leveraged exposure to the index or other benchmark being tracked.</p>
excluded activity	an activity defined as an excluded activity in section 142D of the <i>Act</i> or by an order made under that section.

*excluded
com-
munication*

the following types of *financial promotion* (a *firm* may rely on more than one of the paragraphs in relation to the same *financial promotion*):

- (a) a *financial promotion* that would benefit from an exemption in the *Financial Promotion Order* if it were *communicated* by an *unauthorised person*, or which originates outside the *United Kingdom* and is not capable of having an effect in the *United Kingdom* (within the meaning of s.21(3) of the Act);
- (b) a *financial promotion* from outside the *United Kingdom* that would be exempt under articles 30, 31, 32 or 33 of the *Financial Promotion Order* (Overseas communicators) if the office from which the *financial promotion* is *communicated* were a separate *unauthorised person*;
- (c) a *financial promotion* that is subject to, or exempted from, the *Takeover Code*;
- (d) a personal quotation or illustration form;
- (e) a "one-off" *financial promotion* that is not a *cold call*. If the conditions set out in (i) to (iii), below, are satisfied, a *financial promotion* is "one-off". If not, the fact that any one or more of these conditions is met is to be taken into account in determining if a *financial promotion* is "one-off". However, a *financial promotion* may be regarded as "one-off" even if none of the conditions are met. The conditions are that:
 - (i) the *financial promotion* is *communicated* only to one recipient or only to one group of recipients in the expectation that they would engage in any investment activity jointly;
 - (ii) the identity of the product or service to which the *financial promotion* relates has been determined having regard to the particular circumstances of the recipient;
 - (iii) the *financial promotion* is not part of an organised marketing campaign; or
- (f) a communication that is exempted by the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes) (Exemptions) Order 2001.

*excluded
custody
activities*

any activities of a *firm* which:

- (a) are carried on in connection with, or for the purposes of, *managing a UK UCITS* or an *AIF* (as the case may be); and
- (b) would amount to *safeguarding and administering investments* but for the exclusion in article 72AA of the *RAO*.

*excluded
material*

(in relation to access to *appropriate regulator material*) (as defined in section 394(7) of the Act (Access to FCA or PRA material)) material which:

- (a) has been intercepted in obedience to a warrant issued under any enactment relating to the interception of communications; or
- (b) indicates that such a warrant has been issued or that material has been intercepted in obedience to such a warrant; or
- (c) is a *protected item*.

excluded security	<p>any of the following <i>investments</i>:</p> <p>(a) a <i>security</i> whereby the issuer's ability to fulfil its payment obligations to the investor, or the <i>investment</i> returns received in connection with the <i>security</i>, are wholly or predominantly linked to, contingent on, highly sensitive to or dependent on, the performance of or changes in the value of <i>shares</i>, <i>debentures</i> or <i>government and public securities</i>, whether or not such performance or changes in value are measured directly or via a market index or indices, and provided the relevant <i>shares</i> and <i>debentures</i> are not themselves issued by <i>special purpose vehicles</i>;</p> <p>(b) a <i>covered bond</i>;</p> <p>(c) a <i>security</i> issued by an <i>investment trust</i>;</p> <p>(d) a <i>share</i> in a <i>company</i> resident outside the <i>EEA</i>, where that <i>company</i> would qualify for approval as an <i>investment trust</i> by the Commissioners for HM Revenue and Customs under sections 1158 and 1159 of the Corporation Tax Act 2010 if resident in the <i>United Kingdom</i>;</p> <p>(e) a <i>share</i> in a <i>venture capital trust</i>;</p> <p>(f) a <i>share</i> in a <i>company</i> to which Part 12 of the Corporation Tax Act 2010 (Real Estate Investment Trusts) applies or a member of a group to which that Part applies;</p> <p>(g) an <i>exchange traded product</i>.;</p> <p>(h) a <i>security</i> issued by a <i>regulated collective investment scheme</i> other than a <i>qualified investor scheme</i>.</p>
execute	<p>(1) (in relation to a transaction) carry into effect or perform the transaction, whether as <i>principal</i> or as agent, including instructing another <i>person</i> to execute the transaction.</p> <p>(2)(in ■ SUP 16.11.5BR, ■ SUP 16 Annex 20G and ■ SUP 16 Annex 21R) (in accordance with section 189(1) of the CCA and, within the meaning of that Act, in relation to a document embodying the terms of a regulated agreement, or such of those terms as have been reduced to writing) means a document signed by or on behalf of the parties.</p>
execution criteria	<p>the criteria set out in ■ COBS 11.2.6 R, that is:</p> <p>(a) the characteristics of the <i>client</i> including the categorisation of the <i>client</i> as retail or professional;</p> <p>(b) the characteristics of the <i>client</i> order;</p> <p>(c) the characteristics of <i>financial instruments</i> that are the subject of that order; and</p> <p>(d) the characteristics of the <i>execution venues</i> to which that order can be directed.</p> <p>(e) [deleted]</p>
execution factors	<p>price, costs, speed, likelihood of execution and settlement, size, nature or any other consideration relevant to the execution of an order.</p>

<i>execution of orders on behalf of clients</i>	acting to conclude agreements to buy or sell one or more <i>financial instruments</i> on behalf of <i>clients</i> including the conclusion of agreements to sell <i>financial instruments</i> issued by an <i>investment firm</i> or a <i>credit institution</i> at the moment of their issuance.[Note: article 4 (1)(5) of MiFID]
<i>execution-only sale</i>	<p>(a) a <i>home finance transaction</i> entered into by a <i>firm</i> with, or arranged by a <i>firm</i> for, a <i>customer</i>; or</p> <p>(b) a variation of an existing <i>home finance transaction</i> entered into by a <i>firm</i> with, or arranged by a <i>firm</i> for, a <i>customer</i>;</p> <p>where the <i>firm</i> does not give <i>advice on home finance transactions</i> to that particular <i>customer</i>, or where the <i>customer</i> has rejected such advice given by the <i>firm</i>.</p>
<i>execution-only transaction</i>	a transaction <i>executed</i> by a <i>firm</i> upon the specific instructions of a <i>client</i> where the <i>firm</i> does not give <i>advice on investments</i> relating to the merits of the transaction and in relation to which the <i>rules</i> on assessment of appropriateness (■ COBS 10 and ■ 10A) do not apply.
<i>execution venue</i>	for the purposes of the provisions relating to best execution in ■ COBS 11.2, ■ COBS 11.2A, ■ COBS 11.2B and COLL, execution venue means a <i>regulated market</i> , an <i>MTF</i> , an <i>OTF</i> , a <i>systematic internaliser</i> , or a <i>market maker</i> or other liquidity provider or an entity that performs a similar function in a third country to the functions performed by any of the foregoing.
<i>executive director function</i>	<i>FCA controlled function</i> SMF3 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.5.1R to ■ 10C.5.12R.
<i>executive management</i>	(in UKLR) the executive committee or most senior executive or managerial body below the board (or where there is no such formal committee or body, the most senior level of managers reporting to the chief executive), including the company secretary but excluding administrative and support staff.
<i>executive procedures</i>	<p>(1) the procedures relating to the giving of warning notices, decision notices and <i>supervisory notices</i> that are described in ■ DEPP 4 (Decisions by FCA staff under executive procedures).</p> <p>(2) the procedures relating to the giving of written notices under the AIFMD UK regulation that are described in ■ FUND App 1.</p>
<i>exempt activity</i>	(in relation to a <i>recognised body</i>) any <i>regulated activity</i> in respect of which the body is exempt from the <i>general prohibition</i> as a result of section 285(2) or (3) of the Act (Exemption for recognised investment exchanges and clearing houses).
<i>exempt article 3(1)(b) credit agreement</i>	<p>an <i>article 3(1)(b) credit agreement</i> that is:</p> <p>(a) an <i>MCD exempt bridging loan</i>;</p> <p>(b) an <i>MCD exempt credit union loan</i>;</p> <p>(c) an <i>MCD exempt overdraft loan</i>;</p> <p>(d) an <i>MCD exempt lifetime mortgage</i>; or</p> <p>(e) an exempt agreement for the purposes of Chapter 14A of the <i>Regulated Activities Order</i> pursuant to article 60H of that Order.</p>

<i>exempt BIPRU commodities firm</i>	a <i>BIPRU firm</i> to which the exemption in ■ BIPRU TP 15.6R (Exemption for a BIPRU firm whose main business relates to commodities) applies.
<i>exempt CAD firm</i>	<p>(1) (except in <i>SYSC</i> and <i>IPRU(INV)</i>) a firm as defined in article 4(1)(2)(c) of the <i>UK CRR</i> that is authorised to provide only one or more of the following <i>investment services</i>:</p> <ul style="list-style-type: none"> (a) investment advice; (b) receive and transmit orders from investors as referred to in Part 3 of Schedule 2 to the <i>Regulated Activities Order</i>. <p>(2) (in <i>SYSC</i> and <i>IPRU(INV)</i>) a <i>firm</i> in (1) whose head office (or, if it has a registered office, that office) is in the <i>United Kingdom</i>.</p>
<i>exempt IFPRU commodities firm</i>	an <i>IFPRU investment firm</i> which falls within the meaning in articles 493(1) and 498(1) of the <i>UK CRR</i>
<i>exempt insurance intermediary</i>	<p>an <i>insurance intermediary</i>:</p> <ul style="list-style-type: none"> (a) whose <i>Part 4A permission</i> is limited to or includes <i>insurance distribution activity</i>; (b) which, in relation to <i>insurance distribution activity</i> (but disregarding <i>money</i> or other assets held in relation to other activities) either: <ul style="list-style-type: none"> (i) does not hold any <i>client money</i> or other <i>client</i> assets in any form; or (ii) holds <i>client money</i> as trustee under a statutory trust imposed by ■ CASS 5.3 (statutory trust) but does not otherwise hold <i>client money</i>; and (c) which (when aggregating the amount calculated in accordance with ■ CASS 5.5.65 R) does not in relation to <i>insurance distribution activity</i> hold <i>client money</i> in excess of £30,000 at any time during a <i>financial year</i>.
<i>exempt MCD credit agreement</i>	an <i>exempt MCD regulated mortgage contract</i> or an <i>exempt article 3(1)(b) credit agreement</i> .
<i>exempt MCD regulated mortgage contract</i>	<p>a <i>regulated mortgage contract</i> that is:</p> <ul style="list-style-type: none"> (a) an <i>MCD exempt bridging loan</i>; (b) an <i>MCD exempt credit union loan</i>; (c) an <i>MCD exempt overdraft loan</i>; or (d) an <i>MCD exempt lifetime mortgage</i>.
<i>exempt MiFID commodities firm</i>	a <i>firm</i> to which the exemption in Schedule 3 paragraph 1(k) to the <i>RAO</i> applies.
<i>exempt person</i>	(1)(as defined in section 417(1) of the <i>Act</i> (Definitions)) (in relation to a <i>regulated activity</i>) a <i>person</i> who is exempt from the <i>general prohibition</i> in respect of that activity as a result of:

	<p>(a) the <i>Exemption Order</i>; or</p> <p>(b) being an <i>appointed representative</i>; or</p> <p>(c) section 285(2) or (3) of the <i>Act</i> (Exemption for recognised investment exchanges and clearing houses);</p> <p>and(2) a <i>person</i> who is exempt from the general prohibition as a result of section 312A(2) of the <i>Act</i>.</p>
<i>exempt professional firm</i>	a <i>person</i> to whom, under section 327 of the <i>Act</i> , the <i>general prohibition</i> does not apply; guidance is given in ■ PROF 2.1 (<i>Exempt regulated activities</i>).
<i>exempt regulated activity</i>	(as defined in section 325(2) of the <i>Act</i> (FCA's general duty)) a <i>regulated activity</i> which may, as a result of Part XX of the <i>Act</i> (Provision of Financial Services by Members of the Professions), be carried on by <i>members</i> of a profession which is supervised and regulated by a <i>designated professional body</i> without breaching the <i>general prohibition</i> .
<i>Exemption Order</i>	the Financial Services and Markets Act 2000 (Exemption) Order 2001 (SI 2001/1201).
<i>exercise notice</i>	(in UKLR) (in relation to <i>securitised derivatives</i>), a document that notifies the <i>issuer</i> of a holder's intention to exercise its rights under the <i>securitised derivative</i> .
<i>exercise price</i>	(in UKLR) (in relation to <i>securitised derivatives</i>), the price stipulated by the <i>issuer</i> at which the holder can buy or sell the <i>underlying instrument</i> from or to the <i>issuer</i> .
<i>exercise time</i>	(in UKLR) (in relation to <i>securitised derivatives</i>), the time stipulated by the <i>issuer</i> by which the holder must exercise their rights.
<i>exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement</i>	the <i>regulated activity</i> specified in article 60B(2) of the <i>Regulated Activities Order</i> .
<i>exercising, or having the right to exercise, the owner's rights and duties under a regulated consumer hire agreement</i>	the <i>regulated activity</i> specified in article 60N(2) of the <i>Regulated Activities Order</i> .
<i>exit day</i>	(in accordance with section 20 of the European Union (Withdrawal) Act 2018) means 31 January 2020 at 11.00pm.

<i>existing funeral plan product</i>	(for the purposes of ■ PROD 1.7 and ■ PROD 7) a <i>funeral plan product</i> : (1)that was <i>manufactured</i> prior to 29 July 2022; (2)is available to be marketed or <i>distributed to customers</i> .
<i>existing product</i>	a <i>product</i> which:(1)was <i>manufactured</i> , marketed or distributed before 31 July 2023; and (2)is marketed or distributed to <i>retail customers</i> (including by way of renewal) on or after 31 July 2023.
<i>exit strategy</i>	in accordance with regulation 23(3) of the <i>UK auctioning regulations</i> , one or more documents setting out detailed measures to ensure a smooth transition from an exiting <i>RAP</i> to its successor.
<i>expiration date</i>	(in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>), the date stipulated by the <i>issuer</i> on which the holder's rights in respect of the <i>securitised derivative</i> ends.
<i>exposure</i>	<p>(1) (in relation to a <i>firm</i> but subject to (2) and (6)) the maximum loss which the firm might suffer if:</p> <p style="padding-left: 40px;">(a) a counterparty or a group of connected counterparties fail to meet their obligations; or</p> <p style="padding-left: 40px;">(b) it realises assets or off-balance sheet positions</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p> <p>(4) [deleted]</p> <p>(5) [deleted]</p> <p>(6) (in <i>MIPRU</i>) an asset or liability.</p>
<i>exposure value</i>	(in ■ MIFIDPRU 5) the value of a <i>firm's</i> exposure to a <i>client</i> or <i>group of connected clients</i> , calculated in accordance with ■ MIFIDPRU 5.4.
<i>exposure value excess</i>	(in ■ MIFIDPRU 5) the value by which a <i>firm's</i> exposure to a <i>client</i> or <i>group of connected clients</i> exceeds the <i>concentration risk soft limit</i> , calculated in accordance with ■ MIFIDPRU 5.5.3R.
<i>ex-section 43 firm</i>	a <i>firm</i> that was a listed institution, as defined in section 43 of the Financial Services Act 1986, immediately before <i>commencement</i> .
<i>ex-section 43 lead regulated firm</i>	an <i>ex-section 43 firm</i> for which the <i>FSA</i> (in its capacity as the regulatory body under section 43 of the Financial Services Act 1986) was lead regulator for financial supervision purposes, and that was subject to the <i>section 43 capital requirements</i> , immediately before <i>commencement</i> .
<i>extended warranty</i>	an agreement entered into by a <i>customer</i> for monetary consideration which provides cover, guarantees or undertakings in relation to defects in <i>goods</i> .
<i>external AIFM</i>	(in accordance with regulation 4(3)(a) of the <i>AIFMD UK regulation</i>) an <i>AIFM</i> appointed by, or on behalf of, an <i>AIF</i> and which, through that appointment, is responsible for managing the <i>AIF</i> .
<i>external client money reconciliation</i>	<p>(1)(in ■ CASS 7) the <i>client money</i> reconciliation described in ■ CASS 7.15.20R.</p> <p>(2)(in ■ CASS 13) the <i>client money</i> reconciliation described in ■ CASS 13.10.17R.</p>

<i>external custody reconciliation</i>	the <i>safe custody asset</i> reconciliation described in ■ CASS 6.6.34 R.
<i>external management company</i>	(in <i>UKLR</i> and <i>PRR</i>) has the meaning in ■ PRR 5.3.3R.
<i>external valuer</i>	a person who performs the valuation function described in ■ FUND 3.9.4R and ■ 3.9.5R in respect of an <i>AIF</i> managed by a <i>full-scope UK AIFM</i> , and is not the <i>AIFM</i> of that <i>AIF</i> .
<i>extraction</i>	(in relation to <i>mineral companies</i>), includes mining, production, quarrying or similar activities and the reworking of mine tailings or waste dumps.
<i>extraordinary resolution</i>	(in <i>COLL</i>) a resolution passed by a majority of not less than three-quarters of the votes validly cast (whether on a show of hands or on a poll) for and against the resolution at a general meeting or (as the case may be) <i>class meeting</i> of holders, of which notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.

Glossary - F

<i>facilities</i>	<p>(in relation to a <i>recognised body</i>) the facilities and services which it provides in the course of carrying on <i>exempt activities</i>. References to the use of the facilities of an <i>RIE</i> or <i>RAP</i> are to be construed as follows:</p> <p>(a) dealings or transactions on an <i>RIE</i> or <i>RAP</i> are references to dealings or transactions which are effected by means of the <i>RIE</i>'s or <i>RAP</i>'s facilities or which are governed by the rules of the <i>RIE</i> or <i>RAP</i>;</p> <p>(b) references to the use of the facilities of an <i>RIE</i> or <i>RAP</i> include use which consists of any such dealings or entering into any such transactions.</p>
<i>FAIF</i>	<i>fund of alternative investment funds</i> .
<i>failure</i>	the appointment of a liquidator, receiver, administrator, special administrator or trustee in bankruptcy, or any equivalent procedure in any relevant jurisdiction.
<i>fair, clear and not misleading rule</i>	<p>(1) (in relation to <i>regulated claims management activity</i> and <i>ancillary activity</i>) ■ CMCOB 3.2.1R.</p> <p>(2)(in relation to <i>regulated funeral plan activity</i>) ■ FPCOB 4.2.1R.</p> <p>(3)(for all other purposes) ■ COBS 4.2.1R.</p>
<i>family member of a politically exposed person</i>	as defined in regulation 35(12) of the <i>Money Laundering Regulations</i> .
<i>FC</i>	Financial crime: a guide for firms
<i>FCA</i>	Financial Conduct Authority
<i>FCA-approved person</i>	an <i>approved person</i> in relation to whom the <i>FCA</i> has given its approval under section 59 of the <i>Act</i> (Approval for particular arrangements) for the performance of an <i>FCA controlled function</i> .
<i>FCA-approved SMF manager</i>	an <i>SMF manager</i> whose approval to perform a <i>designated senior management function</i> is from the <i>FCA</i> .
<i>FCA-authorised person</i>	an <i>authorised person</i> who is not a <i>PRA-authorised person</i> .
<i>FCA candidate</i>	a <i>person</i> in respect of whom an application is made for approval under section 59 of the <i>Act</i> (Approval for particular arrangements) of the performance of an <i>FCA controlled function</i> .
<i>FCA certification function</i>	a <i>significant-harm function</i> that has been specified under section 63E of the <i>Act</i> (Certification of employees by authorised persons) by the <i>FCA</i> (see ■ SYSC 27.7.3R (Table: <i>FCA certification functions</i>)) and which consequently is a specified function as defined in section 63E(2) of the <i>Act</i> .
<i>FCA controlled function</i>	<p>a <i>controlled function</i> which is specified by the <i>FCA</i> under section 59 of the <i>Act</i> (Approval for particular arrangements) in:</p> <p>(a)(for <i>SMCR firms</i>) the <i>table of FCA-designated senior management</i></p>

	<i>functions; or</i>
	(b)(in relation to <i>appointed representatives</i>) the <i>table of FCA controlled functions</i> .
<i>FCA-designated senior management function</i>	an <i>FCA controlled function</i> that is a <i>designated senior management function</i> .
<i>FCA governing functions</i>	any of the <i>FCA controlled functions</i> labelled as FCA governing functions in the <i>table of FCA-designated senior management functions</i> or in the <i>table of FCA controlled functions</i> .
<i>FCA Handbook</i>	the FCA's Handbook of rules and guidance
<i>FCA MDP on-boarding application form</i>	a form for approval to connect to the <i>FCA's market data processor system</i> .
<i>FCA-prescribed senior management responsibilities</i>	the responsibilities in ■ SYSC 24.2.6R (Table: FCA-prescribed senior management responsibilities).
<i>FCA-recognised industry code</i>	A market code prepared by a <i>private person</i> that prescribes or prohibits forms of conduct or behaviour in relation to activities in financial markets, recognised by the FCA under its industry code recognition process and procedures and listed on the FCA website.
<i>FCA registered tied agent</i>	a <i>tied agent</i> who is an <i>agent</i> for the purposes of section 39A of the <i>Act</i> .
<i>FCA required functions</i>	any of the <i>FCA controlled functions</i> labelled as FCA required functions in. the <i>table of FCA-designated senior management functions</i> .
<i>FCA short name</i>	the abbreviated name allocated to an <i>issuer</i> or organisation by the <i>FCA</i> .

<i>FCA significant-influence functions</i>	any of the <i>FCA controlled functions</i> labelled as an FCA significant-influence function in the <i>table of FCA controlled functions</i> .
<i>FCG</i>	the Financial Crime Guide: A firm's guide to countering financial crime risks
<i>FCTR</i>	the ■ Financial Crime Thematic Reviews .
<i>fee</i>	<p>(1)(except in <i>ICOB5</i> and, in relation to a <i>life policy</i>, in ■ COBS 6.1ZA) any payment or <i>remuneration</i> offered or made by a <i>client</i> to a <i>firm</i> in connection with <i>designated investment business</i> or with any other business of the <i>firm</i>, including (where applicable) any <i>mark-up</i> or <i>mark-down</i>;</p> <p>(2)(in <i>ICOB5</i> and, in relation to a <i>life policy</i>, in ■ COBS 6.1ZA) <i>remuneration</i> payable directly by a <i>customer</i> in relation to <i>insurance distribution activities</i> carried on for the <i>customer</i> that is not:</p> <p>(a)a commission of any kind, that is the <i>remuneration</i> included in the <i>insurance premium</i>; or</p> <p>(b)any other type of <i>remuneration</i> (i.e. that is not directly payable by the <i>customer</i>), including an economic benefit of any kind or any other financial or non-financial advantage or incentive offered or given in connection with the <i>insurance contract</i>.</p> <p>(3)(in <i>FPCOB</i>) <i>remuneration</i> payable directly by a <i>customer</i> in relation to a <i>funeral plan contract</i> that is not included in the price of the funeral plan.</p> <p>[Note: article 19(1)(e)(i),(ii) and (iii) of the <i>IDD</i>]</p>
<i>fee year</i>	1 April to 31 March inclusive.
<i>feeder AIF</i>	<p>an <i>AIF</i> which:</p> <p>(a) invests at least 85% of its assets in <i>units</i> or <i>shares</i> of another <i>AIF</i> (the '<i>master AIF</i>'); or</p> <p>(b) invests at least 85 % of its assets in two or more <i>AIFs</i> where those <i>AIFs</i> (the '<i>master AIFs</i>') have identical investment strategies; or</p> <p>(c) otherwise has an exposure of at least 85% of its assets to such a <i>master AIF</i>.</p> <p>[Note: article 4(1)(m) of <i>AIFMD</i>]</p>
<i>feeder fund</i>	<p>(in ■ ESG) any of the following:</p> <p>(1)a <i>feeder AIF</i>;</p> <p>(2)a <i>feeder LTAF</i>;</p> <p>(3)a <i>feeder NURS</i>; or</p> <p>(4)a <i>feeder UCITS</i>.</p>

<i>feeder LTAF</i>	<p>an <i>LTAF</i> which is <i>dedicated to units</i> in either:</p> <ul style="list-style-type: none">(a) a single <i>qualifying master LTAF</i>; or(b) a single <i>sub-fund</i> of a <i>qualifying master LTAF</i> that is an <i>umbrella</i>.
<i>feeder NURS</i>	<p>a <i>non-UCITS retail scheme</i> which:</p> <ul style="list-style-type: none">(a) does not operate as:<ul style="list-style-type: none">(i) a <i>FAIF</i>; or(ii) [deleted](iii) a <i>scheme dedicated to units</i> in a single <i>property authorised investment fund</i>; and(b) is <i>dedicated to units</i> in either:<ul style="list-style-type: none">(i) a single <i>qualifying master scheme</i>; or(ii) a single <i>sub-fund</i> of a <i>qualifying master scheme</i> that is an <i>umbrella</i>; andwhich, in the case of either (i) or (ii), is:<ul style="list-style-type: none">(A) a <i>UCITS</i>; or(B) a <i>non-UCITS retail scheme</i>; or(C) a <i>recognised scheme</i>.
<i>feeder UCITS</i>	<p>a <i>UCITS scheme</i> or a <i>sub-fund</i> of a <i>UCITS scheme</i> which has been approved by the <i>FCA</i> to invest at least 85% of its assets in the <i>units</i> of a single <i>master UCITS</i>. [Note: article 58(1) of the <i>UCITS Directive</i>]</p>
<i>fee-paying electronic money issuer</i>	<p>any of the following when they issue <i>electronic money</i>:</p> <ul style="list-style-type: none">(a) an <i>authorised electronic money institution</i>;(b) a <i>small electronic money institution</i>;(c) [deleted];(d) a <i>full credit institution</i>, including a branch of the <i>full credit institution</i> within the meaning of article 4(17) of the <i>UK CRR</i> which is situated in the <i>United Kingdom</i> and which has its head office in a territory outside the <i>United Kingdom</i> in accordance with article 47 of the <i>UK CRR</i>;(e) the Post Office Limited;(f) the Bank of England, when not acting in its capacity as a monetary authority or carrying out functions of a public nature;(g) government departments and local authorities, when carrying out functions of a public nature;(h) a <i>credit union</i>;

	<p>(i) a municipal bank; and</p> <p>(j) the National Savings Bank.</p> <p>[deleted]</p>
<i>fee-paying payment service provider</i>	<p>any of the following when they provide <i>payment services</i>:</p> <p>(a) a <i>payment institution</i>;</p> <p>(aa) a <i>registered account information service provider</i>;</p> <p>(b) a <i>full credit institution</i>;</p> <p>(c) an <i>electronic money issuer</i> (except where it is an <i>electronic money issuer</i> whose only <i>payment service</i> activities are those relating to the issuance of <i>electronic money</i> by itself or if it is a <i>credit union</i>, a municipal bank or the National Savings Bank);</p> <p>(d) the Post Office Limited;</p> <p>(e) the Bank of England, other than when acting in its capacity as a monetary authority or carrying out functions of a public nature; and</p> <p>(f) government departments and local authorities, other than when carrying out functions of a public nature.</p>
<i>FEES</i>	the <i>FEES</i> manual.
<i>field representative</i>	an <i>appointed representative</i> or, where applicable, a <i>tied agent</i> , or an employee of the <i>firm</i> (or of its <i>appointed representative</i> or, where applicable, its <i>tied agent</i>), whose normal fixed place of business is not a business address of the <i>firm</i> which appears on the <i>firm's</i> stationery.
<i>FIIA</i>	a <i>fund investing in inherently illiquid assets</i> .
<i>final bonus</i>	(in relation to a <i>with-profits insurance contract</i>) a discretionary payment which might be made by a <i>long-term insurer</i> , in addition to the guaranteed benefits, when the benefits under the <i>with-profits insurance contract</i> become payable.
<i>final notice</i>	a notice given by the <i>appropriate regulator</i> under section 390 of the Act (Final notices).
<i>final response</i>	<p>(1) (in ■ CREDS 9) a written response from the <i>firm</i> which:</p> <p>(a) accepts the complaint, and, where appropriate, offers redress; or</p> <p>(b) offers redress without accepting the complaint; or</p> <p>(c) rejects the complaint and gives reasons for doing so;</p> <p>and which informs the complainant that, if he remains dissatisfied with the <i>firm's</i> response, he may now refer his complaint to the <i>Financial Ombudsman Service</i> and must do so within six months.(2) [deleted](3) (in <i>DISP</i>) either:</p> <p>(a) in relation to a <i>MiFID complaint</i> , a response in accordance with ■ DISP 1.1A.29UK, ■ DISP 1.1A.30UK and ■ DISP 1.1A.31R; or</p> <p>(b) in relation to all other <i>complaints</i>, has the meaning given in ■ DISP 1.6.2R(1).</p>

<i>final terms</i>	(in <i>UKLR</i>) the document containing the final terms of each issue which is intended to be <i>listed</i> .
<i>finance</i>	in accordance with article 60L of the <i>Regulated Activities Order</i> , includes financing in whole or in part and "refinance" is to be read accordingly.
<i>finance application</i>	<p>(in accordance with regulation 2 of the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i>) a request in any form for a <i>finance facility</i>, whether such request is made for a new facility or for the renewal or extension of an existing facility, where:</p> <p>(a)the request is supported by sufficient information to enable the recipient to make an informed decision as to whether to provide the requested <i>finance facility</i>; or</p> <p>(b)the recipient has responded by requesting further specific information to enable it to make an informed decision as to whether to provide the requested <i>finance facility</i>.</p>
<i>finance facility</i>	(in accordance with regulation 2 of the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i>) a facility which provides access to finance which is denominated in sterling and is a loan agreement, an overdraft agreement, a credit card account, an invoice discounting or factoring agreement, a hire purchase agreement or a finance leasing agreement.
<i>finance platform</i>	(in accordance with section 7(2) of the <i>Small Business, Enterprise and Employment Act</i>) a person that provides a service for the exchange of information between <i>finance providers</i> and businesses that require finance.
<i>finance provider</i>	<p>(in accordance with section 7(2) of the <i>Small Business, Enterprise and Employment Act</i>) a body corporate that:</p> <p>(a) lends money or provides credit in the course of a business; or</p> <p>(b)arranges or facilitates the provision of debt or equity finance in the course of a business; or</p> <p>(c)provides, arranges or facilitates invoice discounting or factoring in the course of a business;</p>

	but, in accordance with regulation 2(2) of the <i>Small and Medium Sized Business (Credit Information) Regulations</i> , for the purposes of those Regulations it does not include a body corporate that provides credit only by providing goods or services before payment of part, or all of, the amount to be paid for such goods or services.
<i>Financial Action Task Force</i>	the inter-governmental body responsible for developing and promoting policies, both nationally and internationally, to combat money laundering.
<i>financial analyst</i>	a <i>relevant person</i> who produces the substance of <i>investment research</i> . [Note: article 2(1) of the <i>MiFID Org Regulation</i>]
<i>financial conglomerate</i>	(in accordance with Regulation 1(2) of the <i>Financial Groups Directive Regulations</i>) a <i>consolidation group</i> that is identified as a <i>financial conglomerate</i> by the <i>financial conglomerate definition decision tree</i> .
<i>financial conglomerate definition decision tree</i>	the decision tree in GENPRU 3 Ann 4R.
<i>financial crime</i>	<p>(in accordance with section 1H of the Act) any kind of criminal conduct relating to money or to financial services or markets, including any offence involving:</p> <ul style="list-style-type: none"> (a) fraud or dishonesty; or (b) misconduct in, or misuse of information relating to, a financial market; or (c) handling the proceeds of crime; or (d) the financing of terrorism; <p>in this definition, "offence" includes an act or omission which would be an offence if it had taken place in the <i>United Kingdom</i>.</p>
<i>financial entity</i>	<p>(in <i>MIFIDPRU</i>) any of the following:</p> <ul style="list-style-type: none"> (1)a <i>MIFIDPRU investment firm</i> (including a <i>collective portfolio management investment firm</i>); (2)a <i>collective portfolio management firm</i>; (3)an entity established in a <i>third country</i> that is subject to an assets under management-based financial resources requirement that is similar to the <i>K-AUM requirement</i>; (4)an <i>insurance undertaking</i> where the following conditions are met: <ul style="list-style-type: none"> (a)the <i>insurance undertaking</i> forms part of the same <i>financial conglomerate</i> as the <i>firm</i> that is applying the definition of a <i>financial entity</i> for the purposes of ■ <i>MIFIDPRU 4</i>; and (b)the <i>FCA</i> is the <i>coordinator</i> for the <i>financial conglomerate</i> in (a); or (5)an <i>undertaking</i> ("A") where the following conditions are met: <ul style="list-style-type: none"> (a)A forms part of the same <i>investment firm group</i> as the <i>firm</i> that is applying the definition of a <i>financial entity</i> for the purposes of

	<div>■ MIFIDPRU 4 (“B”);</div> <div>(b)the <i>investment firm group</i> in (a) is subject to prudential consolidation under ■ MIFIDPRU 2.5; and</div> <div>(c)both A and B are included within the <i>consolidated situation</i> of the <i>UK parent entity</i> of the <i>investment firm group</i> in (a).</div>
Financial Groups Directive	Directive 2002/87/EC of the European Parliament and of the Council of 16 December 2002 on the supplementary supervision of credit institutions, insurance undertakings and investment firms in a financial conglomerate.
Financial Groups Directive Regulations	the Financial Conglomerates and Other Financial Groups Regulations 2004 (SI 2004/1862).
financial holding company	has the meaning in article 4(1)(20) of the <i>UK CRR</i> .
financial institution	<div>(1) [deleted]</div> <div>(2) [deleted]</div> <div>(3) (except in (5)) has the meaning in article 4(1)(26) of the <i>UK CRR</i>.</div> <div>(4) [deleted]</div> <div>(5)(for the purposes of <i>MIFIDPRU</i>) an <i>undertaking</i> that fulfils the following conditions:<div>(a)it is a <i>financial holding company</i>, a <i>mixed financial holding company</i>, an <i>investment holding company</i>, an <i>authorised payment institution</i> or an <i>asset management company</i>, <i>AIFM</i> or any other</div></div>

financial instrument

undertaking the principal activity of which is to acquire holdings or to pursue one or more of the activities listed in points 2 to 12, point 15 and the final paragraph of the *Annex 1 activities*; and

(b) it is not:

(i) a *UK credit institution*;

(ii) a *MIFIDPRU investment firm*;

(iii) a pure industrial holding company; or

(iv) an insurance holding company or mixed-activity insurance holding company, as defined in the *PRA Rulebook*.

(1) (other than in (2) and (3)) those instruments specified in Part 1 of Schedule 2 to the *Regulated Activities Order*, that is:

(a) *transferable securities*;

(b) *money-market instruments*;

(c) units in collective investment undertakings;

(d) options, futures, swaps, forward rate agreements and any other derivative contracts relating to securities, currencies, interest rates or yields, emission allowances, or other derivative instruments, financial indices or financial measures which may be settled physically or in cash;

(da) (in relation to derivative contracts relating to a currency) has the meaning in article 10 of the *MiFID Org Regulation* (in summary):

(i) an instrument which is not a contract within the meaning of paragraph 2 of that article; or

(ii) a means of payment as described in paragraph 1(b) of that article;

(e) options, futures, swaps, forwards and any other derivative contracts relating to commodities that must be settled in cash or may be settled in cash at the option of one of the parties other than by reason of a default or other termination event;

(f) options, futures, swaps, and any other derivative contract relating to commodities that can be physically settled provided that they are traded on a *regulated market*, a *UK MTF* or a *UK OTF*, except for wholesale energy products (having regard to article 6 of the *MiFID Org Regulation*) traded on a *UK OTF* that must be physically settled where the conditions of article 5 of the *MiFID Org Regulation* are met;

(g) options, futures, swaps, forwards and any other derivative contracts relating to commodities, that can be physically settled not otherwise mentioned in (f) and:

(i) not being for commercial purposes or wholesale energy products traded on an *EU OTF* that must be physically settled, having regard to article 7(4) of the *MiFID Org Regulation*;

(ii) which have the characteristics of other derivative financial instruments having regard to article 7(1) of the *MiFID Org*

Regulation; and

(iii) not being spot contracts having regard to articles 7 (1) and (2) of the *MiFID Org Regulation*;

(h) derivative instruments for the transfer of credit risk;

(i) financial contracts for differences; and

(j) options, futures, swaps, forward rate agreements and any other derivative contracts relating to:

(i) climatic variables;

(ii) freight rates;

(iii) emission allowances;

(iv) inflation rates or other official economic statistics;

(v) telecommunications bandwidth;

(vi) commodity storage capacity;

(vii) transmission or transportation capacity relating to commodities, whether cable, pipeline or other means;

(viii) an allowance, credit, permit, right or similar asset which is directly linked to the supply, distribution or consumption of energy derived from renewable resources;

(ix) a geological, environmental or other physical variable;

(x) any other asset or right of a fungible nature, other than a right to receive a service, that is capable of being transferred;

(xi) an index or measure related to the price or value of, or volume of transactions in any asset, right, service or obligation;

(xii) a derivative contract to which article 8 of the *MiFID Org Regulation* applies;

where the conditions in articles 7(3) and (4) of the *MiFID Org Regulation* are met; [Note: article 44(1)(15) and section C of Annex I to *MiFID* and articles 7 and 8 of the *MiFID Org Regulation*]

(k) emission allowances consisting of any units recognised for compliance with the *Emission Allowance Trading Directive* and emission allowances created under article 18 of the *trading scheme order 2020* ;

(2) in ■ MAR 1 and ■ MAR 2, ■ DTR 1, ■ 2 and ■ 3 and otherwise where used in relation to the *Market Abuse Regulation*, as defined in article 3(1)(1) of the *Market Abuse Regulation*.

(3) [deleted]

(4). [deleted]

the scheme provided under Part XVI of the *Act* (The Ombudsman Scheme) under which certain disputes may be resolved quickly and with minimum formality by an independent *person*.

<i>Financial Ombudsman Service Limited</i>	the <i>body corporate</i> established by the <i>FSA</i> under paragraph 2(1) of Schedule 17 to the <i>Act</i> (The Scheme Operator) (as originally enacted) to administer the <i>Financial Ombudsman Service</i> .
<i>Financial Policy Committee</i>	The sub-committee of the court of directors of the Bank of England, established by Part 1A of the Bank of England Act 1998 to contribute to the Bank of England's Financial Stability Objective and, subject to that, to support the economic policy of the Government.
<i>financial promotion</i>	<p>(1) an invitation or inducement to <i>engage in investment activity</i> or to <i>engage in claims management activity</i> that is communicated in the course of business; [Note: section 21 of the <i>Act</i> (Restrictions on financial promotion)]</p> <p>(2) (in relation to ■ COBS 3.2.1R(3) and ■ COBS 4.3.1R) (in addition to (1)) a marketing communication within the meaning of the <i>UK</i> provisions which implemented <i>MiFID</i> made by a <i>firm</i> in connection with its <i>MiFID</i>, <i>equivalent third country</i> or <i>optional exemption business</i>.</p> <p>(3) (in ■ MCOB 3A), in addition to (1), any advertising or marketing communications within the meaning of the <i>UK</i> provisions which implemented articles 10 or 11 of the <i>MCD</i> made by an <i>MCD firm</i> in relation to an <i>MCD credit agreement</i>.</p> <p>(4) (in <i>ICOBS</i> and in relation to a <i>life policy</i>, in ■ COBS 3.2.1R(3) and ■ COBS 4.3.1R), in addition to (1), any marketing communication within the meaning of the <i>UK</i> provisions which implemented article 17(2) of the <i>IDD</i>.</p> <p>[Note: articles 10 and 11 of the <i>MCD</i> and article 17(2) of the <i>IDD</i>]</p>
<i>Financial Promotion Order</i>	the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (SI 2005/1529).
<i>Financial Promotion Requirement Exemption Regulations</i>	the Financial Services and Markets Act 2000 (Exemptions from Financial Promotion General Requirement) Regulations 2023 (SI 2023/966).
<i>financial promotion rules</i>	<p>(1) (in relation to <i>COBS</i>) any or all of the <i>rules</i> in ■ COBS 4 that impose requirements in relation to a <i>financial promotion</i> but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(2) (in relation to <i>ICOBS</i>) ■ ICOBS 2.2.</p> <p>(3) (in relation to <i>MCOB</i>) any or all of the <i>rules</i> in ■ MCOB 3A that impose requirements in relation to a <i>financial promotion</i>, but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(4) (in relation to <i>BCOBS</i>) all or any of the <i>rules</i> in ■ BCOBS 2 that impose requirements in relation to a <i>financial promotion</i> but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(5) (in relation to <i>CONC</i>) any or all of the <i>rules</i> in ■ CONC 3, that impose requirements in relation to a <i>financial promotion</i> but only to the extent that they apply to a <i>financial promotion</i>.</p>

	<p>(6)(in relation to <i>CMCOB</i>) any or all of the <i>rules</i> in ■ <i>CMCOB</i> 3, that impose requirements in relation to a <i>financial promotion</i> but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(7)(in relation to <i>FPCOB</i>) any or all of the <i>rules</i> in ■ <i>FPCOB</i> 4, that impose requirements in relation to a <i>financial promotion</i> but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(8)(in relation to <i>PRIN</i>) any or all of the <i>rules</i> in <i>PRIN</i> that impose requirements in relation to a <i>financial promotion</i> (including, in particular, <i>Principles</i> 7 and 12 and the <i>rules</i> in ■ <i>PRIN</i> 2A.2 ■ <i>PRIN</i> 2A.5 and) but only to the extent that they apply to a <i>financial promotion</i>.</p> <p>(9)(otherwise, in accordance with section 417(1) of the Act) a rule made under section 137R of the Act.</p>
<i>financial sector</i>	<p>(1) (subject to (2)) one of the <i>banking sector</i>, the <i>insurance sector</i>, the <i>MIFIDPRU investment services sector</i> or the <i>CRR investment services sector</i>.</p> <p>(2) (for the purposes of the definition of <i>financial conglomerate</i> and for any other provision of GENPRU 3 that treats the <i>banking sector</i> and the <i>investment services sector</i> as one) one of the <i>banking and investment services sector</i> or the <i>insurance sector</i>.</p>
<i>financial sector entity</i>	<p>any of the following:</p> <p>(a)a financial sector entity as defined in article (4)(1)(27) of the <i>UK CRR</i>;</p> <p>(b)a <i>MIFIDPRU investment firm</i>; or</p> <p>(c)an <i>ancillary services undertaking</i> included in the consolidated financial situation of a <i>MIFIDPRU investment firm</i>.</p>
<i>Financial Services Compensation Scheme Limited</i>	<p>the <i>body corporate</i> established by the <i>FSA</i> under section 212 of the Act (The scheme manager) (as originally enacted) to administer the <i>compensation scheme</i>.</p>
<i>Financial Services Register</i>	<p>the public record, as required by section 347 of the Act (The public record), regulation 4 of the <i>Payment Services Regulations</i> (The register of certain payment service providers), regulation 4 of the <i>Electronic Money Regulations</i>and article 8 of the <i>MCD Order</i>, of every:</p> <p>(a) <i>authorised person</i></p> <p>(aa) <i>authorised payment institution</i>;</p> <p>(ab) <i>small payment institution</i>;</p> <p>(aba)<i>registered account information service provider</i>;</p> <p>(abb)<i>person</i> providing a service falling within paragraph 2(k)(i) to (iii) or paragraph (l) of Schedule 1 to the <i>Payment Services Regulations</i>, who has notified the <i>FCA</i> under regulation 38 or 39 of the <i>Payment Services Regulations</i>;</p> <p>(ac) <i>agent</i> of an <i>payment institution</i>, a <i>small payment institution</i> or a <i>registered account information service provider</i>;</p>

	<p>(aca) <i>authorised electronic money institution</i>;</p> <p>(acb) <i>small electronic money institution</i>;</p> <p>(acc) <i>agent of an authorised electronic money institution or small electronic money institution</i>;</p> <p>(ad) <i>credit union</i>, municipal bank and the National Savings Bank where such persons provide a <i>payment service</i>; or issue <i>electronic money</i>;</p> <p>(ae) <i>CBTL firm</i>;</p> <p>(b) <i>AUT</i>;</p> <p>(c) <i>ICVC</i>;</p> <p>(ca) <i>ACS</i>;</p> <p>(d) <i>recognised scheme</i>;</p> <p>(e) <i>recognised investment exchange</i>;</p> <p>(f) [deleted]</p> <p>(g) individual to whom a <i>prohibition order</i> relates;</p> <p>(h) <i>approved person</i>; and</p> <p>(i) <i>person</i> within such other class (if any) as the <i>FCA</i> may determine; except as provided by any transitional provisions.</p>
<i>financial stability information power</i>	the <i>PRA</i> 's power under section 165A of the <i>Act</i> (<i>PRA</i> 's power to require information: financial stability) which, in summary, is a power to require a <i>person</i> to provide information or documents relevant to the stability of one or more aspects of the <i>UK financial system</i> .
<i>financial stability information requirement</i>	a requirement imposed on a <i>person</i> by the <i>PRA</i> using the <i>financial stability information power</i> or the <i>overseas financial stability information power</i> .
<i>financial year</i>	<p>(1) (in <i>DISP</i> and, ■ FEES 5 and ■ FEES 6) the 12 months ending with 31 March.</p> <p>(3) (in <i>INSPRU</i>) the period at the end of which the balance of the accounts of the <i>insurer</i> is struck, or, if no balance is struck, the calendar year.</p>
<i>financial year in question</i>	(for the purposes of <i>INSPRU</i> 1.1) the last <i>financial year</i> to end before the date on which the latest accounts of the <i>insurer</i> are required to be deposited with the <i>appropriate regulator</i> ; the preceding <i>financial year</i> and previous <i>financial years</i> are construed accordingly.
<i>financing cost amount</i>	(in relation to a <i>share</i> , <i>debenture</i> or other investment in, or external contribution to the capital of, a <i>firm</i>) an amount that represents a reasonable estimate of the part of the <i>coupon</i> on that instrument that reflects the cost of financing generally but excludes costs reflecting factors relating to the issuer, guarantor or other person to whom the instrument creates an exposure.
<i>FINMAR</i>	the Financial Stability and Market Confidence sourcebook.

<i>fire and natural forces</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 8 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against loss of or damage to property (other than property to which paragraphs 3 to 7 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Land vehicles; railway rolling stock; aircraft; ships; goods in transit) relate) due to fire, explosion, storm, natural forces other than storm, nuclear energy or land subsidence.
<i>firm</i>	<p>(1) an <i>authorised person</i>, but not a <i>professional firm</i> unless it is an <i>authorised professional firm</i> (see also ■ GEN 2.2.18 R for the position of an authorised partnership or unincorporated association which is dissolved).</p> <p>(2) (in ■ DISP 2 and ■ 3) includes, in accordance with the <i>Ombudsman Transitional Order</i>, <i>unauthorised persons</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant existing complaints</i> and <i>relevant new complaints</i>.</p> <p>(3) (in ■ DISP 2 and ■ 3) includes, in accordance with the <i>Mortgage and General Insurance Complaints Transitional Order</i>, former <i>firms</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant transitional complaints</i>.</p> <p>(4) (in ■ DISP 2 and ■ 3) includes, as a result of the <i>insurance market direction</i> given in ■ DISP 2.1.7 D under section 316 of the Act (Direction by a regulator), <i>members of the Society of Lloyd's</i>.</p> <p>(5) (in ■ FEES 3, ■ FEES 4, ■ FEES 5, ■ FEES 7, ■ FEES 7A and ■ FEES 7B) includes a <i>fee-paying payment service provider</i> and a <i>fee-paying electronic money issuer</i> in accordance with ■ FEES 3.1.1A R, ■ FEES 4.1.1A R, ■ FEES 5.1.1A R, ■ FEES 7.1.1 R, ■ FEES 7A.1.1R(1) and ■ FEES 7B.1.1R.</p> <p>(6) (in CONRED):</p> <p>(a) an <i>authorised person</i>; or</p> <p>(b) a <i>person</i> who was an <i>authorised person</i> when the relevant activity took place but has since ceased to be one.</p> <p>(7) (in ■ DISP 2 and ■ 3) includes, in accordance with the transitional provisions in article 11 of the <i>Regulated Activities Amendment Order</i>, <i>unauthorised persons</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant existing credit-related complaints</i> and <i>relevant new credit-related complaints</i>.</p> <p>(8) (in ■ SYSC 18 with the exception of the <i>guidance</i> in ■ SYSC 18.3.9G):</p> <p>(a) a <i>UK SMCR banking firm</i> except a <i>small deposit taker</i>; and</p> <p>(b) a firm as referred to in Chapter 1.1 of the PRA Rulebook: Solvency II Firms: Whistleblowing.</p> <p>(9) (in ■ FEES 4) includes a <i>recognised investment exchange</i> and a <i>data reporting services provider</i> (other than an <i>incoming data reporting services provider</i>) in accordance with ■ FEES 4.1.1AR.</p> <p>(10)(in ■ DISP 2 and ■ 3) includes, in accordance with the <i>Claims Management Order</i>, <i>unauthorised persons</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant claims management complaints</i>.</p> <p>(10A)(in ■ DISP 2 and 3) includes, in accordance with the <i>Funeral Plans Order</i>, an <i>unauthorised person</i> subject to the <i>Compulsory Jurisdiction</i> in</p>

	relation to a <i>relevant transitional funeral plan complaint</i> .
	(11)(in ■ PRIN 2 and ■ PRIN 2A.2) includes an <i>electronic money institution</i> , a <i>payment institution</i> and a <i>registered account information service provider</i> .
<i>firm's equity balance</i>	the sum of <i>money</i> described in ■ CASS 7.16.29 R.
<i>firm in run-off</i>	a <i>firm</i> whose <i>Part 4A permission</i> has been varied so as to remove the <i>regulated activity of effecting contracts of insurance</i> .
<i>firm details</i>	the information relating to a <i>firm</i> held by the <i>appropriate regulator</i> on the matters set out in ■ SUP 16 Annex 16A.
<i>firm type</i>	one of a list of <i>firm types</i> set out in ■ SUP 16 Annex 17 used for the purposes of checking and correcting <i>standing data</i> under ■ SUP 16.10.4 R.
<i>first charge legal mortgage</i>	a legal mortgage ranking in priority ahead of all other mortgages (if any) affecting the land in question, where "mortgage" includes charge and (in Scotland) a heritable security.
<i>first charge regulated mortgage contract</i>	a <i>regulated mortgage contract</i> in which the mortgage on which the obligation to repay is secured is a <i>first charge legal mortgage</i> .
<i>FIT</i>	the part of the <i>Handbook</i> in High Level Standards which has the title the Fit and Proper test for Employees and Senior Personnel.
<i>fixed-sum credit</i>	<p>(1) (except in <i>CONC</i> and ■ SUP 16 Annex 21R) (in accordance with section 10(1)(b) of the Consumer Credit Act 1974) any facility under a contract, other than <i>running-account credit</i>, by which the <i>customer</i> is enabled to receive credit (whether in one amount or by instalments).</p> <p>(2) (in <i>CONC</i> and ■ SUP 16 Annex 21R) a facility under a <i>credit agreement</i> whereby the <i>borrower</i> is enabled to receive <i>credit</i> (whether in one amount or by instalments) but which is not <i>running-account credit</i>.</p>
<i>fixed-term savings account</i>	a <i>savings account</i> where it is agreed that money is to be held in the account for a specified period and the customer is not permitted to withdraw the money before the expiry of that period, is restricted in making withdrawals in that period, or the customer's entitlement to interest is reduced or extinguished if the customer makes such a withdrawal.
<i>fixed overheads requirement</i>	<p>(1) [deleted]</p> <p>(2) (in ■ IPRU(INV)) the part of the <i>own funds</i> requirement calculated in accordance with ■ IPRU(INV) 11.3.3R (Fixed overheads requirement).</p> <p>(3)(in <i>MIFIDPRU</i>) the part of the <i>own funds requirement</i> calculated in accordance with ■ MIFIDPRU 4.5 (Fixed overheads requirement).</p>
<i>flat-fee charge</i>	a charge used by an <i>operator</i> of a <i>qualifying scheme</i> which is a specified charge for a period of time and which is not calculated by reference to member's contributions or accrued rights.

<i>flat rate benefits business friendly society</i>	a <i>friendly society</i> whose <i>insurance business</i> is restricted to the provision of benefits which vary according to the resources available and in which the contributions of members are determined on a flat rate basis.
<i>flexi-access drawdown pension fund</i>	in accordance with paragraph 8A of schedule 28 to the Finance Act 2004, sums or assets held in a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> and designated as available for the payment of unlimited <i>income withdrawals</i> .
<i>flexible benefits</i>	<p>has the meaning given in section 74 of the Pension Schemes Act 2015 which in relation to a <i>member of a pension scheme</i> or a <i>survivor of a member of a pension scheme</i> is:</p> <p>(a) a money purchase benefit (defined in section 181 of the Pension Schemes Act 1993 and section 176 of the Pension Schemes (Northern Ireland) Act 1993); or</p> <p>(b) a cash balance benefit (defined in Section 75 of the Pension Schemes Act 2015); or</p> <p>(c) a benefit, other than a money purchase benefit or cash balance benefit, calculated by reference to an amount available for the provision of benefits to or in respect of the member (whether the amount so available is calculated by reference to payments made by the member or any other person in respect of the member or any other factor).</p>
<i>focused resolution agreement</i>	<p>(in <i>DEPP</i>) a <i>settlement agreement</i> that:</p> <p>(1) concerns proposed enforcement action that requires the <i>FCA</i> to issue a <i>warning notice</i>; and</p> <p>(2) sets out an agreed position on one or more, but not all, of the issues relevant to a proposed enforcement action.</p>
<i>foreign currency</i>	(in relation to a <i>firm</i>) any currency other than the <i>base currency</i> .
<i>foreign currency loan</i>	<p>an <i>MCD credit agreement</i> where the <i>credit</i> is:</p> <p>(a) denominated in a currency other than that in which the <i>consumer</i> receives the income or holds the assets from which the <i>credit</i> is to be repaid; or</p> <p>(b) denominated in a currency other than sterling.</p> <p>[Note: article 4(28) of the <i>MCD</i>]</p>

<i>foreign law contract</i>	<p>any contract other than a contract:</p> <ul style="list-style-type: none"> (a) governed by the laws of any part of the <i>United Kingdom</i>; and (b) whose parties agree to the exclusive jurisdiction of the courts of any part of the <i>United Kingdom</i>.
<i>former member</i>	a <i>person</i> who has ceased to be a <i>member</i> , whether by resignation or otherwise, in accordance with Lloyd's Act 1982 and any <i>byelaw</i> made under it.
<i>former Ombudsman</i>	an ombudsman, arbitrator or independent investigator appointed under a <i>former scheme</i> .
<i>former scheme</i>	<p>(1) (except in relation to a <i>relevant transitional complaint</i>, a <i>relevant claims management complaint</i> or a <i>relevant transitional funeral plan complaint</i>) any of the following:</p> <ul style="list-style-type: none"> (a) the <i>Banking Ombudsman scheme</i>; (b) the <i>Building Societies Ombudsman scheme</i>; (c) the <i>FSA scheme</i>; (d) the <i>IMRO scheme</i>; (e) the <i>Insurance Ombudsman scheme</i>; (f) the <i>Personal Insurance Arbitration Service</i>; (g) the <i>PIA Ombudsman scheme</i>; (h) the <i>SFA scheme</i>; <p>(2) (in relation to a <i>relevant transitional complaint</i>)</p> <ul style="list-style-type: none"> (a) the <i>GISC facility</i>; or (b) the <i>MCAS scheme</i>; <p>(3)(in relation to a <i>relevant claims management complaint</i>) the <i>Legal Ombudsman</i>;</p> <p>(4)(in relation to a <i>relevant transitional funeral plan complaint</i>)</p> <ul style="list-style-type: none"> (a)(except in ■ DISP 3.6.5G and ■ DISP 3.7.3G) the complaints procedure which was contained in the <i>Funeral Planning Authority's Code of Practice and Rules</i> in force at the time of the act or omission that is the subject of the <i>relevant transitional funeral plan complaint</i>; or (b)(in ■ DISP 3.6.5G and ■ DISP 3.7.3G) the <i>Funeral Planning Authority's Code of Practice and Rules</i> in force immediately before 28 January 2021.
<i>former underwriting member</i>	(as defined in section 324(1) of the Act (Interpretation of Part XIX: Lloyd's)) a <i>person</i> ceasing to be an <i>underwriting member</i> on, or at any time after, 24 December 1996.
<i>forward</i>	a contract to buy or sell where the date for settlement has been agreed as a particular date in the future but excluding a <i>future</i> .

<i>forward price</i>	(in relation to <i>units</i>) a <i>price</i> calculated by reference to the <i>valuation point</i> next following the <i>authorised fund manager's</i> agreement to <i>sell</i> or, as the case may be, to <i>redeem</i> the <i>units</i> in question.
<i>FOS ADR levy</i>	the amount payable to the <i>FCA</i> by <i>FOS Ltd</i> to which ■ FEES 12 (FOS ADR levy) applies.
<i>FOS Ltd</i>	<i>Financial Ombudsman Service Limited</i> .
<i>founding shareholder</i>	(in <i>UKLR</i>) as defined in ■ UKLR 13.1.4R(1).
<i>Fourth Company Law Directive</i>	Council Directive 78/660/EEC on the annual accounts of certain types of companies as amended by, amongst other instruments, Directive 2006/46/EC of the European Parliament and of the Council of 14 June 2006.
<i>FPCOB</i>	the Funeral Plan: Conduct of Business sourcebook.
<i>FP distribution charge</i>	any form of charge payable by a <i>customer</i> to a <i>firm</i> in relation to the provision of <i>funeral plan distribution</i> and agreed between the <i>firm</i> and the <i>customer</i> .
<i>FPS</i>	the Faster Payments Scheme <i>regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
<i>framework contract</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a contract for <i>payment services</i> which governs the future execution of individual and successive <i>payment transactions</i> and which may contain the obligation and conditions for setting up a <i>payment account</i> . [Note: article 4(21) of the <i>Payment Services Directive</i>]
<i>freeholder</i>	(in <i>ICOBS</i> , ■ SYSC 19F.2, ■ PROD 1.4 and ■ PROD 4) in relation to a <i>multi-occupancy building insurance contract</i> , a landlord within the meaning of paragraph 1 of Schedule 1 to the Landlord and Tenant Act 1985.
<i>friendly society</i>	an <i>incorporated friendly society</i> or a <i>registered friendly society</i> .
<i>front end loaded</i>	(in relation to an <i>investment</i>) one where deductions for <i>charges</i> and expenses are loaded disproportionately on the early years.
<i>FS claims management activity</i>	one or more of any of the following activities: (1) <i>advice, investigation or representation in relation to a financial services or financial product claim</i> ; and (2) <i>seeking out, referrals and identification of claims or potential claims in relation to a financial services or financial product claim</i> , except to the extent that the activity is subject to the <i>PPI claims management fee cap</i> .
<i>FS claims management agreement</i>	a <i>regulated claims management agreement</i> for: (1) <i>advice, investigation or representation in relation to a financial services or financial product claim</i> ; or (2) <i>seeking out, referrals and identification of claims or potential claims in relation to a financial services or financial product claim</i> , or any combination of these activities, except to the extent that the activity is subject to the <i>PPI claims management fee cap</i> .

<i>FS claims management fee cap</i>	has the meaning in ■ CMC0B 5.2.9R.
<i>FSA</i>	the Financial Services Authority.
<i>FSA scheme</i>	the <i>former scheme</i> operated by the FSA under paragraph 4 of Schedule 7 to the Financial Services Act 1986 for the investigation of complaints arising out of the conduct of investment business.
<i>FSAVC</i>	an arrangement which allows a member of an <i>occupational pension scheme</i> to make AVCs to a private <i>pension policy</i> or <i>pension contract</i> , where the policy or contract is separate from, but associated with, an <i>occupational pension scheme</i> which is a registered pension scheme under Chapter 2 of Part 4 of the Finance Act 2004.
<i>FSB Compensation Standards</i>	the Implementation Standards for Principles for Sound Compensation Practices issued by the Financial Stability Board on 25 September 2009.
<i>FSBRA</i>	the Financial Services (Banking Reform) Act 2013 (2013 c.33).
<i>FSCS</i>	<i>Financial Services Compensation Scheme Limited</i> .
<i>full CRD credit institution</i>	an <i>undertaking</i> whose business is to receive deposits or other repayable funds from the public and to grant credits for its own account and that has its registered office (or, if it has no registered office, its head office) in an the UK, excluding an institution to which CRD did not apply under the UK provisions which implemented article 2 of CRD.
<i>full credit institution</i>	a <i>credit institution</i> that falls within paragraph (1)(a) of the definition of <i>credit institution</i> .
<i>full pension transfer or conversion advice</i>	advice on <i>pension transfers</i> or <i>pension conversions</i> (as applicable) given in accordance with ■ COBS 19.1 (Pension transfers, conversions, and opt-outs).
<i>full-scope EEA AIFM</i>	an EEA AIFM which is authorised by its <i>Home State</i> in accordance with article 6(1) of AIFMD.
<i>full-scope UK AIFM</i>	a UK AIFM which: <ul style="list-style-type: none"> (a) is not a <i>small AIFM</i>; or (b) is a <i>small AIFM</i> but has exercised the option to meet the full requirements applying to a full-scope AIFM.
<i>fund</i>	an AIF or a <i>collective investment scheme</i> .
<i>fund investing in inherently illiquid assets</i>	a <i>non-UCITS retail scheme</i> which satisfies the conditions in (1), (2) and (3): <ul style="list-style-type: none"> (1) either: <ul style="list-style-type: none"> (a) the investment objectives and policy published in the <i>instrument constituting the fund</i> and the <i>prospectus</i> aim to invest at least 50% of the value of the <i>scheme property</i> in <i>inherently illiquid assets</i>; or (b) at least 50% of the value of the <i>scheme property</i> has been

	<p>invested in <i>inherently illiquid assets</i> for at least three continuous <i>months</i> in the last twelve <i>months</i>; and</p> <p>(2)the <i>instrument constituting the fund</i> and the <i>prospectus</i> do not provide for <i>limited redemption arrangements</i> that reflect the time typically needed to sell, liquidate or close out the <i>inherently illiquid assets</i> in which the <i>non-UCITS retail scheme</i> invests; and</p> <p>(3)the <i>scheme</i> is not in the process of winding up or termination.</p>
<i>fund of alternative investment funds</i>	a <i>non-UCITS retail scheme</i> , or a <i>sub-fund</i> of a <i>non-UCITS retail scheme</i> which is an <i>umbrella</i> whose <i>authorised fund manager</i> operates, or proposes to operate, it in accordance with the investment and borrowing powers in ■ COLL 5.7 (Investment powers and borrowing limits for <i>NURS</i> operating as <i>FAIFs</i>).
<i>funds at Lloyd's</i>	assets (not being <i>syndicate assets</i>) provided by or on behalf of a <i>member</i> to meet the liabilities arising from the <i>member's insurance business</i> at Lloyd's which are held in a <i>Lloyd's trust fund</i> and managed by the <i>Society</i> as trustee.
<i>funds under management</i>	<p>(1) (in <i>UPRU</i>)</p> <p>(a) <i>collective investment schemes</i> other than <i>OEICs</i> managed by the <i>firm</i> including <i>schemes</i> where it has delegated the management function but excluding <i>schemes</i> that it is managing as delegate; and</p> <p>(b) <i>OEICs</i> for which the <i>firm</i> is the designated management company.</p> <p>(2) (in ■ IPRU(INV)) <i>funds</i> managed by the <i>firm</i>, calculated as the sum of the absolute value of all assets of all <i>funds</i> managed by the <i>firm</i>, including assets acquired through the use of leverage and, for such purpose, derivative instruments shall be valued at their market value. This includes <i>funds</i> where the <i>firm</i> has delegated the management function but excludes <i>funds</i> that it is managing as a delegate.</p>
<i>funds under management requirement</i>	<p>(1) (in ■ IPRU(INV) 11) an amount of <i>own funds</i> that a <i>collective portfolio management firm</i> must hold under ■ IPRU(INV) 11.3.2R (Funds under management requirement).</p> <p>[deleted]</p>
<i>funeral plan</i>	a <i>funeral plan contract</i> .
<i>funeral plan contract</i>	<p>the <i>investment</i>, specified in articles 59(2) and 87 of the <i>Regulated Activities Order</i> which is in summary: rights under a contract under which:</p> <p>(a) a <i>person</i> ("the customer") makes one or more payments to another <i>person</i> ("the provider"); and</p> <p>(b) the provider undertakes to provide, or secure that another <i>person</i> provides, a funeral in the <i>United Kingdom</i> for the customer (or some other <i>person</i> who is living at the date when the contract is entered into) on his death;</p> <p>unless, at the time of entering into the contract, the customer and the provider intend or expect the funeral to occur within one month.</p>

<i>funeral plan distribution</i>	<p>any of the following <i>regulated activities</i> carried on in relation to a <i>funeral plan contract</i>:</p> <ul style="list-style-type: none"> (a) <i>dealing in investments as agent</i> (article 21); (b) <i>arranging (bringing about) deals in investments</i> (article 25(1)); (c) <i>making arrangements with a view to transactions in investments</i> (article 25(2)); (d) <i>advising on investments (except P2P agreements)</i> (article 53(1)); and (e) <i>agreeing to carry on a regulated activity</i> in (a) to (d) (article 64).
<i>funeral plan intermediary</i>	a <i>firm</i> carrying on <i>funeral plan distribution</i> other than a <i>funeral plan provider</i> .
<i>funeral plan product</i>	the product for distribution as a <i>funeral plan contract</i> to <i>customers</i> generally but not intended to refer to each individual <i>funeral plan contract</i> being sold or provided (unless the context indicates otherwise).
<i>funeral plan provider</i>	<p>a <i>firm</i> with <i>permission</i> for one or both of the <i>regulated activities</i> of:</p> <ul style="list-style-type: none"> (a) <i>entering as provider into a funeral plan contract</i>; (b) <i>carrying out a funeral plan contract as provider</i>.
<i>funeral plan provision activity</i>	<p>the <i>regulated activities</i> of:</p> <ul style="list-style-type: none"> (a) <i>entering as provider into a funeral plan contract</i>; and (b) <i>carrying out a funeral plan contract as provider</i>.
<i>funeral plan resolution manual</i>	the manual required by ■ FPCOB 16.2.3R .
<i>funeral plan resolution rules</i>	the <i>rules</i> in ■ FPCOB 16 .
<i>funeral plan summary</i>	a summary of a <i>funeral plan contract</i> in the format and containing the information in ■ FPCOB 9 Annex 1 .
<i>Funeral Planning Authority</i>	the Funeral Planning Authority Community Interest Company.
<i>Funeral Plans Order</i>	the Financial Services and Markets Act 2000 (Regulated Activities) (Amendment) Order 2021 (SI 2021/90).
<i>future</i>	<p>(1) the <i>investment</i>, specified in article 84 of the <i>Regulated Activities Order</i> (Futures), which is in summary: rights under a contract for the sale of a commodity or property of any other description under which delivery is to be made at a future date and at a price agreed on when the contract is made and futures and forwards to which article 84(1A), (1B), (1C), (1CA) or (1D) of the <i>Regulated Activities Order</i> applies.</p> <p>(2) (in <i>COLL</i>) in addition and to the extent it does not fall within (1), an</p>

	<p><i>investment</i> which would have been within the definition of “future” in the <i>FCA Handbook</i> immediately before <i>IP completion day</i></p>
<p><i>future arrangements</i></p>	<p>in relation to a <i>borrower-lender agreement</i> or a <i>borrower-lender-supplier agreement</i>, a <i>credit agreement</i> is entered into in contemplation of future arrangements between a <i>lender</i> and a <i>supplier</i> if it is entered into in the expectation that arrangements will subsequently be made between the <i>lender</i> (or the <i>lender's associate</i>) and the <i>supplier</i> (or the <i>supplier's associate</i>) for the supply of <i>cash, goods</i> or services to be <i>financed</i> by the <i>credit agreement</i> unless the arrangements are:</p> <p>(a) for the making, in circumstances specified in the <i>credit agreement</i>, of payments to the <i>supplier</i> by the <i>lender</i> ("L") and L indicates that L is willing to make, in such circumstances, payments of the kind to <i>suppliers</i> generally; or</p> <p>(b) for the electronic transfer of funds from a current account held with an <i>authorised person</i> with <i>permission to accept deposits</i>.</p>
<p><i>future income benefits</i></p>	<p>the full value of the pension income that would have been paid by the <i>ceding arrangement</i> (that is, before any commutation for a lump sum);</p>
<p><i>future policy-related liabilities</i></p>	<p>(in relation to a <i>with-profits fund</i>) the future policy-related liabilities of the <i>with-profits fund</i> calculated in accordance with the <i>rules</i> in ■ PRU 7.4.137 R to ■ PRU 7.4.189 G.</p>
<p><i>future service restriction</i></p>	<p>any provision in an agreement between a <i>firm</i> and a <i>client</i> which, in addition to the products or services to which the agreement relates, grants the <i>firm</i> or an <i>affiliated company</i> of the <i>firm</i>:</p> <p>(1)the right to provide any future <i>primary market and M&A services</i> to the <i>client</i>; or</p> <p>(2)the right to provide future <i>primary market and M&A services</i> to the <i>client</i> before the <i>client</i> is able to accept any offer from a third party to provide those services.</p>

Glossary - G

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<i>GAP contract</i>	<p>a guaranteed asset protection contract; this is a <i>contract of insurance</i> covering a <i>policyholder</i>, in the event of total loss to a <i>vehicle</i>, against the difference between:</p> <ul style="list-style-type: none"> (a) the amount claimed under the <i>policyholder's vehicle policy</i> in respect of that loss; and (b) an amount defined in, or calculated in accordance with, the <i>GAP contract</i>.
<i>GCT parent undertaking</i>	<p>a <i>relevant financial undertaking</i> that:</p> <ul style="list-style-type: none"> (1) is a <i>parent undertaking</i>; and (2) either: <ul style="list-style-type: none"> (a) is an <i>authorised person</i>; or (b) satisfies both of the following conditions: <ul style="list-style-type: none"> (i) it is incorporated in, or has its principal place of business in, the <i>UK</i>; and (ii) it has a <i>MIFIDPRU investment firm</i> as a <i>subsidiary</i>.
<i>GEN</i>	the part of the <i>Handbook</i> in High Level Standards which has the title General Provisions.
<i>gender neutral remuneration policy</i>	means a <i>remuneration</i> policy based on equal pay for male and female workers for equal work or work of equal value. [Note: article 3(1)(65) of <i>CRD V</i>]
<i>general application rule</i>	■ COBS 1.1.1 R (which in summary provides that <i>COBS</i> applies to a <i>firm</i> with respect to certain activities carried on from an establishment maintained by it in the <i>United Kingdom</i>).
<i>general client bank account</i>	<p>a <i>client bank account</i> that holds <i>client money</i> of one or more <i>clients</i>, which includes in its title the word "client" (or, if the systems constraints of the approved bank or the firm that holds the account (or both) make this impracticable, an appropriate abbreviation of the word "client" that has the same meaning), and which is not:</p> <ul style="list-style-type: none"> (a) a <i>designated client bank account</i>; or (b) a <i>designated client fund account</i>.
<i>General data protection regulation</i>	the <i>UK</i> version of the Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation), which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>general insurance business</i>	the business of <i>effecting</i> or <i>carrying out</i> <i>general insurance contracts</i> .

<i>general insurance capital requirement</i>	the highest of the <i>premiums amount</i> , <i>claims amount</i> and <i>brought forward amount</i> as set out in INSPRU 1.1.
<i>general insurance contract</i>	<p>(in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation: general)) any <i>contract of insurance</i> within Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), namely:</p> <ul style="list-style-type: none"> (a) <i>accident</i> (paragraph 1); (b) <i>sickness</i> (paragraph 2); (c) <i>land vehicles</i> (paragraph 3); (d) <i>railway rolling stock</i> (paragraph 4); (e) <i>aircraft</i> (paragraph 5); (f) <i>ships</i> (paragraph 6); (g) <i>goods in transit</i> (paragraph 7); (h) <i>fire and natural forces</i> (paragraph 8); (i) <i>damage to property</i> (paragraph 9); (j) <i>motor vehicle liability</i> (paragraph 10); (k) <i>aircraft liability</i> (paragraph 11); (l) <i>liability of ships</i> (paragraph 12); (m) <i>general liability</i> (paragraph 13); (n) <i>credit</i> (paragraph 14); (o) <i>suretyship</i> (paragraph 15); (p) <i>miscellaneous financial loss</i> (paragraph 16); (q) <i>legal expenses</i> (paragraph 17); (r) <i>assistance</i> (paragraph 18).
<i>general insurance liabilities</i>	liabilities arising from <i>general insurance business</i> .
<i>general levy</i>	(in <i>FEES</i>) the annual fee raised from a <i>firm</i> under the <i>rules</i> to fund a part agreed between the <i>Financial Ombudsman Service</i> and the <i>FCA</i> of the <i>Financial Ombudsman Service's</i> annual budget.
<i>general liability</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 13 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against risks of the <i>persons</i> insured incurring liabilities to third parties, the risks in question not being risks to which paragraph 10 (Motor vehicle liability), 11 (Aircraft liability) or 12 (Liability of ships) of that Schedule relates.
<i>general pool</i>	the discrete pool of <i>client money</i> held for all <i>clients</i> of the <i>firm</i> for whom the <i>firm</i> receives or holds <i>client money</i> in accordance with ■ CASS 7.10.1 R other

	<p>than:</p> <p>(a) <i>client money</i> received or held in accordance with ■ CASS 7.10.1R in respect of a <i>sub-pool</i>; and</p> <p>(b) <i>client money</i> received by the <i>firm</i> after a <i>primary pooling event</i> that is not required by ■ CASS 7A.2.4R(1A) to be included in the <i>pool</i>.</p>
<i>general prohibition</i>	<p>the prohibition imposed by section 19 of the <i>Act</i> (The general prohibition) which states that no <i>person</i> may carry on a <i>regulated activity</i> in the <i>United Kingdom</i>, or purport to do so, unless he is:</p> <p>(a) an <i>authorised person</i>; or</p> <p>(b) an <i>exempt person</i>.</p>
<i>General Protocol</i>	the "General Protocol relating to the collaboration of the insurance supervisory authorities of the Member States of the European Union" issued by the Committee of European Insurance and Occupational Pensions Supervisors.
<i>general representative</i>	a <i>person</i> resident in the <i>United Kingdom</i> who is authorised to act generally, and to accept service of any <i>document</i> , on behalf of the <i>firm</i> .
<i>general rule-making powers</i>	section 137A of the <i>Act</i> .
<i>general solvency requirement</i>	the requirement specified in ■ FPCOB 15.2.1R.
<i>generic key features illustration</i>	(in <i>COBS</i>) a <i>key features illustration</i> which reflects the terms of a contract which is representative of the type of business normally undertaken by the <i>firm</i> , or the type of business it is promoting, rather than the terms of a particular contract with, or that will be offered to, a particular <i>client</i> .
<i>generic projection</i>	(in <i>COBS</i>) a projection which reflects the terms of a contract which is representative of the type of business normally undertaken by the <i>firm</i> , or the type of business it is promoting, rather than the terms of a particular contract with, or that will be offered to, a particular <i>client</i> .
<i>GENPRU</i>	the General Prudential sourcebook.
<i>Gibraltar-based firm</i>	has the same meaning as in the <i>Gibraltar Order</i> .
<i>Gibraltar Order</i>	the Financial Services and Markets Act 2000 (Gibraltar) Order 2001 (SI 2001/3084).
<i>GICR</i>	<i>general insurance capital requirement</i> .
<i>GISC facility</i>	The Dispute Resolution Facility established by the General Insurance Standards Council.
<i>global account</i>	the aggregate accounts produced by the <i>Council</i> in accordance with Regulation 8(1) of the Insurance Accounts Directive (Lloyd's Syndicate and Aggregate Accounts) Regulations 2004.

<i>Global Reporting Initiative Standards</i>	the revised Universal Standards 2021 (in effect from 1 January 2023).
<i>Glossary</i>	the Glossary giving the meanings of the defined expressions used in the <i>Handbook</i> .
<i>goods</i>	has the meaning in section 61(1) of the Sale of Goods Act 1979.
<i>goods in transit</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 7 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against loss of or damage to merchandise, baggage and all other goods in transit, irrespective of the form of transport.
<i>governance advisory arrangement</i>	(in <i>PRIN</i> , and ■ COBS 19.5) an arrangement between a <i>firm</i> and a third party under which the third party establishes a committee to represent the interests of: (a) <i>relevant policyholders</i> in the <i>firm's relevant scheme</i> ; or (b) <i>retail clients</i> investing in a <i>pathway investment</i> offered by the <i>firm</i> .
<i>governing body</i>	the board of <i>directors</i> , committee of management or other governing body of a <i>firm</i> or <i>recognised body</i> , including, in relation to a <i>sole trader</i> , the <i>sole trader</i> .
<i>governing function</i>	This definition is no longer in force from 1 April 2013.
<i>government and public security</i>	(1) the <i>investment</i> , specified in article 78 of the <i>Regulated Activities Order</i> (Government and public securities), which is in summary: a loan stock, bond or other instrument creating or acknowledging indebtedness, issued by or on behalf of: (a) the government of the <i>United Kingdom</i> ; or

	<p>(b) the Scottish Administration; or</p> <p>(c) the Executive Committee of the Northern Ireland Assembly; or</p> <p>(d) the National Assembly of Wales; or</p> <p>(e) the government of any country or territory outside the <i>United Kingdom</i>; or</p> <p>(f) a local authority in the <i>United Kingdom</i> or elsewhere; or</p> <p>(g) a body the members of which comprise:</p> <p>(i) States including the <i>United Kingdom</i> or another <i>EEA State</i>; or</p> <p>(ii) bodies whose members comprise States including the <i>United Kingdom</i> or another <i>EEA State</i>; but excluding:</p> <p>(A) the instruments specified in article 77(2)(a) to (d) of the <i>Regulated Activities Order</i>;</p> <p>(B) any instrument creating or acknowledging indebtedness in respect of:</p> <p>(I) money received by the Director of Savings as <i>deposits</i> or otherwise in connection with the business of the National Savings Bank; or</p> <p>(II) money raised under the National Loans Act 1968 under the auspices of the Director of Savings or treated as so raised under section 11(3) of the National Debt Act 1972.</p> <p>(2)(in <i>COLL</i>) in addition and to the extent it does not fall within (1), an <i>investment</i> which would have been within the definition of “government and public security” in the <i>FCA Handbook</i>[immediately before <i>IP completion day</i>.</p>
<i>Great Britain</i>	England and Wales and Scotland (but not Northern Ireland, the Channel Islands or the Isle of Man).
<i>Great Britain credit union</i>	a body corporate registered under the Co-operative and Community Benefit Societies Act 2014 as a <i>credit union</i> in accordance with the Credit Unions Act which is an <i>authorised person</i> .
<i>green deal plan</i>	an arrangement by the occupier or owner of a property for a person to make energy efficient improvements to the property wholly or partly paid for in instalments, as defined in section 1 of the Energy Act 2011.
<i>gross-minus-net amount</i>	<p>at any given time, in respect of an <i>omnibus client account</i> maintained by a <i>clearing member firm</i> and the positions recorded therein, an amount equal to the difference between:</p> <p>(a) the sum of the margin amounts received from each <i>client</i> regarding positions held for such <i>client</i> in that <i>omnibus client account</i> and</p> <p>(b) the amount of margin calculated on a net basis for all of the <i>client</i> positions recorded in that <i>omnibus client account</i> and paid by that <i>firm</i> to the <i>authorised central counterparty</i>.</p>

<i>gross adjusted claims amount</i>	(for the purposes of INSPRU 1.1) an amount, as defined in INSPRU 1.1.60R to INSPRU 1.1.65G, used in calculating the <i>claims amount</i> .
<i>gross adjusted premiums amount</i>	(for the purposes of INSPRU 1.1) an amount as defined in INSPRU 1.1.56R to INSPRU 1.1.59G, used in calculating the <i>premiums amount</i> .
<i>gross earned premiums</i>	(in relation to a <i>financial year</i>) such proportion of <i>gross written premiums</i> as is attributable to risk borne by the <i>insurer</i> during that <i>financial year</i> .
<i>gross incurred claims ratio</i>	the proportion of the premiums (gross of <i>reinsurance</i>) earned, that is paid out as claims (gross of <i>reinsurance</i>).
<i>gross price</i>	(in ■ ICOPS 6B and ■ SUP 16.28), the total <i>premium</i> charged to a <i>consumer</i> (excluding insurance premium tax).
<i>gross-rated business</i>	business where the <i>premium</i> paid by the <i>consumer</i> is set by the <i>insurer</i> or <i>managing agent</i> .
<i>gross written premiums</i>	the amounts required by the <i>insurance accounts rules</i> to be shown in the profit and loss account of an <i>insurer</i> : (a) (for <i>general insurance business</i>) at general business technical account item I.1.(a); and (b) (for <i>long-term insurance business</i>) at long term business technical account item II.1.(a).
<i>group</i>	(1)(except as specified in this definition) as defined in section 421 of the Act (Group) (in relation to a <i>person</i> ("A")) A and any <i>person</i> who is: (a) a <i>parent undertaking</i> of A; (b) a <i>subsidiary undertaking</i> of A; (c) a <i>subsidiary undertaking</i> of a <i>parent undertaking</i> of A; (d) a <i>parent undertaking</i> of a <i>subsidiary undertaking</i> of A; (e) an <i>undertaking</i> in which A or an <i>undertaking</i> in (a) to (d) has a participating interest; (f) if A or an <i>undertaking</i> in (a) or (d) is a <i>building society</i> , an associated undertaking of that <i>building society</i> ; (g) if A or an <i>undertaking</i> in (a) or (d) is an incorporated friendly society, a <i>body corporate</i> of which that <i>friendly society</i> has joint control (as defined in section 13(9)(c) or (cc) of the Friendly Societies Act 1992); in this definition: (i) "participating interest" has the same meaning as in: (A) Part VII of the Companies Act 1985 or Part VIII of the Companies (Northern Ireland) Order 1986, where these provisions are applicable; or (B) paragraph 11(1) of Schedule 10 to the Large and Medium-sized Companies and Groups (Accounts and Reports)

Regulations 2008 (SI 2008/410) where applicable; or

(C) paragraph 8 of Schedule 7 to the Small Companies and Groups (Accounts and Directors' Report) Regulations 2008 (SI 2008/409) where applicable; or

(D) paragraph 8 of Schedule 4 to the Large and Medium-sized Limited Liability Partnerships (Accounts) Regulations 2008 (SI 2008/1913) where applicable; or

(E) paragraph 8 of Schedule 5 to the Small Limited Liability Partnerships (Accounts) Regulations 2008 (SI 2008/1912) where applicable;

In (A) to (E), the meaning also includes an interest held by an individual which would be a participating interest for the purposes of those provisions if he were an *undertaking*.

(ii) "associated undertaking" has the meaning given in section 119(1) of the Building Societies Act 1986.

(2) (in relation to an *ICVC*) a group as in (1) but (in *SYSC*) including also the *ICVC's authorised corporate director* (if any). (see also *immediate group*)

(3) (for the purposes of ■ SYSC 12 (Group risk systems and controls requirement), as applicable to a *MIFIDPRU investment firm* and in relation to a *person "A"*) A and any *person*:

(a) who falls into (1);

(b) who is a member of the same *financial conglomerate* as A;

(c) who has a *consolidation Article 12(1) relationship* with A;

(d) who has a *consolidation Article 12(1) relationship* with any *person* in (3)(a);

(e) who is a *subsidiary undertaking* of a *person* in (3)(c) or (3)(d);
or

(f) whose omission from an assessment of the risks to A of A's connection to any *person* coming within (3)(a)-(3)(e) or an assessment of the financial resources available to such *persons* would be misleading.

(3A) [deleted]

(3B)(for the purposes of ■ SYSC 12 (Group risk systems and controls requirement), as applicable to a *firm* to which the *dual-regulated firms Remuneration Code* applies and in relation to a *person "A"*), A and any *person*:

(a) who falls into (1);

(b) who is a member of the same *financial conglomerate* as A;

(c) who has a *consolidation Article 12(1) relationship* with A;

(d) who has a *consolidation Article 12(1) relationship* with any *person* in (a);

(e) who is a *subsidiary* of a *person* in (c) or (d); or

	<p>(f)whose omission from an assessment of the risks to A of A’s connection to any <i>person</i> coming within (a) to (e) or an assessment of the financial resources available to such <i>persons</i> would be misleading.</p> <p>(4) (in <i>UKLR</i>):</p> <p>(a) (except in ■ UKLR 5.3.2G, ■ UKLR 5.5.3R, ■ UKLR 5.5.4G, ■ UKLR 13.2.5G, ■ UKLR 13.4.16R, ■ UKLR 14.2.2R, ■ UKLR 14.2.3G, ■ UKLR 15.2.9R, ■ UKLR 15.2.10G, ■ UKLR 16.2.1R, ■ UKLR 16.2.2G, ■ UKLR 22.2.2R, ■ UKLR 22.2.3G and ■ UKLR 24.5.12R(9)), an <i>issuer</i> and its <i>subsidiary undertakings</i> (if any); and</p> <p>(b)(in ■ UKLR 5.3.2G, ■ UKLR 5.5.3R, ■ UKLR 5.5.4G, ■ UKLR 13.2.5G, ■ UKLR 13.4.16R, ■ UKLR 14.2.2R, ■ UKLR 14.2.3G, ■ UKLR 15.2.9R, ■ UKLR 15.2.10G, ■ UKLR 16.2.1R, ■ UKLR 16.2.2G, ■ UKLR 22.2.2R, ■ UKLR 22.2.3G and ■ UKLR 24.5.12R(9)), as defined in section 421 of the <i>Act</i>.</p> <p>(5) (in relation to a <i>common platform firm</i>) means the group of which that <i>firm</i> forms a part, consisting of a parent undertaking, its subsidiaries and the entities in which the parent undertaking or its subsidiaries hold a participation, as well as undertakings linked to each other by a <i>consolidation article 12(1) relationship</i>.</p> <p>(6) (for the purposes of <i>MCOB</i>, except in ■ MCOB 11.6.3R(1)) a group of <i>MCD creditors</i> which are to be consolidated for the purposes of drawing up consolidated accounts, as defined in Directive 2013/34/EU on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings.[Note: article 4(6) of the <i>MCD</i>]</p> <p>(7) (in relation to a <i>Solvency II firm</i>) a group of <i>undertakings</i> that:</p> <p>(a) consists of a <i>participating undertaking</i>, its <i>subsidiary undertakings</i> and the <i>undertakings</i> in which it holds a <i>participation</i>, as well as <i>undertakings</i> linked to each other by a <i>consolidation Article 12(1) relationship</i>; or</p> <p>(b) consists of a mutual-type group.</p> <p>o [Note: article 2(5) of the <i>MiFID implementing Directive</i> and article 212(1)(c) of the <i>Solvency II Directive</i>]</p>
group capital test	the requirement in ■ MIFIDPRU 2.6.5R .
group entity senior manager function	<i>FCA controlled function SMF7</i> in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.5B.1R .
group ICARA process	an <i>ICARA process</i> operated by an <i>investment firm group</i> in accordance with ■ MIFIDPRU 7.9.5R .

<i>group ISA</i>	an <i>individual savings account</i> of which the <i>plan manager</i> is the <i>authorised fund manager</i> , or in the same <i>group</i> as the <i>authorised fund manager</i> , of the <i>authorised fund</i> by reference to <i>units</i> in which the <i>plan register</i> is being, or is proposed to be, maintained.
<i>group of connected clients</i>	(in ■ MIFIDPRU 5) has the meaning in ■ MIFIDPRU 5.1.12R to ■ MIFIDPRU 5.1.16R.
<i>group personal pension scheme</i>	a <i>personal pension scheme</i> (including a group <i>SIPP</i>) which is available to employees of the same employer or of employers within a <i>group</i> .
<i>group plan</i>	a <i>group ISA</i> or a <i>group savings plan</i> .
<i>group policy</i>	<p>a <i>non-investment insurance contract</i> which a <i>person</i> enters into as legal holder of the <i>policy</i> on his own behalf and for other <i>persons</i> who are or will become <i>policyholders</i> and:</p> <ul style="list-style-type: none"> (a) those other <i>persons</i> are or become <i>policyholders</i> by virtue of a common employment, occupation or activity which has arisen independently of the <i>contract of insurance</i>; (b) the common employment, occupation or activity is not brought about, in relation to the <i>contract of insurance</i>, by <ul style="list-style-type: none"> (i) the <i>insurance undertaking</i> which effects it or carries it out; or (ii) any activity which if carried on by a firm would be an <i>insurance distribution activity</i>; and (c) the risks insured under the <i>policy</i> are related to the common employment, occupation or activity of the <i>policyholders</i>.
<i>group respondents</i>	all <i>respondents</i> identified as part of the relevant <i>charging group</i> as defined in ■ FEES 5 Annex 3R Part 3.
<i>group savings plan</i>	<p>a savings plan:</p> <ul style="list-style-type: none"> (a) of which the <i>plan manager</i> is the <i>authorised fund manager</i>, or in the same <i>group</i> as the <i>authorised fund manager</i>, of the <i>authorised fund</i> by reference to <i>units</i> in which the <i>plan register</i> is being, or is proposed to be, maintained; (b) under which <i>investments</i> are periodically acquired and held by a nominee for the absolute benefit of the respective subscribers to the savings plan; and (c) under which all the <i>investments</i> are <i>units</i> in one or more <i>authorised funds</i> managed by (or, in the case of an <i>ICVC</i>, whose <i>ACD</i> is) the <i>plan manager</i>, or a <i>body corporate</i> in the same <i>group</i> as the <i>plan manager</i>.
<i>group stakeholder pension scheme</i>	a <i>stakeholder pension scheme</i> which is available to employees of the same employer or of employers within a <i>group</i> .

guarantee	<p>(1) (in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>), either:</p> <p>(a) a guarantee given in accordance with ■ <i>UKLR 18.2.1R(3)</i> (if any); or</p> <p>(b) any other guarantee of the issue of <i>securitised derivatives</i>.</p> <p>(2) (in <i>PRR</i>) (as defined in the <i>PR Regulation</i>) any arrangement intended to ensure that any obligation material to the issue will be duly serviced, whether in the form of guarantee, surety, keep well agreement, mono-line insurance policy or other equivalent commitment.</p>
guaranteed annuity rate	<p>an arrangement in a pension scheme to provide benefits whereby, in defined circumstances and irrespective of the prevailing market rate for annuities when those benefits come into payment, a member is entitled to:</p> <p>(a) an annuity at a minimum specified rate; or</p> <p>(b) benefits equivalent to that annuity at that minimum specified rate, including a minimum guaranteed income under a <i>retirement annuity</i> but excluding, for the avoidance of doubt:</p> <p>(i)fixed or guaranteed benefits in an individual pension contract that replaced similar <i>safeguarded benefits</i> under a <i>defined benefits pension scheme</i>;</p> <p>(ii)an entitlement to a lifetime income paying a guaranteed minimum pension that results from contracting out of the State Earnings Related Pension Scheme; and</p> <p>(iii)a defined benefit minimum that accrues or may accrue at the same time as <i>money-purchase benefits</i> under a pension arrangement.</p>
guarantor	<p>(1) (in <i>PRR</i>) a person that provides a <i>guarantee</i>.</p> <p>(2)(in <i>DISP</i>) an individual who:</p> <p>(a)is not a <i>consumer</i> (as defined in <i>DISP</i>); and</p> <p>(b)has given a guarantee or security in respect of an obligation or liability of a person which was a <i>micro-enterprise</i> or <i>small business</i> as at the date that the guarantee or security was given.</p>
guidance	<p>guidance given in the <i>FCA Handbook</i>, by the <i>FCA</i> under the <i>Act</i>.</p>

Glossary - H

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<i>habitual residence</i>	<p>(a) if the <i>policyholder</i> is an individual, the address given by the <i>policyholder</i> as his residence if it reasonably appears to be a residential address and there is no evidence to the contrary;</p> <p>(b) if the <i>policyholder</i> is not an individual or a <i>group</i> of individuals, the State in which the <i>policyholder</i> has its place of establishment, or, if it has more than one, its relevant place of establishment;</p> <p>(c) in respect of the variation of a <i>life policy</i>, or the purchase of a <i>pension annuity</i> related to a <i>life policy</i>, unless there is evidence to the contrary, the habitual residence of the <i>policyholder</i> at the date on which the <i>policyholder</i> signed the proposal for the <i>life policy</i>.</p>
<i>half-yearly accounting period</i>	(in <i>COLL</i>) a period determined in accordance with ■ COLL 6.8.2 R (2) (Accounting periods).
<i>Handbook</i>	the <i>FCA Handbook</i> .
<i>headline information</i>	the headline codes and headline categories for use with the announcement of <i>regulated information</i> that are listed in ■ DTR 8 Annex 2 .
<i>head of internal audit function</i>	<i>FCA controlled function</i> SMF5 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6A.6R .
<i>head of third country branch function</i>	<i>FCA controlled function</i> SMF19 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.5.24R .
<i>higher lending charge</i>	a fee charged by a <i>mortgage lender</i> (under a <i>regulated mortgage contract</i>) where the amount borrowed exceeds a given percentage of the value of the property.
<i>higher paid material risk taker</i>	means a <i>dual-regulated firms Remuneration Code staff</i> member whose total <i>remuneration</i> exceeds £500,000 or whose annual variable <i>remuneration</i> exceeds 33% of that total <i>remuneration</i> .
<i>higher rate of return</i>	(in <i>COBS</i>) the higher rate of return described in paragraph 2.3 of the <i>projection rules</i> (■ COBS 13 Annex 2).
<i>higher volatility fund</i>	<p>(a) a <i>regulated collective investment scheme</i> which is:</p> <ul style="list-style-type: none"> (i) a <i>scheme</i> where the investment policies which the <i>operator</i> adopts, or proposes to adopt, mean that, as a result of making investments in <i>warrants</i> or <i>derivatives</i>, or through borrowing that is not temporary in nature, movements in the <i>price</i> of <i>units</i> are likely to be significantly amplified; or (ii) an <i>umbrella</i> with a <i>sub-fund</i> that would fall within (i) if that sub-fund were a separate <i>scheme</i>; or <p>(b) an <i>authorised fund</i> dedicated to <i>units</i> in:</p> <ul style="list-style-type: none"> (i) a number of <i>regulated collective investment schemes</i>; or (ii) <i>sub-funds</i> of one or more <i>umbrellas</i> that are <i>regulated collective investment schemes</i>;

high-cost short-term credit	<p>any one of which falls within (a).</p> <p>a <i>regulated credit agreement</i> :</p> <p>(a) which is a <i>borrower-lender agreement</i> or a <i>P2P agreement</i>;</p> <p>(b) in relation to which the <i>APR</i> is equal to or exceeds 100%;</p> <p>(c) either:</p> <p>(i) in relation to which a <i>financial promotion</i> indicates (by express words or otherwise) that the <i>credit</i> is to be provided for any period up to a maximum of 12 months or otherwise indicates (by express words or otherwise) that the <i>credit</i> is to be provided for a short term; or</p> <p>(ii) under which the <i>credit</i> is due to be repaid or substantially repaid within a maximum of 12 months of the date on which the <i>credit</i> is advanced;</p> <p>(d) which is not secured by a mortgage, charge or pledge; and</p> <p>(e) which is not:</p> <p>(i) a <i>credit agreement</i> in relation to which the lender is a <i>community finance organisation</i>; or</p> <p>(ii) a <i>home credit loan agreement</i>, a <i>bill of sale loan agreement</i> or a <i>borrower-lender agreement</i> enabling a <i>borrower</i> to overdraw on a current account or arising where the holder of a current account overdraws on the account without a pre-arranged overdraft or exceeds a pre-arranged overdraft limit.</p>
high earner	<p>(in SYSC and SUP) an <i>employee</i> whose total annual <i>remuneration</i> is EUR 1 million or more per year or its equivalent in another currency determined by reference to the conversion rate applicable to the corresponding High Earners Report under ■ SUP 16.</p>
high-frequency algorithmic trading technique	<p>means an <i>algorithmic trading</i> technique characterised by:</p> <p>(1)infrastructure intended to minimise network and other types of latencies, including at least one of the following facilities for algorithmic order entry: co-location, proximity hosting or high-speed <i>direct electronic access</i>;</p> <p>(2)system-determination of order initiation, generation, routing or execution without human intervention for individual trades or orders; and</p>

	(3)high message intraday rates which constitute orders, quotes or cancellations. [Note: article 4(1)(40) of <i>MiFID</i>]
<i>high net worth illustration</i>	an <i>illustration</i> for a <i>regulated mortgage contract</i> to a <i>high net worth mortgage customer</i> .
<i>high net worth mortgage customer</i>	a <i>customer</i> with an annual net income of no less than £300,000 or net assets of no less than £3,000,000, or whose obligations are guaranteed by a person with an income or assets of such amount.
<i>high net worth offer document</i>	an <i>offer document</i> for a <i>regulated mortgage contract</i> to a <i>high net worth mortgage customer</i> .
<i>hire-purchase agreement</i>	<p>(1) (except as specified in this definition) in accordance with article 60L of the <i>Regulated Activities Order</i>, an agreement:</p> <ul style="list-style-type: none"> (a) which is not a <i>conditional sale agreement</i>; (b) under which <i>goods</i> are bailed or, in Scotland, hired to a <i>person</i> ("P") in return for periodical payments by P; and (c) the property in the <i>goods</i> will pass to P if the terms of the agreement are complied with and one or more of the following occurs: <ul style="list-style-type: none"> (i) the exercise by P of an option to purchase the <i>goods</i>; (ii) the doing by any party to the agreement of any other act specified in the agreement; or (iii) the happening of any event specified in the agreement <p>(2)(in <i>CREDS</i>) has the meaning given to 'hire purchase agreement' in section 31(1) of the Credit Unions Act 1979.</p>
<i>hirer</i>	a <i>person</i> to whom <i>goods</i> are bailed or, in Scotland, hired under a <i>consumer hire agreement</i> , or a <i>person</i> to whom the rights and duties of a <i>hirer</i> under a <i>consumer hire agreement</i> have passed by assignment or operation of law.
<i>historical data</i>	a database of all the information published by the operator of the <i>CTP</i> for bonds on trades in date and time order, including any amendments or cancellations subsequent to those trades taking place.
<i>historic price</i>	a <i>price</i> calculated by reference to the <i>valuation point</i> immediately preceding the <i>authorised fund manager's</i> agreement to <i>sell</i> or, as the case may be, to redeem the <i>units</i> in question.
<i>holder</i>	<p>(a) (in relation to a <i>unit</i> in an <i>authorised fund</i>):</p> <ul style="list-style-type: none"> (i) the <i>shareholder</i>; or (ii) the <i>Unitholder</i>; or (iii)(in ■ FEES 6 and <i>COMP</i>, where the <i>authorised fund</i> is a <i>UK ELTIF</i>), the <i>person</i> whose name is entered in the record of the holders of <i>units</i> in the <i>ELTIF</i> as the holder of that <i>unit</i>.

	<p>(b) (in relation to a <i>unit</i> in any other <i>collective investment scheme</i>):</p> <p>(i) the <i>person</i> who is entered in the <i>register</i> of the <i>scheme</i> as the <i>holder</i> of that <i>unit</i>; or</p> <p>(ii) (in relation to a <i>recognised scheme</i>) the bearer of a <i>bearer certificate</i> representing that <i>unit</i>.</p>
HMRC allocated CTF	a CTF opened in accordance with regulation 6 of the <i>CTF Regulations</i> .
holding company	<p>(as defined in section 1159(1) of the Companies Act 2006 (Meaning of "subsidiary" etc) (in relation to another <i>body corporate</i> ("S")) a <i>body corporate</i> which:</p> <p>(a) holds a majority of the voting rights in S; or</p> <p>(b) is a member of S and has the right to appoint or remove a majority of its board of directors; or</p> <p>(c) is a member of S and controls alone, under an agreement with other shareholders and members, a majority of the voting rights in S.</p>
Holloway policy special application conditions	<p>conditions that will be met by a <i>firm</i> where:</p> <p>(a) in the case of a <i>firm</i> which underwrites <i>Holloway sickness policies</i>:</p> <p>(i) all of the <i>Holloway sickness policies</i> of a particular type underwritten by the <i>firm</i> show a projected maturity value of not more than 20% of accumulated <i>premiums</i> at the mid-rate projection in the <i>key features illustrations</i> prepared for the purposes of ■ COBS 13.1.1 R (2) (or would have shown such a projected maturity value but for the fact that no <i>key features illustrations</i> are required to be prepared because the <i>Holloway sickness policies</i> are <i>PRIPs</i> and to which ■ COBS 13.1.1R(2) does not therefore apply); except that no more than 5% of the relevant <i>Holloway sickness policies</i> underwritten by the <i>firm</i> may show a projected maturity value of between 20% and 25% of accumulated <i>premiums</i> at the mid-rate projection in the <i>key features illustrations</i> prepared for the purposes of ■ COBS 13.1.1 R (2) (or which would have been prepared but for the fact that such <i>Holloway sickness policies</i> are <i>PRIPs</i>);</p> <p>(ii) the <i>firm</i> conducts a regular assessment to determine whether the relevant <i>Holloway sickness policies</i> meet the conditions in (i) and, if such an assessment indicates that the conditions in (i) may no longer be met, takes any steps necessary to ensure that the relevant <i>Holloway sickness policies</i> will meet the conditions in (i) within three months of the relevant assessment having been carried out; and</p> <p>(iii) the assessment in (ii) is carried out at least annually and on a more frequent basis if a change is made to the projection rates or pricing of the relevant <i>Holloway sickness policies</i>;</p> <p>(b) in the case of an intermediary who makes a <i>personal recommendation</i> to a <i>retail client</i> in relation to a <i>Holloway sickness policy</i>, the intermediary has received a written notification from the <i>firm</i> which underwrites the policy confirming that the conditions in (a) have been met.</p>

<i>Holloway sickness policy</i>	<p>a long-term insurance contract offered or effected by a <i>friendly society</i> under the Holloway system, providing <i>permanent health</i> benefits and, in addition, investment benefits, where the investment benefits:</p> <ul style="list-style-type: none"> (a) are derived from surpluses accrued by the <i>friendly society</i> and apportioned to <i>policyholders</i>; and (b) are payable to <i>policyholders</i> at maturity, on retirement, on death, or as otherwise specified by contractual provisions or individual society rules.
<i>home credit loan agreement</i>	<p>a regulated credit agreement which is a <i>borrower-lender agreement</i> and which either:</p> <ul style="list-style-type: none"> (a) provides that all or most of the sums payable by the <i>customer</i> are to be collected by, or on behalf of, the <i>lender</i> at the <i>customer's</i> home or at the home of a natural person who makes payment to the <i>lender</i> on the <i>customer's</i> behalf (or, in either case, to be so collected if the <i>customer</i> so wishes); or (b) at the time the agreement is entered into, the <i>customer</i> could reasonably expect, from representations made by, or on behalf of, the <i>lender</i> at or before that time, that all or most of the sums payable would be so collected (or, in either case, would be collected as specified in (a) if the <i>customer</i> so wished).
<i>home finance activity</i>	any home finance mediation activity, home finance providing activity or administering a home finance transaction.
<i>home finance administration</i>	<p>any of the regulated activities of:</p> <ul style="list-style-type: none"> (a) administering a regulated mortgage contract; (b) administering a home purchase plan; (c) administering a home reversion plan; (cc) administering a regulated sale and rent back agreement; or (d) agreeing to carry on a regulated activity in (a) to (cc).
<i>home finance administrator</i>	a firm with permission (or which ought to have permission) for administering a home finance transaction.
<i>home finance adviser</i>	a firm with permission (or which ought to have permission) for advising on a home finance transaction.
<i>home finance arranger</i>	a firm with permission (or which ought to have permission) for arranging a home finance transaction.
<i>home finance intermediary</i>	a firm with permission (or which ought to have permission) to carry on a home finance mediation activity.
<i>home finance mediation activity</i>	any mortgage mediation activity, home purchase mediation activity, reversion mediation activity or regulated sale and rent back mediation activity.
<i>home finance provider</i>	a firm with permission (or which ought to have permission) for entering into a home finance transaction.

<i>home finance providing activity</i>	any of the <i>regulated activities</i> of: <ul style="list-style-type: none"> (a) <i>entering into a regulated mortgage contract</i>; (aa) <i>entering into a regulated sale and rent back agreement</i>; (b) <i>entering into a home purchase plan</i>; (c) <i>entering into a home reversion plan</i>; or (d) <i>agreeing to carry on a regulated activity</i> in (a) to (c).
<i>home finance transaction</i>	a <i>regulated mortgage contract</i> , <i>home purchase plan</i> , <i>home reversion plan</i> or <i>regulated sale and rent back agreement</i> .
<i>home insurance</i>	(in ■ ICOB5 6B and ■ SUP 16.28) a <i>contract of insurance</i> that provides insurance against loss of or damage to, or cover against the risks of incurring loss of or damage to, any of the following: <ul style="list-style-type: none"> (a) the structure of domestic properties; (b) the contents of domestic properties; (c) liabilities to third parties where: <ul style="list-style-type: none"> (i) the liabilities arise out of injuries sustained within the boundary of a domestic property; and (ii) the cover is provided in relation to either the structure or contents of a domestic property.
<i>Home Member State</i>	(in <i>DTR</i> and <i>LR</i>) <i>Home State</i> .
<i>home financing</i>	any <i>home finance providing activity</i> .
<i>home purchase activity</i>	any of the <i>regulated activities</i> of: <ul style="list-style-type: none"> (a) <i>arranging (bringing about) a home purchase plan</i> (article 25C(1)); (b) <i>making arrangements with a view to a home purchase plan</i> (article 25C(2)); (c) <i>advising on a home purchase plan</i> (article 53C); (d) <i>entering into a home purchase plan</i> (article 63F(1)); (e) <i>administering a home purchase plan</i> (article 63F(2)); or (f) <i>agreeing to carry on a regulated activity</i> in (a) to (e) (article 64).
<i>home purchase administrator</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>administering a home purchase plan</i> .
<i>home purchase adviser</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>advising on a home purchase plan</i> .

<i>home purchase arranger</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>arranging</i> a <i>home purchase plan</i> .
<i>home purchase intermediary</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on a <i>home purchase mediation activity</i> .
<i>home purchase mediation activity</i>	any of the following <i>regulated activities</i> : <ul style="list-style-type: none"> (a) <i>arranging (bringing about) a home purchase plan</i> (article 25C(1)); (b) <i>making arrangements with a view to a home purchase plan</i> (article 25C(2)); (c) <i>advising on a home purchase plan</i> (article 53C); or (d) <i>agreeing to carry on a regulated activity</i> in (a) to (c) (article 64).
<i>home purchase plan</i>	(in accordance with article 63F(3) of the <i>Regulated Activities Order</i>) an arrangement comprised in one or more instruments or agreements which meets the following conditions at the time it is entered into: <ul style="list-style-type: none"> (a) the arrangement is one under which a <i>person</i> (the 'home purchase provider') buys a <i>qualifying interest in land</i> or an undivided share of a <i>qualifying interest in land</i>; (b) where an undivided share of a <i>qualifying interest in land</i> is bought, the interest is held on trust for the home purchase provider and the individual or trustees in (c) as beneficial tenants in common; (c) the arrangement provides for the obligation of an individual or trustees (the <i>home purchaser</i>) to buy the interest bought by the home purchase provider during the course of or at the end of a specified period; and (d) the <i>home purchaser</i> (if he is an individual) or an individual who is a beneficiary of the trust (if the <i>home purchaser</i> is a trustee), or a related person, is entitled under the arrangement to occupy at least 40% of the land in question as or in connection with a dwelling during that period and intends to do so; <p>in this definition "related person" means:</p> <ul style="list-style-type: none"> (A) that <i>person's</i> spouse or civil partner; (B) a <i>person</i> (whether or not of the opposite sex) whose relationship with that <i>person</i> has the characteristics of the relationship between husband and wife; or (C) that <i>person's</i> parent, brother, sister, child, grandparent or grandchild.
<i>home purchase provider</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>entering into</i> a <i>home purchase plan</i> .
<i>home purchaser</i>	the individual (or trustees), specified in article 63F(3) of the <i>Regulated Activities Order</i> , who in summary: <ul style="list-style-type: none"> (a) is (or are) obliged under a <i>home purchase plan</i> to buy the interest in land bought by the home purchase provider (as defined in article 63F(3)

	<p>of the <i>Regulated Activities Order</i>) over the course of or at the end of a specified period; and</p> <p>(b)</p> <p>(i) in the case of an individual, is entitled under the arrangement to occupy at least 40% of the land in question as or in connection with a dwelling and intends to do so; or</p> <p>(ii) in the case of trustees, are trustees of a trust a beneficiary of which is an individual described in (i).</p>
home reversion plan	<p>(in accordance with article 63B(3) of the <i>Regulated Activities Order</i>) an arrangement comprised in one or more instruments or agreements which meets the following conditions at the time it is entered into:</p> <p>(a) the arrangement is one under which a <i>person</i> (the <i>reversion provider</i>) buys all or part of a <i>qualifying interest in land</i> from an individual or trustees (the <i>reversion occupier</i>);</p> <p>(b) the <i>reversion occupier</i> (if he is an individual) or an individual who is a beneficiary of the trust (if the <i>reversion occupier</i> is a trustee), or a related person, is entitled under the arrangement to occupy at least 40% of the land in question as or in connection with a dwelling and intends to do so; and</p> <p>(c) the arrangement specifies that the entitlement to occupy will end on the occurrence of one or more of:</p> <p>(i) a <i>person</i> in (b) becoming a resident of a care home;</p> <p>(ii) a <i>person</i> in (b) dying; or</p> <p>(iii) the end of a specified period of at least twenty years from the date the <i>reversion occupier</i> entered into the arrangement;</p> <p>in this definition "related person" means:</p> <p>(A) that <i>person's</i> spouse or civil partner;</p> <p>(B) a <i>person</i> (whether or not of the opposite sex) whose relationship with that <i>person</i> has the characteristics of the relationship between husband and wife; or</p> <p>(C) that <i>person's</i> parent, brother, sister, child, grandparent or grandchild.</p>
Home State	<p>(1) (in relation to a <i>credit institution</i>) the <i>EEA State</i> in which the <i>credit institution</i> has been authorised in accordance with the <i>CRD</i>.</p> <p>(2) (in relation to an <i>investment firm</i>):</p> <p>(a) if the <i>investment firm</i> is a natural <i>person</i>, the <i>EEA State</i> in which his head office is situated;</p> <p>(b) if the <i>investment firm</i> is a legal <i>person</i>, the <i>EEA State</i> in which its registered office is situated; or</p> <p>(c) if the <i>investment firm</i> has, under its national law, no registered office, the <i>EEA State</i> in which its head office is situated.</p> <p>[Note: article 4(1)(55)(a) of <i>MiFID</i>]</p> <p>(3) (in relation to a <i>UCITS management company</i>) the <i>EEA State</i> in</p>

which the management company's registered office is situated;

(4) [deleted]

(5) (in relation to an *IDD insurance intermediary* or an *IDD reinsurance intermediary*):

(a) where the intermediary is a natural person (P), the *EEA State* in which P's residence is situated;

(b) where the intermediary is a legal person, the *EEA State* in which its registered office is situated or, if under its national law it has no registered office, the *EEA State* in which its head office is situated.

[Note: article 2(1)(10) of the *IDD*]

(6) (except in *REC*) (in relation to a market) the *EEA State* in which the registered office of the body which provides training facilities is situated or, if under its national law it has no registered office, the *EEA State* in which that body's head office is situated.

(7) [deleted]

(8) [deleted]

(9) [deleted]

(10) (in relation to a *UCITS*) the *EEA State* in which the unit trust, common fund or investment company is established and authorised under article 5 of the *UCITS Directive*.

(11) [deleted]

(12) (in relation to a person who has received authorisation under article 18 of the *EU auction regulation*) the *EEA state* in which the person is established and authorised under the *EU auction regulation*.

(13) (for an *AIF*) the *EEA State* in which:

(a) the *AIF* is authorised or registered under applicable national law; or

(b) if the *AIF* is neither authorised nor registered in an *EEA State*, the *EEA State* in which the *AIF* has its registered office and/or head office.

[Note: article 4(1)(p) of *AIFMD*]

(14) (for an *AIFM*) the *EEA State* in which the *AIFM* has its registered office.[Note: article 4(1)(q) of *AIFMD*]

(15)(for an *MCD credit intermediary*):

(a)where the *MCD credit intermediary* is a natural person, the *EEA State* in which his head office is situated; or

(b) where the *MCD credit intermediary* is a legal person, the *EEA State* in which its registered office is situated or, if under its national law it has no registered office, the *EEA State* in which its head office is situated.

	<p>[Note: article 4(19) of the MCD]</p> <p>(16)(for a <i>data reporting services provider</i>):</p> <p>(a)the <i>EEA State</i> in which its head office is situated, for a natural <i>person</i>;</p> <p>(b)the <i>EEA State</i> in which its registered office is situated, for a legal <i>person</i>;</p> <p>(c)if the <i>data reporting services provider</i> has, under its national law, no registered office, the <i>EEA State</i> in which its head office is situated.[Note: article 4(1)(55)(c) of <i>MiFID</i>]</p> <p>(17)(in relation to a <i>TP firm</i>) the <i>EEA State</i> that was indicated by the <i>EU</i> measure under which, immediately before <i>IP completion day</i>, the <i>TP firm</i> derived its authorisation to carry on a <i>regulated activity</i> in the <i>UK</i>.</p> <p>(18)(in relation to the <i>operator</i> or <i>depository</i> of an <i>OFR recognised scheme</i>) the country or territory in which the <i>operator</i> or <i>depository</i> (as applicable) of the <i>OFR recognised scheme</i> is authorised.</p> <p>(19)(in relation to an <i>OFR recognised scheme</i>, and other than a <i>scheme</i> in (10)), the country or territory in which the <i>scheme</i> is authorised.</p>
Home State regulator	<p>(1) (in relation to an <i>EEA firm</i>) the <i>competent authority</i> (under the relevant <i>Single Market Directive</i> or the <i>auction regulation</i>) of an <i>EEA State</i> in relation to the <i>EEA firm</i> concerned.</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p> <p>(4) (in <i>REC</i>) the <i>competent authority</i> (within the meaning of article 4(1)(26) of <i>MiFID</i>) of the <i>EEA State</i> which is the <i>Home State</i> in relation to the <i>EEA market operator</i> concerned.</p> <p>(5) (in relation to an <i>EEA UCITS scheme</i>) the <i>competent authority</i> of the <i>EEA State</i> in which the <i>scheme</i> is authorised.</p> <p>(6)(for a <i>data reporting services provider</i>) the <i>competent authority</i> (within the meaning of article 4(1)(26) of <i>MiFID</i>) of the <i>EEA State</i> which is the <i>Home State</i> for that <i>data reporting services provider</i>.</p> <p>(7)[deleted]</p> <p>(8)[deleted]</p>
home territory	<p>(in relation to an <i>overseas investment exchange</i>) the country or territory in which its head office is situated.</p>
Host Member State	<p>(in <i>PR</i> and <i>LR</i>) <i>Host State</i>.</p>
Host State	<p>(1) [deleted]</p> <p>(1A)[deleted]</p>

	<p>(2) [deleted]</p> <p>(3) (in relation to <i>MiFID investment firms</i>) the <i>EEA State</i>, other than the <i>Home State</i>, in which an <i>investment firm</i> has a branch or provides <i>investment services and/or activities</i>, or the <i>EEA State</i> in which a <i>regulated market</i> provides appropriate arrangements so as to facilitate access to trading on its system by remote members or participants established in that same <i>EEA State</i>.</p> <p>[Note: article 4(1)(56) of <i>MiFID</i>]</p> <p>(4)[deleted]</p> <p>(5) (for an <i>AIFM</i>) means:</p> <p>(a) an <i>EEA state</i>, other than the <i>Home State</i>, in which an <i>EEA AIFM</i> or <i>UK AIFM</i> manages <i>EEA AIFs</i> or <i>UK AIFs</i>; or</p> <p>(b) an <i>EEA state</i>, other than the <i>Home State</i>, in which an <i>EEA AIFM</i> or <i>UK AIFM</i> markets units or shares of an <i>EEA AIF</i> or <i>UK AIF</i>;</p> <p>[Note: article 4(1)(r) of <i>AIFMD</i>]</p> <p>(6)(for an <i>MCD credit intermediary</i>) the <i>EEA State</i>, other than the <i>Home State</i>, in which the <i>MCD credit intermediary</i> has a branch or provides services.</p> <p>(7) (for an <i>IDD insurance intermediary</i> or an <i>IDD reinsurance intermediary</i>) the <i>EEA State</i>, other than its <i>Home State</i>, in which the intermediary has a permanent presence or establishment or provides services.[Note: article 2(1)(11) of the <i>IDD</i>]</p> <p>[Note: article 4(20) of the <i>MCD</i>]</p>
<i>Host State regulator</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) (in <i>REC</i> in relation to a <i>UK RIE</i>) the competent authority (within the meaning of Article (4)(1)(22) of <i>MiFID</i>) of the <i>EEA State</i> in which the <i>UK RIE</i> intends to make, or has made, arrangements to facilitate access to, or use of, a <i>regulated market</i> or a <i>multilateral trading facility</i> operated by the <i>UK RIE</i>.</p> <p>(4) [deleted]</p> <p>(5) [deleted]</p>
<i>housing complaint service</i>	in England, the Housing Ombudsman Service; in Wales, the Public Services Ombudsman; and in Scotland, the Scottish Public Service Ombudsman, the Scottish Housing Regulator, and the Housing and Property Chamber of the First-tier Tribunal for Scotland.
<i>housing disrepair claim</i>	a claim of the description specified in article 89F(2)(e) of the <i>Regulated Activities Order</i> .
<i>hybrid meeting</i>	(in ■ COLL 4) has the meaning given in ■ COLL 4.4.1AR(2) .

<i>hybrid pension benefit</i>	a benefit the rate or amount of which depends on which of two or more alternative methods of calculation produces the highest, or lowest, rate or amount.
<i>hypothetical profit and loss figure</i>	(in ■ BIPRU 7.10 (Use of a value at risk model) and in relation to a <i>business day</i>) the <i>profit and loss figure</i> that would have occurred for that <i>business day</i> if the portfolio on which the <i>VaR number</i> for that <i>business day</i> is based remained unchanged, as more fully defined in ■ BIPRU 7.10.111 R (Backtesting: Hypothetical profit and loss).

Glossary - I

1. **Abuse** – mistreatment or harm to a person or animal.

2. **Abuse of power** – the use of authority to harm or mistreat someone.

3. **Abuse of trust** – the use of a position of trust to harm or mistreat someone.

4. **Abuse of position** – the use of a position of authority to harm or mistreat someone.

5. **Abuse of confidence** – the use of a position of confidence to harm or mistreat someone.

6. **Abuse of influence** – the use of influence to harm or mistreat someone.

7. **Abuse of discretion** – the use of discretion to harm or mistreat someone.

8. **Abuse of power** – the use of authority to harm or mistreat someone.

9. **Abuse of trust** – the use of a position of trust to harm or mistreat someone.

10. **Abuse of position** – the use of a position of authority to harm or mistreat someone.

11. **Abuse of confidence** – the use of a position of confidence to harm or mistreat someone.

12. **Abuse of influence** – the use of influence to harm or mistreat someone.

13. **Abuse of discretion** – the use of discretion to harm or mistreat someone.

14. **Abuse of power** – the use of authority to harm or mistreat someone.

15. **Abuse of trust** – the use of a position of trust to harm or mistreat someone.

16. **Abuse of position** – the use of a position of authority to harm or mistreat someone.

17. **Abuse of confidence** – the use of a position of confidence to harm or mistreat someone.

18. **Abuse of influence** – the use of influence to harm or mistreat someone.

19. **Abuse of discretion** – the use of discretion to harm or mistreat someone.

20. **Abuse of power** – the use of authority to harm or mistreat someone.

21. **Abuse of trust** – the use of a position of trust to harm or mistreat someone.

22. **Abuse of position** – the use of a position of authority to harm or mistreat someone.

23. **Abuse of confidence** – the use of a position of confidence to harm or mistreat someone.

24. **Abuse of influence** – the use of influence to harm or mistreat someone.

25. **Abuse of discretion** – the use of discretion to harm or mistreat someone.

<i>IAS</i>	(in <i>LR</i> and <i>DTR</i>) International Accounting Standards.
<i>IBNR</i>	(in relation to <i>claims</i> (as defined for the purposes of <i>INSPRU</i> , <i>SUP</i> and <i>TC</i>)) <i>claims</i> that have been incurred but not reported arising out of events that have occurred by the balance sheet date but have not been reported to the <i>insurance undertaking</i> at that date.
<i>IBSA Regulations</i>	the Investment Bank Special Administration Regulations 2011 (SI 2011/245).
<i>ICA</i>	<i>individual capital assessment</i> .
<i>ICARA document</i>	has the meaning in ■ MIFIDPRU 7.8.7R, which, in summary, is the documentation used to record the <i>firm's</i> review of the adequacy of its <i>ICARA process</i> under ■ MIFIDPRU 7.8.2R.
<i>ICARA process</i>	has the meaning in ■ MIFIDPRU 7.4.9R, which, in summary, is the systems, controls and procedures set out in ■ MIFIDPRU 7.4.9R(1) to ■ (3) operated by a <i>MIFIDPRU investment firm</i> to: <ul style="list-style-type: none"> (1) identify, monitor and, if proportionate, reduce all material potential harms that may result from the ongoing operation of, or winding down of, the <i>firm's</i> business; and (2) assess whether the <i>firm</i> should hold additional <i>own funds</i> and/or <i>liquid assets</i> to address material potential harms.
<i>ICD claim</i>	a <i>claim</i> : <ul style="list-style-type: none"> (a) against a <i>MiFID investment firm</i> (including a <i>credit institution</i> which is a <i>MiFID investment firm</i>), or, where applicable, a successor of such a <i>firm</i>; and (b) in relation to: <ul style="list-style-type: none"> (i) any <i>investment services and activities</i> other than the making of a <i>personal recommendation</i>; (ii) the <i>ancillary service</i> of safekeeping and administration of <i>financial instruments</i> for the account of <i>clients</i>, including custodianship and related services such as cash/collateral management; (iii) the <i>firm's</i> inability to repay money owed to or belonging to investors and held on their behalf or the <i>firm's</i> inability to return to investors any instruments belonging to them and held, administered or managed on their behalf, in each case, in connection with the <i>investment service</i> of the making of a <i>personal recommendation</i> relating to a <i>financial instrument</i> in accordance with the legal and contractual conditions applicable. <p>[Note: Article 2(2) of the <i>Investor Compensation Directive</i>]</p>
<i>ICVC</i>	<i>investment company with variable capital</i> .
<i>ICOBS</i>	the Insurance: New Conduct of Business sourcebook.
<i>IDD</i>	Insurance Distribution Directive, Directive (EU) 2016/97 of the European Parliament and of the Council of 20 January 2016 on insurance distribution (recast).

<i>IDD ancillary insurance intermediary</i>	<p>any natural or legal person, other than a credit institution or an investment firm who, for remuneration, takes up or pursues the activity of insurance distribution on an ancillary basis, provided that all the following conditions are met:</p> <p>(a)the principal professional activity of that natural or legal person is other than <i>insurance distribution</i>;</p> <p>(b)the natural or legal person only distributes certain insurance products that are complementary to a good or service; and</p> <p>(c)the insurance products concerned do not cover life assurance or liability risks, unless that cover complements the good or service which the intermediary provides as its principal professional activity.</p> <p>[Note: article 2(1)(4) of the <i>IDD</i>]</p>
<i>IDD insurance intermediary</i>	<p>(a)as defined in article 2(1)(3) of the <i>IDD</i>, any natural or legal person, other than an <i>IDD insurance undertaking</i> or an <i>IDD reinsurance undertaking</i> or their employees and other than an <i>IDD ancillary insurance intermediary</i> who, for remuneration, takes up or pursues the activity of <i>insurance distribution</i>; or</p> <p>(b)an <i>IDD ancillary insurance intermediary</i>.</p> <p>[Note: article 2(1)(3) and (4) of the <i>IDD</i>]</p>
<i>IDD insurance undertaking</i>	<p>an undertaking as defined in article 13(1) of the <i>Solvency II Directive</i> which, prior to <i>IP completion day</i>, would have required authorisation under that Directive. [Note: article 2(1)(6) of the <i>IDD</i>]</p>
<i>IDD reinsurance intermediary</i>	<p>any natural or legal person, other than an <i>IDD reinsurance undertaking</i> or its employees who, for remuneration, takes up or pursues the activity of <i>reinsurance distribution</i>. [Note: article 2(1)(5) of the <i>IDD</i>]</p>
<i>IDD reinsurance undertaking</i>	<p>an undertaking as defined in article 13(4) of the <i>Solvency II Directive</i> which, prior to <i>IP completion day</i>, would have required authorisation under that Directive. [Note: article 2(1)(7) of the <i>IDD</i>]</p>

<i>IDD Regulation</i>	Commission Delegated Regulation (EU) 2017/2359 of 21 September 2017, supplementing the <i>IDD</i> of the European Parliament and of the Council with regard to information requirements and conduct of business rules applicable to the distribution of insurance-based investment products.
<i>IDD POG Regulation</i>	Commission Delegated Regulation (EU) 2017/2358 of 21 September 2017, supplementing the <i>IDD</i> of the European Parliament and of the Council with regard to product oversight and governance requirements for insurance undertakings and insurance distributors.
<i>IFA pensions review claim</i>	<p>a claim arising from the sale of a personal pension scheme by a former member of <i>PIA</i> which was an independent financial adviser; in this definition:</p> <ul style="list-style-type: none"> (a) a "personal pension scheme" includes: <ul style="list-style-type: none"> (i) a personal pension scheme that was approved under Chapter IV Part XIV of ICTA 88 (when that chapter was in force); (ii) a 'section 32' buy-out policy that was approved under Section 32 of the Finance Act 1981 (when that Act was in force); and (iii) in relation to opt-outs and non-joiners, a retirement annuity contract that was approved under Chapter III Part XIV of ICTA 88 (when sections 618 to 628 of that Chapter were in force); and (b) "ICTA 88" means the Income and Corporation Taxes Act 1988.
<i>IFPRU</i>	the Prudential sourcebook for Investment Firms
<i>IFPRU 125K firm</i>	<p>has the meaning in ■ IFPRU 1.1.9 R (Types of investment firm: IFPRU 125K firm), which in summary is an <i>IFPRU investment firm</i> that satisfies the following conditions:</p> <ul style="list-style-type: none"> (a) it does not <i>deal on own account</i> or underwrite issues of <i>financial instruments</i> on a firm commitment basis; (b) it holds clients' money or securities in relation to <i>investment services</i> it provides or is authorised to do so; (c) it offers one or more of certain specified services; (d) it is not a <i>collective portfolio management investment firm</i>; and (e) it does not operate a <i>multilateral trading facility</i> or an <i>organised trading facility</i>.
<i>IFPRU 50K firm</i>	<p>has the meaning in ■ IFPRU 1.1.10 R (Types of investment firm: IFPRU 50K firm) which in summary is an <i>IFPRU investment firm</i> that satisfies the following conditions:</p> <ul style="list-style-type: none"> (a) it satisfies the conditions in ■ IFPRU 1.1.9 R (1) (does not deal on own account or underwrite issues of <i>financial instruments</i> on a firm commitment basis) and ■ IFPRU 1.1.9 R (3) (offers one or more of certain specified services); (b) it does not hold clients' money or securities in relation to <i>investment services</i> it provides and it is not authorised to do so; (c) it is not a <i>collective portfolio management investment firm</i>; and

	<p>(d) it does not operate a <i>multilateral trading facility</i> or an <i>organised trading facility</i>.</p>
<p><i>IFPRU 730K firm</i></p>	<p>has the meaning in ■ IFPRU 1.1.11 R (Types of investment firm: IFPRU 730K firm) which in summary is an <i>IFPRU investment firm</i> that is not a <i>collective portfolio management investment firm</i>, a <i>IFPRU 50k firm</i> or a <i>IFPRU 125k firm</i>.</p>
<p><i>IFPRU investment firm</i></p>	<p>an <i>investment firm</i>, as defined in article 4(1)(2) of the <i>UK CRR</i> (including a <i>collective portfolio management investment firm</i>), that satisfies the following conditions:</p> <ul style="list-style-type: none">(a) it is a <i>firm</i>;(b) its head office is in the <i>UK</i> and it is not otherwise excluded under ■ IFPRU 1.1.5 R; and(c) it is not a <i>designated investment firm</i>; <p>that is not excluded under ■ IFPRU 1.1.5 R (Exclusion of certain types of firms).</p>
<p><i>IFR</i></p>	<p>the <i>UK</i> version of Regulation (EU) 2015/751 of the European Parliament and of the Council of 29 April 2015 on interchange fees for card-based payment transactions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>.</p>
<p><i>IFR card payment system</i></p>	<p>a payment card scheme as defined in the <i>IFR</i>, being a single set of rules, practices, standards and/or implementation guidelines for the execution of card-based payment transactions and which is separated from any infrastructure or payment system that supports its operation, and includes any specific decision-making body, organisation or entity accountable for the functioning of the scheme.</p>
<p><i>IFR transactions by acquirers operating in the United Kingdom</i></p>	<p>all transactions subject to the <i>IFR</i> acquired by:</p> <ul style="list-style-type: none">(a)<i>UK</i>-based <i>acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located in the <i>UK</i>, where the <i>card issuer</i> is located in the <i>UK</i>;(b)<i>UK</i>-based <i>acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located outside the <i>UK</i>, where the <i>card issuer</i> is located in the <i>UK</i>; and(c)non-<i>UK</i>-based <i>acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located in the <i>UK</i>, where the <i>card issuer</i> is located in the <i>UK</i>.

<i>IFR transactions by card issuers operating in the United Kingdom</i>	all transactions subject to the <i>IFR</i> on cards issued by <i>UK-based card issuers</i> (or an <i>operator</i> acting as such a <i>card issuer</i>), where the <i>acquirer</i> is located in the <i>UK</i> .
<i>IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information</i>	the International Financial Reporting Standard (IFRS) S1 General Requirements for Disclosure of Sustainability-related Financial Information published in June 2023. Available at the following URL: https://www.ifrs.org/content/dam/ifrs/publications/pdf-standards-issb/english/2023/issued/part-a/issb-2023-a-ifrs-s1-general-requirements-for-disclosure-of-sustainability-related-financial-information.pdf?bypass=on
<i>IGC</i>	(in <i>PRIN</i> , ■ COBS 19.5 and ■ COBS 19.8) an independent governance committee established by a <i>firm</i> with terms of reference which satisfy ■ COBS 19.5.5R with the purpose, in summary, to represent the interests of: <ul style="list-style-type: none"> (a) <i>relevant policyholders</i> in the <i>firm's relevant scheme</i>; or (b) <i>retail clients</i> investing in a <i>pathway investment</i> offered by the <i>firm</i>.
<i>ILG</i>	the Office of Fair Trading's Irresponsible Lending Guidance.
<i>illustration</i>	(in <i>MCOB</i>) the illustration of the costs and features of a <i>regulated mortgage contract</i> or <i>home reversion plan</i> which is required to be provided by ■ MCOB 5 (Pre-application disclosure), ■ MCOB 6 (Disclosure at the offer stage), ■ MCOB 7 (Disclosure at start of contract and after sale) and ■ MCOB 9 (Equity release: product disclosure) and the template for which is set out: <ul style="list-style-type: none"> (a) for a <i>regulated mortgage contract</i> other than a <i>lifetime mortgage</i>, at ■ MCOB 5 Annex 1; (b) for a <i>lifetime mortgage</i>, at ■ MCOB 9 Annex 1; and (c) for a <i>home reversion plan</i>, at ■ MCOB 9 Annex 2.
<i>illustration date</i>	the date by reference to which <i>value data</i> relates.
<i>image advertising</i>	a communication that consists only of one or more of the following: <ul style="list-style-type: none"> (a) the name of the <i>firm</i>; (b) a logo or other image associated with the <i>firm</i>; (c) a contact point; and (d) a reference to the types of <i>regulated activities</i> provided by the <i>firm</i>, or to its fees or commissions.
<i>indirect clearing arrangements</i>	as defined in article 1(b) of the <i>EMIR L2 Regulation</i> .
<i>indirect clearing firm</i>	a <i>client</i> or an <i>indirect client</i> of a <i>clearing member</i> where that <i>client</i> or <i>indirect client</i> provides <i>indirect clearing arrangements</i> .

<i>insurance-based investment product</i>	<p>a contract of insurance which offers a maturity or surrender value and where that maturity or surrender value is wholly or partially exposed, directly or indirectly, to market fluctuations, and does not include:</p> <ul style="list-style-type: none">(a) non-life insurance products as listed in Annex I to Directive 2009/138/EC (Classes of non-life insurance);(b) life insurance contracts where the benefits under the contract are payable only on death or in respect of incapacity due to injury, sickness or disability;(c) pension products which, under national law, are recognised as having the primary purpose of providing the investor with an income in retirement, and which entitle the investor to certain benefits;(d) officially recognised occupational pension schemes falling under the scope of the <i>UK</i> provisions which implemented Directive 2003/41/EC or <i>UK</i> provisions which implemented Directive 2009/138/EC;(e) individual pension products for which a financial contribution from the employer is required by national law and where the employer or the employee has no choice as to the pension product or provider. <p>[Note: article 2(1)(17) of the <i>IDD</i>]</p>
<i>insurance distribution</i>	<p>(as defined in article 2(1) of the <i>IDD</i>) the activities of advising on, proposing or carrying out other work preparatory to the conclusion of contracts of insurance, of concluding such contracts, or of assisting in the administration and performance of such contracts, in particular in the event of a claim, including the provision of information concerning one or more insurance contracts in accordance with criteria selected by customers through a website or other media and the compilation of an insurance product ranking list, including price and product comparison, or a discount on the price of an insurance contract, when the customer is able to directly or indirectly conclude an insurance contract using a website or other media. The following shall not be considered to constitute insurance distribution:</p> <ul style="list-style-type: none">(a) the provision of information on an incidental basis in the context of another professional activity where the provider does not take any additional steps to assist in concluding or performing an insurance contract;(b) the management of claims of an <i>IDD insurance undertaking</i> on a professional basis, and loss adjusting and expert appraisal of claims;(c) the mere provision of data and information on potential policyholders to an <i>IDD insurance intermediary</i> or <i>IDD insurance undertaking</i> where

	<p>the provider does not take any additional steps to assist in the conclusion of an insurance contract;</p> <p>(d) the mere provision of information about an insurance product, an <i>IDD insurance intermediary</i> or an <i>IDD insurance undertaking</i> to potential policyholders where the provider does not take any additional steps to assist in the conclusion of an insurance contract; and</p> <p>(e) (in ■ MIPRU 5), the services of an <i>IDD ancillary insurance intermediary</i> where all the following conditions are met:</p> <ul style="list-style-type: none"> (i) the insurance is complementary to the good or service supplied by a provider, where such insurance covers: <ul style="list-style-type: none"> (A) the risk of breakdown, loss of, or damage to, the good or the non-use of the service supplied by that provider; or (B) damage to, or loss of, baggage and other risks linked to travel booked with that provider; (ii) the amount of the premium paid for the insurance product does not exceed EUR 600 calculated on a pro rata annual basis; and (iii) by way of derogation from (ii), where the insurance is complementary to a service referred to in (i) and the duration of that service is equal to, or less than, three months, the amount of the premium paid per person does not exceed EUR 200. <p>[Note: articles 1(3), 2(1)(1) and 2(2) of the <i>IDD</i>]</p>
<i>insurance distribution activity</i>	<p>any of the following <i>regulated activities</i> carried on in relation to a <i>contract of insurance</i> or rights to or interests in a <i>life policy</i>:</p> <ul style="list-style-type: none"> (a) <i>dealing in investments as agent</i> (article 21); (b) <i>arranging (bringing about) deals in investments</i> (article 25(1)); (c) <i>making arrangements with a view to transactions in investments</i> (article 25(2)); (d) <i>assisting in the administration and performance of a contract of insurance</i> (article 39A); (e) <i>advising on investments (except P2P agreements)</i> (article 53(1)); (f) <i>agreeing to carry on a regulated activity</i> in (a) to (e) (article 64).
<i>insurance distributor</i>	<p>an <i>insurance intermediary</i> or <i>insurer</i>. [Note: article 2(1)(8) of the <i>IDD</i>]</p>
<i>insurance product information document</i>	<p>the standardised presentation format as specified in ■ ICBS 6 Annex 3R.</p>
<i>interim levy</i>	<p>a levy imposed by the <i>FSCS</i>, other than an <i>annual levy</i>.</p>
<i>interim permission</i>	<p>in accordance with article 56 of the Financial Services and Markets Act 2000 (Regulated Activities) (Amendment) (No.2) Order 2013, subject to article 59 of that Order, to be treated as:</p> <ul style="list-style-type: none"> (a) in relation to a person who is a <i>firm</i> immediately before 1 April 2014,

	<p>a variation of permission;</p> <p>(b) in any other case, a <i>Part 4A permission</i>.</p>
<i>intermediate entity</i>	an intermediate entity as defined in ■ MIFIDPRU 3 Annex 7.32R.
<i>intermediation of structured deposits</i>	<p>(in COMP and ■ FEES 6) any of the following:</p> <p>(1) <i>direct sales of structured deposits</i>;</p> <p>(2) in relation to <i>structured deposits</i>:</p> <p>(a) <i>advising on investments</i>; or</p> <p>(b) <i>dealing in investments as agent</i>; or</p> <p>(c) <i>arranging (bringing about) deals in investments</i>; or</p> <p>(d) <i>making arrangements with a view to transactions in investments</i>;</p> <p>or</p> <p>(e) <i>managing investments</i>.</p>
<i>IML levy</i>	the levy payable to the FCA under ■ FEES 13.
<i>immediate group</i>	<p>(1) (in relation to a person ("A")) (as defined in section 421ZA of the Act (Immediate group)):</p> <p>(a) A;</p> <p>(b) a <i>parent undertaking</i> of A;</p> <p>(c) a <i>subsidiary undertaking</i> of A;</p> <p>(d) a <i>subsidiary undertaking</i> of a <i>parent undertaking</i> of A;</p> <p>(e) a <i>parent undertaking</i> of a <i>subsidiary undertaking</i> of A.</p> <p>(2) [deleted]</p>
<i>Immigration Regulations</i>	the Immigration Act 2014 (Bank Account) Regulations 2014(SI 2014/3085).
<i>impact tolerance</i>	means the maximum tolerable level of disruption to an <i>important business service</i> , as measured by a length of time in addition to any other relevant metrics, reflecting the point at which any further disruption to the <i>important business service</i> could cause intolerable harm to any one or more of the <i>firm's clients</i> or pose a risk to the soundness, stability or resilience of the <i>UK financial system</i> or the orderly operation of the financial markets.
<i>implicit items</i>	(in relation to <i>long-term insurance business</i>) economic reserves arising in respect of assets which relate to future surpluses, <i>zillmerising</i> or hidden reserves.
<i>important business service</i>	<p>means a service provided by a <i>firm</i>, or by another <i>person</i> on behalf of the <i>firm</i>, to one or more <i>clients</i> of the <i>firm</i> which, if disrupted, could:</p> <p>(1) cause intolerable levels of harm to any one or more of the <i>firm's clients</i>; or</p>

	(2)pose a risk to the soundness, stability or resilience of the <i>UK financial system</i> or the orderly operation of the financial markets.
<i>IMRO</i>	the Investment Management Regulatory Organisation Limited.
<i>IMRO scheme</i>	the <i>former scheme</i> set up by <i>IMRO</i> under the Financial Services Act 1986 and the <i>Investment Ombudsman</i> Memorandum to handle complaints against members of <i>IMRO</i> .
<i>in default</i>	the status of being in default following a determination made under ■ COMP 6.3.1 R.
<i>in the money</i>	<p>(1) (in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>):</p> <p>(a) where the holder has the right to buy the <i>underlying instrument</i> or instruments from the <i>issuer</i>, when the <i>settlement price</i> is greater than the <i>exercise price</i>; or</p> <p>(b) where the holder has the right to sell the <i>underlying instrument</i> or instruments to the <i>issuer</i>, when the <i>exercise price</i> is greater than the <i>settlement price</i>;</p> <p>(2) [deleted]</p>
<i>inception</i>	in relation to <i>permitted links</i> , refers to the time when the liability of the <i>insurer</i> under a <i>linked long-term</i> contract of insurance commenced.
<i>income account</i>	(in <i>COLL</i>) an account relating to the <i>income property</i> of an <i>authorised fund</i> .
<i>income equalisation</i>	(in relation to a <i>scheme</i>) a capital sum which, in accordance with a power contained in the <i>instrument constituting the fund</i> , is included in an allocation of income for a <i>unit</i> issued, sold or converted during the accounting period in respect of which that income allocation is made.
<i>income generating property</i>	<p>a single property or multiple properties within a single development which:</p> <p>(1)is actually used, or is available for use, for residential or commercial purposes;</p> <p>(2)is located in the <i>United Kingdom</i>;</p> <p>(3)is available for occupancy or occupied by one or more <i>persons</i> who have no relationship with the <i>directors</i> of the relevant <i>property holding vehicle</i> and who pay rent at a commercial rate or a rate reflecting regulated market practice for social and affordable housing; and</p> <p>(4)has been valued by an independent valuer:</p> <p>(a)who is a member of the Royal Institute for Chartered Surveyors; and/or</p> <p>(b)in accordance with the RICS Valuation Standards (The Red Book).</p>
<i>income property</i>	<p>0 (1)(in relation to a <i>UCITS scheme</i> or a <i>non-UCITS retail scheme</i>) the amount available for income allocations calculated in accordance with ■ COLL 6.8.3R(3A) and not including any amount for the time being standing to the credit of the <i>distribution account</i>.</p> <p>(1A) (in relation to a <i>qualified investor scheme</i>) the amount</p>

	<p>available for income allocations under ■ COLL 6.8.3R(3A) as applied by ■ COLL 8.5.15R(3A), and not including any amount for the time being standing to the credit of the <i>distribution account</i>.</p> <p>(2)(in relation to a <i>long-term asset fund</i>) the amount available for income allocations under ■ COLL 15.8.18R(5) and not including any amount for the time being standing to the credit of the <i>distribution account</i>.</p>
<i>income unit</i>	a <i>unit</i> in an <i>AUT</i> which is not an <i>accumulation unit</i> .
<i>income withdrawals</i>	<p>(a) (as defined in paragraph 7 of schedule 28 to the Finance Act 2004) in relation to a member of a pension scheme, amounts (other than an annuity) which the member is entitled to be paid from the member's:</p> <p>(i) <i>capped drawdown pension fund</i> in respect of an arrangement; or</p> <p>(ii) <i>flexi-access drawdown pension fund</i> in respect of an arrangement; or</p> <p>(b) payments made under interim arrangements in accordance with section 28A of the Pension Schemes Act 1993;</p> <p>in respect of an election to make income withdrawals, a reference to a <i>retail client</i>, an investor or a <i>policyholder</i> includes, after that person's death, his surviving spouse, his surviving civil partner or anyone who is, at that time, his dependant, or both.</p>
<i>incoming data reporting services provider</i>	a <i>data reporting services provider</i> authorised or applying for authorisation under Title V of <i>MiFID</i> in an <i>EEA State</i> , other than the <i>UK</i> , to provide a <i>data reporting service</i> in the <i>UK</i> .
<i>incoming electronic commerce activity</i>	<p>(in accordance with regulation 2(1) of the <i>ECD Regulations</i>) an activity:</p> <p>(a) which consists of the provision of an <i>information society service</i> from an <i>establishment</i> in an <i>EEA State</i> other than the <i>United Kingdom</i> to a <i>person</i> or <i>persons</i> in the <i>United Kingdom</i>; and</p> <p>(b) which would, but for article 72A of the <i>Regulated Activities Order</i> (Information society services) (and irrespective of the effect of article 72 of that Order (Overseas Persons)), be a <i>regulated activity</i>.</p>
<i>incorporated friendly society</i>	a society incorporated under the Friendly Societies Act 1992.
<i>independent advice</i>	a <i>personal recommendation</i> to a <i>client</i> where the <i>personal recommendation</i> provided meets the requirements of the <i>rule</i> on independent advice (■ COBS 6.2B.11R).
<i>independent director</i>	a <i>director</i> whom an <i>applicant</i> or <i>listed company</i> has determined to be independent under the <i>UK Corporate Governance Code</i> .
<i>independent expert</i>	(in ■ SUP 18) the person approved or nominated by the <i>appropriate regulator</i> to make the <i>scheme report</i> for an <i>insurance business transfer scheme</i> .
<i>Independent Investigator</i>	the <i>former Ombudsman</i> under the <i>FSA scheme</i> .

<i>independent shareholder</i>	any <i>person</i> entitled to vote on the election of <i>directors</i> of a <i>listed company</i> that is not a <i>controlling shareholder</i> of the <i>listed company</i> .
<i>index-linked assets</i>	in relation to <i>permitted links</i> and <i>conditional permitted links</i> , the assets held by an <i>insurer</i> for the purposes of matching <i>index-linked liabilities</i> .
<i>index-linked contract</i>	a <i>linked long-term contract</i> conferring <i>index-linked benefits</i> .
<i>index-linked benefits</i>	benefits: <ul style="list-style-type: none"> (a) provided for under a <i>linked long-term contract of insurance</i>; and (b) determined by reference to an index of the value of property of any description (whether specified in the contract or not).
<i>index-linked liabilities</i>	insurance liabilities in respect of <i>index-linked benefits</i> .
<i>index-linked security</i>	(in <i>COLL</i>) a <i>debt security</i> for which the cash flows are determined by reference to an index of consumer prices.
<i>indicative adviser charge</i>	a cash figure which is indicative of the cost to the <i>pure protection contract insurer</i> of the services associated with making a <i>personal recommendation</i> in relation to a <i>pure protection contract</i> .
<i>individual</i>	<ul style="list-style-type: none"> (a) a <i>natural person</i>; or (b) a <i>partnership</i> consisting of two or three <i>persons</i> not all of whom are bodies corporate; or (c) an unincorporated body of <i>persons</i> which does not consist entirely of bodies corporate and is not a <i>partnership</i>.
<i>individual capital assessment</i>	(in ■ COBS 20.2) an assessment by a <i>firm</i> of the adequacy of its capital resources undertaken as part of an assessment of the adequacy of the <i>firm's</i> overall financial resources.
<i>individual capital guidance</i>	<p>(1)(other than in (2)) <i>guidance</i> given to a <i>firm</i> about the amount and quality of capital resources that the <i>appropriate regulator</i> thinks the <i>firm</i> should hold at all times under the <i>overall financial adequacy rule</i> as it applies on a solo level or a consolidated level.</p> <p>(2)(in ■ FPCOB 15) <i>guidance</i> given to a <i>firm</i> about the amount and quality of capital resources that the <i>FCA</i> thinks the <i>firm</i> should hold at all times under ■ FPCOB 15.2.1R (<i>General solvency requirement</i>).</p>
<i>indirect client</i>	as the context requires, either: <ul style="list-style-type: none"> (a) as defined in article 1(a) of the <i>EMIR L2 Regulation</i>; or (b) as defined in article 1(b) of the <i>MiFIR indirect clearing RTS</i>.
<i>individual client account</i>	as the context requires, either: <ul style="list-style-type: none"> (a) an account maintained by a <i>firm</i> at an <i>authorised central counterparty</i> for a <i>client</i> of the <i>firm</i> in respect of which the <i>authorised central counterparty</i> has agreed with the <i>firm</i> to provide <i>individual client segregation</i>; or

	<p>(b) an account maintained at a <i>clearing member</i> of an <i>authorised central counterparty</i> at the request of a <i>firm</i> and in respect of an <i>indirect client</i> of the <i>firm</i>, in respect of which the <i>clearing member</i> has agreed with the <i>firm</i> to provide segregation arrangements under which the assets and positions held for the account of that <i>indirect client</i> can be distinguished from those held for the account of other <i>indirect clients</i> of the <i>firm</i>, as referred to as an 'individually segregated indirect account' in:</p> <p>(i) recital 7 to the <i>EMIR indirect clearing RTS</i>; or</p> <p>(ii) recital 7 to the <i>MiFIR indirect clearing RTS</i>.</p>
<i>individual client balance</i>	for each <i>client</i> , the total amount of all <i>money</i> the <i>firm</i> holds, has received or is obliged to have received or be holding as <i>client money</i> in a <i>client bank account</i> for that <i>client</i> in respect of <i>non-margined transactions</i> , calculated in accordance with ■ CASS 7.16.21 R.
<i>individual client balance method</i>	the method of calculating a <i>firm's client money requirement</i> described in CASS 7.16.16R.
<i>individual client segregation</i>	as defined in article 39(3) of <i>EMIR</i> .
<i>individual liquidity guidance</i>	<p>(1)[deleted]</p> <p>(2)(in ■ FPCOB 15) <i>guidance</i> given to a <i>firm</i> about the amount, quality and funding profile of liquidity resources that the <i>FCA</i> thinks the <i>firm</i> should hold at all times under ■ FPCOB 15.2.1R (<i>General solvency requirement</i>).</p>
<i>individual member</i>	a <i>member</i> , or <i>former member</i> , who is a natural <i>person</i> .
<i>individual pension account</i>	an account for the holding of <i>IPA eligible investments</i> , which satisfies the conditions described in regulation 2(2) of the Stamp Duty and Stamp Duty Reserve Tax (Definition of Unit Trust Scheme and Open-ended Investment Company) Regulations 2001 (SI 2001/964).
<i>individual pension contract</i>	<p>a <i>pension policy</i> or <i>pension contract</i> under which contributions are paid to:</p> <p>(a) a <i>personal pension scheme</i>; or</p> <p>(b) a retirement benefits scheme for the provision of relevant benefits by means of an annuity contract made with an insurance company of the employee's choice where that contract:</p> <p>(i) was approved under section 591(2)(g) of the Income and Corporation Taxes Act 1988 (when that section was in force); or</p> <p>(ii) is a registered pension scheme under Chapter 2 of Part 4 of the Finance Act 2004.</p>

<i>individual savings account</i>	an account which is a scheme of investment satisfying the conditions prescribed in the <i>ISA Regulations</i> .
<i>industrial assurance policy</i>	<p>a <i>contract of insurance</i> on human life, premiums in respect of which are received by means of collectors, but excluding:</p> <ul style="list-style-type: none"> (a) a <i>contract of insurance</i>, the premiums in respect of which are payable at intervals of two <i>months</i> or more; (b) a <i>contract of insurance</i>, effected whether before or after the passing of the Industrial Assurance Act 1923 by a society or company established before the date of the passing of that Act which at that date had no <i>contracts of insurance</i> outstanding the premiums on which were payable at intervals of less than one <i>month</i> so long as the society or company continues not to effect any such contracts; (c) a <i>contract of insurance</i> effected before the passing of the Industrial Assurance Act 1923, premiums in respect of which are payable at intervals of one <i>month</i> or more, and which have up to the passing of that Act been treated as part of the business transacted by a branch other than the industrial branch of the society or company; and (d) a <i>contract of insurance</i> for £25 or more effected after the passing of the Industrial Assurance Act 1923, premiums in respect of which are payable at intervals of one <i>month</i> or more, and which are treated as part of the business transacted by a branch other than the industrial branch of the society or company, in cases where the relevant authority certified prior to 1 December 2001 under section 1(2)(d) of that Act that the terms and conditions of the contract is on the whole not less favourable to the assured than those imposed by that Act; <p>in this definition:</p> <ul style="list-style-type: none"> (i) "collector" includes every <i>person</i>, however remunerated, who, by himself or by any deputy or substitute, makes house to house visits for the purpose of receiving premiums payable on policies of insurance on human life, or holds any interest in a collecting book, and includes such a deputy or substitute; (ii) "collecting book" includes any book or document held by a collector in which payments of premiums are recorded.
<i>industry block</i>	(in <i>FEES</i>) a grouping of <i>firms</i> by common business activity for the purposes of calculating the <i>general levy</i> .
<i>information system</i>	a device or group of interconnected or related devices, one or more of which, pursuant to a programme, automatically processes computer data, as well as computer data stored, processed, retrieved or transmitted by that device or group of devices for the purpose of its or their operation, use, protection and maintenance. For these purposes, 'computer data' means a representation of facts, information or concepts in a form suitable for processing in an information system, including a programme suitable for causing an information system to perform a function.
<i>information society service</i>	an information society service, as defined by article 2(a) of the <i>E-Commerce Directive</i> and article 1(2) of the Technical Standards and Regulations Directive (98/34/EC), which is in summary any service normally provided for remuneration, at a distance, by means of electronic equipment for the

*inherently
illiquid asset*

processing (including the digital compression) and storage of data at the individual request of a service recipient.

an asset which is:

- (1) an immovable;
- (2) an *investment* in an infrastructure project;
- (3) a *transferable security* (within paragraph (2) of that definition) that is neither:
 - (a) a *government and public security* denominated in the currency of the country of its *issuer*;
 - (b) a *security* which is listed or traded on an *eligible* market; nor
 - (c) a newly issued *security* which can reasonably be expected to fall within (b) when it begins to be traded;
- (4) any other *investment* which is not listed or traded on an *eligible* market and satisfies one or more of the following conditions:
 - (a) sale and purchase transactions are typically negotiated on a one-off basis;
 - (b) valuation for the purposes of agreeing a sale price is typically complex and may require the seller and/or buyer to obtain specialist advice;
 - (c) it may take significant time for one party in a proposed transaction to identify another party prior to sale and purchase negotiations commencing;
 - (d) once negotiations have commenced, transactions typically take significant time to complete;
- (5) a *unit* in another *FIIA*;
- (6) a *unit* in a *qualified investor scheme* where that *qualified investor scheme*:
 - (a) would itself meet condition (1) of the definition of a *FIIA* if it were a *non-UCITS retail scheme*;
 - (b) permits redemptions of *units* on timescales which do not reflect the time typically needed to sell, liquidate or close out the assets in which the *qualified investor scheme* invests, those assets being ones which fall within paragraphs (1) to (5) above or (6A) and (7) below; and
 - (c) is not in the process of winding up or termination;
- (6A) a *unit* in a *long-term asset fund* where that *long-term asset fund*:
 - (a) would itself meet condition (1) of the definition of a *FIIA* if it were a *non-UCITS retail scheme*; and
 - (b) is not in the process of winding up or termination;
- (7) a *unit* in an open-ended *unregulated collective investment scheme* where that *unregulated collective investment scheme*:

	<p>(a) aims to invest at least 50% of the value of the property of the <i>unregulated collective investment scheme</i> in assets falling within paragraphs (1) to (6A) above;</p> <p>(b) permits redemptions of <i>units</i> on timescales which do not reflect the time typically needed to sell, liquidate or close out those assets; and</p> <p>(c) is not in the process of winding up or termination.</p>
<i>inherited estate</i>	<p>in relation to each <i>with-profits fund</i>:</p> <p>(1) for a <i>firm</i> which is not a <i>Solvency II firm</i>, an amount representing the fair market value of the <i>with-profits assets</i> less the value of liabilities, except liabilities in relation to <i>non-profit insurance business</i>;</p> <p>(2) for a <i>Solvency II firm</i>, means the <i>with-profits fund surplus</i>.</p>
<i>initial capital</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p> <p>(3A) (in ■ IPRU(INV) 11 the amount of <i>own funds</i> referred to in article 26(1)(a) to (e) of the <i>UK CRR</i> and calculated in line with Part Two of those Regulations (Own funds).</p> <p>[Note: article 28(1) of the <i>CRD</i>]</p> <p>(4) [deleted]</p> <p>(5) [deleted]</p> <p>(6) [deleted]</p> <p>(7) (in <i>IPRU(INV)</i> 13) the initial capital of a <i>firm</i> calculated in accordance with <i>IPRU(INV)</i> 13.1A.6R.</p> <p>(8) [deleted]</p> <p>(9) [deleted]</p> <p>(10) (for a <i>MIFIDPRU investment firm</i>) the amount of <i>own funds</i> that is required for <i>authorisation</i> as a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.2.1R).</p>
<i>initial contact</i>	<p>the first occasion when a <i>firm</i> is in contact with the <i>customer</i> and may perform any of the following in relation to a <i>home finance transaction</i>:</p> <p>(a) <i>advising</i> on the transaction;</p> <p>(b) <i>arranging (bringing about)</i> the transaction; or</p> <p>(c) <i>entering into</i> the transaction, when there is no <i>firm arranging (bringing about)</i> the transaction.</p>
<i>initial fund</i>	the items of capital which are available to a <i>mutual</i> at <i>authorisation</i> .
<i>initial offer</i>	<p>(in <i>COLL</i>) an offer for sale of <i>units</i> in an <i>authorised fund</i> or in a <i>sub-fund</i> (otherwise than in accordance with <i>arrangements</i> of the type described in ■ COLL 5.5.9 R (3) (b) (iii) (Guarantees and indemnities) , where all or part of the</p>

	consideration paid for the account of the <i>authorised fund</i> for the <i>units</i> is to be used to acquire the initial <i>scheme property</i> of the <i>authorised fund</i> or the initial <i>scheme property</i> attributable to the <i>sub-fund</i> .
<i>initial outlay</i>	(in relation to an <i>authorised fund</i>) the amount which the <i>authorised fund</i> is required to provide in order to obtain rights under a transaction in <i>derivatives</i> , excluding any payment or transfer on exercise of rights.
<i>initial price</i>	(in <i>COLL</i>) in relation to a <i>unit</i> of any <i>class</i> : (a) in a <i>single-priced authorised fund</i> , the <i>price</i> to be paid; or (b) in <i>adual-priced authorised fund</i> , the amount agreed by the <i>depository</i> and <i>authorised fund manager</i> as being the maximum <i>price</i> , inclusive of any <i>preliminary charge</i> , that may be paid to the <i>authorised fund manager</i> ; during the period of the <i>initial offer</i> under <i>COLL</i> 6.2.3 R (Initial offer).
<i>initial transaction</i>	(in <i>UKLR</i>) has the meaning given in ■ <i>UKLR</i> 13.4.2R.
<i>injunction</i>	a court order made by the High Court that prohibits a <i>person</i> from doing or continuing to do a certain act or requires a <i>person</i> to carry out a certain act.
<i>injured party</i>	(in <i>ICOBS</i>) a resident of the <i>United Kingdom</i> or the <i>EEA</i> entitled to compensation in respect of any loss or injury caused by <i>vehicles</i> . [Note: article 1(2) of Directive 72/166/EC (First Motor Insurance Directive)]
<i>innovative finance component</i>	a qualifying investment as prescribed in regulation 8A of the <i>ISA Regulations</i> .
<i>innovative finance ISA</i>	an <i>individual savings account</i> which includes an <i>innovative finance component</i> .
<i>innovative finance ISA business</i>	a <i>firm's</i> activities, in its capacity as an <i>ISA manager</i> , in connection with an <i>ISA</i> which contains only an <i>innovative finance component</i> and is not <i>designated investment business</i> .

<i>inside information</i>	as described in article 7 of the <i>Market Abuse Regulation</i> .
<i>insider</i>	as described in article 8(4) of the <i>Market Abuse Regulation</i> .
<i>insider dealing</i>	<p>(1) (except in ■ MAR 1) the activity described in section 52 of the Criminal Justice Act 1993, which is in summary:</p> <p>(a) the offence of which an individual is guilty if he has information as an insider and:</p> <p>(i) in the circumstances described in (b), he deals in securities that are price-affected securities in relation to the information;</p> <p>(ii)</p> <p>(A) he encourages another <i>person</i> to deal in securities that are (whether or not that other knows it) price-affected securities in relation to the information, knowing or having reasonable cause to believe that the dealing would take place in the circumstances mentioned in (b); or</p> <p>(B) he discloses the information, otherwise than in the proper performance of the functions of his employment, office or profession, to another <i>person</i>;</p> <p>(b) the circumstances referred to in (a) are that the acquisition or disposal in question occurs on a regulated market (identified in an Order made by the Treasury), or that the <i>person</i> dealing relies on a professional intermediary or is himself acting as a professional intermediary.</p> <p>(2)(in ■ MAR 1) the behaviour described in article 8 of the <i>Market Abuse Regulation</i>.</p>
<i>insolvency order</i>	an administration order, compulsory winding up order, bankruptcy order, or sequestration order.
<i>Insolvency Proceedings Regulation</i>	the UK version of Regulation (EC) No.1346/2000 on 29 May 2000 on insolvency proceedings, which is part of UK law by virtue of the EUWA.
<i>INSPRU</i>	the Prudential sourcebook for Insurers.
<i>instalment payment fee</i>	a fee which is additional to the cost of the <i>funeral plan product</i> and is charged to a <i>customer</i> in connection with a <i>firm</i> accepting payments by one or more instalments in respect of an <i>instalment payment funeral plan</i> .
<i>instalment payment funeral plan</i>	a <i>funeral plan contract</i> under which the <i>customer</i> is required to make more than one payment/periodic payments to the <i>funeral plan provider</i> .
<i>instalment reversion plan</i>	a <i>home reversion plan</i> under which more than one payment is made to the <i>customer</i> during the life of the plan.
<i>institution</i>	<p>(1) (except in (2)) has the meaning in article 4(1)(3) of the UK CRR.</p> <p>(2) (for the purposes of MIFIDPRU) a UK credit institution or a UK designated investment firm.</p>

<i>institutional linked policyholders</i>	in relation to <i>permitted links</i> , <i>linked policyholders</i> who are trustees of a <i>defined benefit occupational pension scheme</i> .
<i>instrument constituting the fund</i>	<p>(a) (in relation to an <i>ICVC</i>) the <i>instrument of incorporation</i>;</p> <p>(b) (in relation to an <i>AUT</i>) the <i>trust deed</i>;</p> <p>(ba) [deleted]</p> <p>(bb) (in relation to an <i>ACS</i>) the <i>contractual scheme deed</i>;</p> <p>(bc) (for an <i>AIF</i> other than an <i>ICVC</i>, an <i>AUT</i> or an <i>ACS</i>) the fund rules, instrument of incorporation or other constituting documents of such an <i>AIF</i>;</p> <p>(c) (in relation to a <i>collective investment scheme</i> other than an <i>AIF</i> or a <i>UCITS</i>) any instrument to which the <i>operator</i> is a party setting out any arrangements with any other <i>person</i> relating to any aspect of the operation or management of the <i>scheme</i>.</p>
<i>instrument of incorporation</i>	the instrument of incorporation of an <i>ICVC</i> (as from time to time amended) initially provided to the <i>FCA</i> in accordance with regulation 14(1)(c) of the <i>OEIC regulations</i> .
<i>insurance accounts rules</i>	Schedule 9A to the Companies Act 1985 (Form and content of accounts of insurance companies) and Schedule 9A to the Companies Act (Northern Ireland) Order 1986 where these provisions are applicable, otherwise Schedule 3 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410).
<i>insurance business</i>	the business of <i>effecting</i> or <i>carrying out contracts of insurance</i> .
<i>insurance business transfer</i>	a transfer in accordance with an <i>insurance business transfer scheme</i> .
<i>insurance business transfer scheme</i>	<p>(a) a scheme, defined in section 105 of the <i>Act</i>, which is in summary: a scheme to transfer the whole or part of the business of an <i>insurer</i> (other than a <i>friendly society</i>) to another body;</p> <p>(b) a similar scheme to transfer the whole or part of the business carried on by one or more <i>members</i> of the <i>Society</i> or <i>former underwriting members</i> that meets the conditions of article 4 of the Financial Services and Markets Act 2000 (Control of Transfers of Business Done at Lloyd's) Order 2001 (SI 2001/3626).</p>
<i>insurance client money chapter</i>	■ CASS 5.
<i>insurance component</i>	a qualifying investment prescribed in regulation 9 of the <i>ISA Regulations</i> .

<i>insurance conglomerate</i>	a <i>financial conglomerate</i> that is identified in paragraph 4.3 of ■ GENPRU 3 Annex 1 (Types of financial conglomerate) as an insurance conglomerate.
<i>insurance death risk capital component</i>	one of the components of the <i>long-term insurance capital requirement</i> as set out in ■ INSPRU 1.1.81 R to ■ INSPRU 1.1.83 R.
<i>insurance expense risk capital component</i>	one of the components of the <i>long-term insurance capital requirement</i> as set out in ■ INSPRU 1.1.88 R .
<i>insurance health risk and life protection reinsurance capital component</i>	one of the components of the <i>long-term insurance capital requirement</i> as set out in ■ INSPRU 1.1.85 R to ■ INSPRU 1.1.86 R .
<i>insurance holding company</i>	<p>(1) a <i>parent undertaking</i>, other than an <i>insurance undertaking</i>, the main business of which is to acquire and hold participations in <i>subsidiary undertakings</i> and which fulfils the following conditions:</p> <ul style="list-style-type: none"> (a) its <i>subsidiary undertakings</i> are either exclusively or mainly <i>insurance undertakings</i>; and (b) at least one of those <i>subsidiary undertakings</i> is an <i>insurer</i> or a <i>reinsurance undertaking</i>; a <i>parent undertaking</i>, other than an <i>insurance undertaking</i>, that fulfils the conditions in paragraphs (1) (a) and (b) of this definition is not an <i>insurance holding company</i> if: (c) it is a <i>mixed financial holding company</i>; and (d) notice has been given in accordance with Regulation 2 of the <i>Financial Groups Directive Regulations</i> that the <i>financial conglomerate</i> of which it is a <i>mixed financial holding company</i> is a <i>financial conglomerate</i>. <p>(2) For the purposes of:</p> <ul style="list-style-type: none"> (a) the definition of the <i>insurance sector</i>; (b) [deleted] (c) the definition of <i>material insurance holding</i>; paragraph (1)(b) of this definition does not apply.
<i>insurance intermediary</i>	a <i>firm</i> carrying on <i>insurance distribution activity</i> other than an <i>insurer</i> .
<i>Insurance market activity</i>	means a <i>regulated activity</i> relating to <i>contracts of insurance</i> written at Lloyd's.
<i>Insurance market direction</i>	a direction made by the <i>appropriate regulator</i> under section 316(1) of the Act (Direction by a regulator).

<i>insurance market risk capital component</i>	one of the components of the <i>long-term insurance capital requirement</i> as set out in ■ INSPRU 1.1.89 R .
<i>insurance mediation activity</i>	<p>any of the following <i>regulated activities</i> carried on in relation to a <i>contract of insurance</i> or rights to or interests in a life policy:</p> <ul style="list-style-type: none"> (a) <i>dealing in investments as agent</i> (article 21); (b) <i>arranging (bringing about) deals in investments</i> (article 25(1)); (c) <i>making arrangements with a view to transactions in investments</i> (article 25(2)); (d) <i>assisting in the administration and performance of a contract of insurance</i> (article 39A); (e) <i>advising on investments (except P2P agreements)</i> (article 53(1) to (1D)); (f) <i>agreeing to carry on a regulated activity</i> in (a) to (e) (article 64).
<i>Insurance Mediation Directive</i>	the European Parliament and Council Directive of 9 December 2002 on insurance mediation (No 2002/92/EC).
<i>Insurance Ombudsman scheme</i>	the former scheme set up, on a voluntary basis, to handle complaints against those insurance companies which subscribed to it.
<i>insurance-related capital requirement</i>	a component of the calculation of the <i>ECR</i> for a <i>firm</i> carrying on <i>general insurance business</i> as set out in ■ INSPRU 1.1.76 R to ■ INSPRU 1.1.79 R.
<i>insurance risk trans-formation</i>	<p>the <i>regulated activity</i> specified in article 13A of the <i>Regulated Activities Order</i> (Transformer vehicles: insurance risk transformation) which is, in summary, the activity of an <i>undertaking</i> ('A') assuming a risk from an <i>undertaking</i> ('B') where:</p> <ul style="list-style-type: none"> (1) B assumes a risk under a <i>contract of insurance</i> ('the underlying risk'); and (2) the assumption of risk by A has the legal or economic effect of transferring some or all of the underlying risk to A.
<i>insurance sector</i>	<p>a sector composed of one or more of the following entities:</p> <ul style="list-style-type: none"> (a) "UK Solvency II firm" as defined in the PRA Rulebook: Glossary; (aa) a "third country insurance undertaking" or a "third country reinsurance undertaking" as defined in the PRA Rulebook: Glossary; (b) an <i>insurance holding company</i>; and (c) (in the circumstances described in ■ GENPRU 3.1.39 R (The financial sectors: Asset management companies and alternative investment fund managers)) an <i>asset management company</i> or an <i>alternative investment fund manager</i>.

<i>insurance special purpose vehicle</i>	<p>an <i>undertaking</i> whether incorporated or not, which has received authorisation in accordance with the <i>UK</i> provisions which implemented article 211(1) or (3) of the <i>Solvency II Directive</i> and:</p> <ul style="list-style-type: none"> (a) which assumes risks from an <i>insurance undertaking</i> or a <i>reinsurance undertaking</i>; and (b) which fully funds its exposures to such risks through the proceeds of a debt issuance or some other financing mechanism where the repayment rights of the providers of such debt or other financing mechanism are subordinated to the <i>undertaking's</i> obligations to the insurance or reinsurance undertakings in respect of the risks in (a). <p>[Note: article 13(26) of the <i>Solvency II Directive</i>]</p>
<i>insurance undertaking</i>	an undertaking including a <i>member</i> that carries on <i>insurance business</i> , whether or not an <i>insurer</i> .
<i>insurer</i>	a <i>firm</i> with <i>permission</i> to effect or carry out contracts of insurance.
<i>interest-only mortgage</i>	a <i>regulated mortgage contract</i> other than a <i>repayment mortgage</i> .
<i>interest rate benchmark</i>	has the meaning in article 3.1(22) of the <i>benchmarks regulation</i> .
<i>interest roll-up mortgage</i>	an <i>interest-only mortgage</i> under which neither capital repayments, nor payment of any of the interest accruing under its terms, are required or anticipated until it comes to an end, whether on expiry of the term (if any), discharge of the mortgage or the happening of some other event.
<i>inter-professional business</i>	(for the purposes only of ■ COBS TP 1 (Transitional Provisions in relation to Client Categorisation)) business which comes within the meaning of 'inter-professional business' as defined in <i>COB</i> on 31 October 2007.
<i>internal audit requirements for SMCR firms</i>	<p>any of the following requirements:</p> <ul style="list-style-type: none"> (a) ■ SYSC 3 (Systems and controls) insofar as it relates to internal audit; (b) ■ SYSC 6.2 (Internal audit); (c) article 24 of the <i>MiFID Org Regulation</i> (Internal audit); (d) article 24 of the <i>MiFID Org Regulation</i> (Internal audit) (as applied in accordance with ■ SYSC 1 Annex 1 2.8AR, ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R); or (e) article 62 of the <i>AIFMD level 2 regulation</i> (Permanent internal audit function).
<i>internal client money reconciliation</i>	<ul style="list-style-type: none"> (1) (in ■ CASS 7) the <i>client money</i> reconciliation described in ■ CASS 7.15.12R. (2) (in ■ CASS 13) the <i>client money</i> reconciliation described in ■ CASS 13.10.5R to ■ 13.10.14R.
<i>internal custody reconciliation method</i>	a method for performing an <i>internal custody record check</i> , described in ■ CASS 6.6.17 R .
<i>internal custody record check</i>	the <i>safe custody assets</i> record check described in ■ CASS 6.6.10G (2) performed using either the <i>internal custody reconciliation method</i> or the <i>internal system evaluation method</i> .

<i>internal system evaluation method</i>	a method for performing an <i>internal custody record check</i> , described in ■ CASS 6.6.19 R.
<i>internally managed AIF</i>	(in accordance with regulation 4(3)(b) of the <i>AIFMD UK regulation</i>) an <i>AIF</i> where the legal form permits internal management and where the <i>AIF</i> 's governing body chooses not to appoint an <i>external AIFM</i> .
<i>inter-syndicate reinsurance</i>	reinsurance between one <i>syndicate year</i> and another, not being <i>reinsurance to close</i> .
<i>interdict</i>	a Scottish court order made by the Court of Session that prohibits a <i>person</i> from doing or continuing to do a certain act or requires a <i>person</i> to carry out a certain act.
<i>interested party</i>	(in relation to an application made under section 60 of the <i>Act</i> (Applications for approval)): (a) the <i>firm</i> making the application; (b) the <i>person</i> in respect of whom the application is being made ("A");

	and
	(c) the <i>person</i> by whom A's services are to be retained, if not the <i>firm</i> making the application.
<i>interim accounting period</i>	(in <i>COLL</i>) a period within an <i>annual accounting period</i> in respect of which an allocation of income is to be made.
<i>interim income allocation date</i>	any date specified in the <i>prospectus</i> of an <i>authorised fund</i> as the date on or before which an allocation of income will be made.
<i>intermediaries offer</i>	(1) (in <i>LR</i>) a marketing of <i>securities</i> already or not yet in issue, by means of an offer by, or on behalf of, the <i>issuer</i> to intermediaries for them to allocate to their own clients. (2) [deleted]
<i>intermediate broker</i>	(in relation to a transaction in a <i>contingent liability investment</i>) any <i>person</i> acting in the capacity of an intermediary through whom the <i>firm</i> undertakes that transaction.
<i>intermediate customer</i>	(for the purposes only of ■ COBS TP 1 (Transitional Provisions in relation to Client Categorisation)) any <i>person</i> classified as an 'intermediate customer' under <i>COB</i> on 31 October 2007, in accordance with the applicable conditions in force at the time.
<i>intermediate holding vehicle</i>	a <i>company</i> , trust or partnership but not a <i>collective investment scheme</i> , whose purpose is to enable the holding of overseas immovables on behalf of a <i>non-UCITS retail scheme</i> , a <i>qualified investor scheme</i> or a <i>long-term asset fund</i> .
<i>intermediate rate of return</i>	(in <i>COBS</i>) the intermediate rate of return described in paragraph 2.3 of the <i>projection rules</i> (■ COBS 13 Annex 2).
<i>intermediate Unitholder</i>	a <i>firm</i> whose name is entered in the <i>register</i> of a <i>non-UCITS retail scheme</i> or a <i>UCITS scheme</i> , or which holds <i>units</i> in a <i>non-UCITS retail scheme</i> or a <i>UCITS scheme</i> indirectly through a third party acting as a nominee, and which is not the beneficial owner of the relevant <i>unit</i> , and: (a) does not <i>manage investments</i> on behalf of the relevant beneficial owner of the <i>unit</i> ; or (b) does not act as a <i>depository</i> of a <i>collective investment scheme</i> or on behalf of such a <i>depository</i> in connection with its role in holding property subject to the <i>scheme</i> . For the purposes of this definition, "register" has the meaning set out in paragraph (3) of the <i>Glossary</i> definition of "register".
<i>intermediate unitholder in a long-term asset fund</i>	a <i>firm</i> whose name is entered in the <i>register</i> of a <i>long-term asset fund</i> , or which holds <i>units</i> in a <i>long-term asset fund</i> indirectly through a third party acting as a nominee, and is not the beneficial owner of the relevant <i>unit</i> , and: (a) does not <i>manage investments</i> on behalf of the relevant beneficial owner of the <i>unit</i> ; or

	<p>(b) does not act as a <i>depository</i> of a <i>collective investment scheme</i> or on behalf of such a <i>depository</i> in connection with its role in holding property subject to the <i>scheme</i>.</p> <p>For the purposes of this definition, "register" has the meaning set out in paragraph (3) of the <i>Glossary</i> definition of "register".</p>
<i>intermediate Unitholder in a qualified investor scheme</i>	<p>a <i>firm</i> whose name is entered in the <i>register</i> of a <i>qualified investor scheme</i>, or which holds <i>units</i> in a <i>qualified investor scheme</i> indirectly through a third party acting as a nominee, and is not the beneficial owner of the relevant <i>unit</i>, and:</p> <p>(a) does not manage investments on behalf of the relevant beneficial owner of the <i>unit</i>; or</p> <p>(b) does not act as a <i>depository</i> of a <i>collective investment scheme</i> or on behalf of such a <i>depository</i> in connection with its role in holding property subject to the <i>scheme</i>.</p> <p>For the purposes of this definition, "register" has the meaning set out in paragraph (3) of the <i>Glossary</i> definition of "register".</p>
<i>internal controls</i>	<p>the whole system of controls, financial or otherwise, established by the management of a <i>firm</i> in order to:</p> <p>(a) carry on the business of the <i>firm</i> in an orderly and efficient manner;</p> <p>(b) ensure adherence to management policies;</p> <p>(c) safeguard the assets of the <i>firm</i> and other assets for which the <i>firm</i> is responsible; and</p> <p>(d) secure as far as possible the completeness and accuracy of the <i>firm's</i> records (including those necessary to ensure continuous compliance with the requirements or standards under the <i>regulatory system</i> relating to the adequacy of the <i>firm's</i> financial resources).</p>
<i>International Securities Identification Number (ISIN)</i>	<p>a 12-character, alphanumeric code which uniquely identifies a <i>financial instrument</i> and provides for the uniform identification of <i>securities</i> at trading and settlement.</p>
<i>intra-group transactions</i>	<p>all transactions by which <i>regulated entities</i> within a <i>financial conglomerate</i> rely either directly or indirectly upon other <i>undertakings</i> within the same <i>financial conglomerate</i> or upon any <i>person</i> linked to the <i>undertakings</i> within that <i>financial conglomerate</i> by <i>close links</i>, for the fulfilment of an obligation whether or not contractual, and whether or not for payment.[Note: article 2(18) of the <i>Financial Groups Directive</i> (Definitions)]</p>
<i>introducer</i>	<p>an individual appointed by a <i>firm</i>, an <i>appointed representative</i> or, where applicable, a <i>tied agent</i>, to carry out in the course of <i>designated investment business</i> either or both of the following activities:</p>

	<ul style="list-style-type: none"> (a) effecting introductions; (b) distributing <i>non-real time financial promotions</i>.
<i>introducer appointed representative</i>	<p>an <i>appointed representative</i> appointed by a <i>firm</i> whose scope of appointment is limited to:</p> <ul style="list-style-type: none"> (a) effecting introductions; and (b) distributing <i>non-real time financial promotions</i>.
<i>introducing broker</i>	a <i>firm</i> which introduces transactions relating to <i>designated investments</i> arranged (brought about) for its <i>clients</i> to a <i>clearing firm</i> .
<i>investment</i>	(in accordance with sections 22(4) of the Act (Regulated activities) and section 93(2) of the Financial Services Act 2012) any investment, including any asset, right or interest.
<i>investment advice</i>	the provision of <i>personal recommendations</i> to a <i>client</i> , either upon the <i>client's</i> request or at the initiative of the <i>firm</i> , in respect of one or more transactions relating to <i>designated investments</i> . [Note: article 4(1)(4) of MiFID]
<i>investment advice of an ongoing nature</i>	<p>either of the following:</p> <ul style="list-style-type: none"> (1) the recurring provision of <i>investment advice</i>; or (2) <i>investment advice</i> given in the context of the continuous or periodic assessment and monitoring or review of a <i>client</i> portfolio of <i>financial instruments</i>, including of the <i>investments</i> undertaken by the <i>client</i> on the basis of a contractual arrangement.
<i>investment adviser</i>	<p>(in relation to an <i>authorised fund</i>) a <i>person</i> who is retained by an <i>ICVC</i>, its <i>directors</i> or its <i>ACD</i> or by a <i>manager</i> of an <i>AUT</i> or by an <i>authorised contractual scheme manager</i> of an <i>ACS</i> under a commercial arrangement which is not a contract of service:</p> <ul style="list-style-type: none"> (a) to supply any of them with advice in relation to the <i>authorised fund</i> as to the merits of investment opportunities or information relevant to the making of judgements about the merits of investment opportunities; or (b) to exercise for any of them any function concerning the management of the <i>scheme property</i>.
<i>investment agreement</i>	any agreement the making or performance of which by either party constitutes a <i>regulated activity</i> , but disregarding the exclusions in Part II of the <i>Regulated Activities Order</i> .
<i>investment business compensation scheme</i>	<p>(as defined in article 2(2) of the <i>compensation transitionals order</i>) any of the following:</p> <ul style="list-style-type: none"> (a) the scheme established under section 54 of the Financial Services Act 1986 and known as the Investors Compensation Scheme; (b) the scheme established under section 22j of the Grey Paper published by the <i>FSA</i> on 26 September 1998 and known as the Section 43 Compensation Scheme; (c) the scheme established by chapter II of part L:VIII of the <i>PIA</i> rule book and known as the <i>PIA</i> Indemnity Scheme;

	<p>(d) the scheme resulting from an agreement dated 1 February 1999 between the Association of British Insurers and the Investors Compensation Scheme Limited for the making of payments by way of compensation to widows, widowers and dependants of persons (since deceased), in connection with advice given to such persons in relation to pensions, or the arranging of pensions for such persons, and known as the ABI/ICS scheme.</p>
<i>investment company with variable capital</i>	<p>a body incorporated under the <i>OEIC Regulations</i>.</p>
<i>investment entity</i>	<p>(in <i>UKLR</i>) an entity whose primary object is investing and managing its assets with a view to spreading or otherwise managing investment risk.</p>
<i>investment firm</i>	<p>(1) any <i>person</i> whose regular occupation or business is the provision of one or more <i>investment services</i> to third parties and/or the performance of one or more investment activities on a professional basis.</p> <p>[Note: article 2(1A) of <i>MiFIR</i>]</p> <p>(2) (in <i>REC</i>) a <i>MiFID investment firm</i>, or a person who would be a <i>MiFID investment firm</i> if it had its head office in the <i>UK</i>.</p> <p>(3)[deleted]</p> <p>(4) [deleted]</p> <p>(5) [deleted]</p> <p>(6)(in ■ SYSC 19D (Dual-regulated firms Remuneration Code)) a <i>firm</i> in (3) that is a <i>UK designated investment firm</i>.</p>
<i>investment firm group</i>	<p>(1)(in ■ MIFIDPRU 2.4 and any provision that refers to a group to which ■ MIFIDPRU 2.5 applies) a <i>group of undertakings</i> that:</p> <p>(a)consists of a <i>parent undertaking</i> (including an <i>undertaking</i> that is deemed to be a <i>parent undertaking</i> for the purposes of ■ MIFIDPRU 2.5) that is incorporated in the <i>UK</i> or has its principal place of business in the <i>UK</i> (or, in the case of a <i>UK parent investment firm</i>, has its registered office, or if it has no registered office, its head office in the <i>UK</i>) and:</p> <p>(i)the <i>subsidiaries</i> and <i>connected undertakings</i> of that <i>parent undertaking</i>; and</p>

	<p>(ii) the <i>connected undertakings</i> of the <i>subsidiaries</i> of that <i>parent undertaking</i>;</p> <p>(b) includes at least one <i>MIFIDPRU investment firm</i>; and</p> <p>(c) does not include a <i>subsidiary</i> which is a <i>UK credit institution</i>.</p> <p>(2) (in any provision that refers to a group to which ■ MIFIDPRU 2.6 applies) a group of <i>undertakings</i> that:</p> <p>(a) consists of a <i>parent undertaking</i> that is incorporated in the <i>UK</i> or has its principal place of business in the <i>UK</i> (or, in the case of a <i>UK parent investment firm</i>, has its registered office, or if it has no registered office, its head office in the <i>UK</i>) and its:</p> <p>(i) <i>subsidiaries</i>; and</p> <p>(ii) <i>connected undertakings</i> in which it holds a <i>participation</i> in accordance with ■ MIFIDPRU 2.4.15R;</p> <p>(b) includes at least one <i>MIFIDPRU investment firm</i>; and</p> <p>(c) does not include a <i>subsidiary</i> which is a <i>UK credit institution</i>.</p>
<i>investment holding company</i>	<p>a <i>financial institution</i> that satisfies all of the following conditions:</p> <p>(1) its <i>subsidiaries</i> are exclusively or mainly <i>investment firms</i> or <i>financial institutions</i>;</p> <p>(2) at least one of its <i>subsidiaries</i> is a <i>MIFIDPRU investment firm</i>; and</p> <p>(3) its <i>subsidiaries</i> do not include a <i>UK credit institution</i>.</p> <p>For the purposes of this definition, the <i>subsidiaries</i> of a <i>financial institution</i> are “mainly” <i>investment firms</i> or <i>financial institutions</i> where:</p> <p>(a) more than 50% of the <i>financial institution’s</i> equity, consolidated assets, capital deployed, revenues, expenses, personnel or <i>customers</i> are associated with <i>subsidiaries</i> that are <i>investment firms</i> or <i>financial institutions</i>; or</p> <p>(b) the <i>group</i> containing the <i>financial institution</i> and its <i>subsidiaries</i> has been structured in an artificial manner to avoid exceeding the threshold in (a).</p>
<i>investment management firm</i>	<p>a <i>firm</i> whose <i>permitted activities</i> include <i>designated investment business</i>, which is not an <i>authorised professional firm</i>, <i>bank</i>, <i>MIFIDPRU investment firm</i>, <i>collective portfolio management firm</i>, <i>credit union</i>, <i>energy market participant</i>, <i>friendly society</i>, <i>ICVC</i>, <i>insurer</i>, <i>media firm</i>, <i>oil market participant</i> or <i>service company</i>, whose <i>permission</i> does not include a <i>requirement</i> that it comply with ■ IPRU-INV 3 or ■ IPRU-INV 13 (Personal investment firms) and which is within (a), (b) or (c):</p> <p>(a) a <i>firm</i>:</p> <p>(i) which was a member of <i>IMRO</i> immediately before <i>commencement</i>; and</p> <p>(ii) which was not, immediately before <i>commencement</i>, subject to the financial supervision requirements of the <i>FSA</i></p>

	<p>(under section 43 of the Financial Services Act 1986), or <i>PIA</i> or <i>SFA</i> (under lead regulation arrangements);</p> <p>(b) a <i>firm</i> whose <i>permission</i> includes a <i>requirement</i> that it comply with ■ IPRU-INV 5 (Investment management firms);</p> <p>(c) a <i>firm</i>:</p> <p>(i) which was given a <i>Part 4A permission</i> on or after <i>commencement</i>, or which was authorised under section 25 of the Financial Services Act 1986 immediately before <i>commencement</i> and was not a member of <i>IMRO</i>, <i>PIA</i> or the <i>SFA</i>; and</p> <p>(ii) for which the most substantial part of its gross income (including <i>commissions</i>) from the <i>designated investment business</i> included in its <i>Part 4A permission</i> is derived from one or more of the following activities (based, for a <i>firm</i> given a <i>Part 4A permission</i> after <i>commencement</i>, on the business plan submitted as part of the <i>firm's</i> application for <i>permission</i> or, for a <i>firm</i> authorised under section 25 of the Financial Services Act 1986, on the <i>firm's</i> financial year preceding its <i>authorisation</i> under the Act):</p> <p>(A) <i>managing investments</i> other than for retail clients or where the assets managed are primarily <i>derivatives</i>;</p> <p>(B) <i>OPS activity</i>;</p> <p>(C) [deleted]</p> <p>(Ca) <i>managing an AIF</i>;</p> <p>(D) [deleted]</p> <p>(Da) [deleted]</p> <p>(Db) <i>acting as trustee or depositary of an AIF</i>;</p> <p>(Dc) <i>acting as a trustee or depositary of a UK UCITS</i>;</p> <p>(E) <i>establishing, operating or winding up a collective investment scheme</i>;</p> <p>(Ea) <i>establishing, operating or winding up a personal pension scheme</i>; and</p> <p>(F) <i>safeguarding and administering investments</i>.</p>
investment manager	<p>(1) (except in <i>UKLR</i>) a <i>person</i> who, acting only on behalf of a <i>client</i>:</p> <p>(a) manages <i>designated investments</i> in an account or portfolio on a discretionary basis under the terms of a discretionary management agreement; or</p> <p>(b) manages <i>designated investments</i> in an account or portfolio on a non-discretionary basis under the terms of a non-discretionary management agreement.</p> <p>(2) (in <i>UKLR</i>) a <i>person</i> who, on behalf of a <i>client</i>, manages <i>investments</i> and is not a wholly-owned <i>subsidiary</i> of the <i>client</i>.</p>

<i>Investment Ombudsman</i>	the <i>former Ombudsman</i> under the <i>IMRO</i> scheme.
<i>investment pathway</i>	the process set out in ■ COBS 19.10.14R to ■ 19.10.21R that a <i>retail client</i> can use to select a <i>pathway investment</i> for investing the sums and assets in their <i>capped drawdown pension fund</i> or <i>flexi-access drawdown pension fund</i> .
<i>investment professional</i>	(in accordance with article 19(5) of the <i>Financial Promotion Order</i>) (in relation to a <i>financial promotion</i>): <ul style="list-style-type: none"> (a) an <i>authorised person</i>; (b) an <i>exempt person</i> when the <i>financial promotion</i> relates to a <i>controlled activity</i> which is a <i>regulated activity</i> in relation to which the <i>person</i> is exempt; (c) any other <i>person</i>: <ul style="list-style-type: none"> (i) whose ordinary activities involve him in carrying on the <i>controlled activity</i> to which the <i>financial promotion</i> relates for the purposes of a business carried on by him; or (ii) who it is reasonable to expect will carry on that activity for the purposes of a business carried on by him; (d) a government, a local authority (whether in the <i>United Kingdom</i> or elsewhere) or an international organisation; (e) a <i>person</i> ("A") who is a <i>director, officer</i> or employee of a <i>person</i> ("B") falling within any of (a) to (d) where the <i>financial promotion</i> is made to A in that capacity and where A's responsibilities when acting in that capacity involve him in the carrying on by B of <i>controlled activities</i>.
<i>investment recommendation</i>	as defined in article 3(1)(35) of the <i>Market Abuse Regulation</i> .
<i>investment research</i>	has the meaning in article 36(1) of the <i>MiFID Org Regulation</i> . [Note: article 36(1) of the <i>MiFID Org Regulation</i>]
<i>investment service</i>	any of the services listed in Part 3 of Schedule 2 to the <i>Regulated Activities Order</i> , relating to any of the instruments listed in Part 1 of Schedule 2 to that order, that is: <ul style="list-style-type: none"> (a) reception and transmission of orders in relation to one or more <i>financial instruments</i>; (b) execution of orders on behalf of <i>clients</i>; (c) <i>dealing on own account</i>; (d) <i>portfolio management</i>; (e) the making of a <i>personal recommendation</i>; (f) underwriting of <i>financial instruments</i> and/or placing of <i>financial instruments</i> on a firm commitment basis; (g) placing of <i>financial instruments</i> without a firm commitment basis;

	<p>(h) operation of an <i>MTF</i>; and</p> <p>(i)operation of an <i>OTF</i>.</p> <p>[Note: article 2(2) of <i>MiFIR</i> and regulation [5(8)] of the <i>UK auctioning regulations</i>]</p>
<p><i>investment services and/or activities</i></p>	<p>any of the services and activities listed in Part 3 of Schedule 2 to the <i>Regulated Activities Order</i>, relating to any of the instruments listed in Part 1 of Schedule 2 to that order, that is:</p> <p>(a) reception and transmission of orders in relation to one or more <i>financial instruments</i>;</p> <p>(b) execution of orders on behalf of <i>clients</i>;</p> <p>(c) <i>dealing on own account</i>;</p> <p>(d) <i>portfolio management</i>;</p> <p>(e) the making of a <i>personal recommendation</i>;</p> <p>(f) underwriting of <i>financial instruments</i> and/or placing of <i>financial instruments</i> on a firm commitment basis;</p> <p>(g) placing of <i>financial instruments</i> without a firm commitment basis;</p> <p>(h) operation of <i>multilateral trading facilities</i>; and</p> <p>(i)operation of an <i>OTF</i>.</p> <p>[Note: article 2(2) of <i>MiFIR</i> and regulation [5(8)] of the <i>UK auctioning regulations</i>]</p>
<p><i>Investment Services Directive</i></p>	<p>the Council Directive of 10 May 1993 on investment services in the securities field (No 93/22/EEC).</p>
<p><i>investment services or activities</i></p>	<p>any of the services and activities listed in Section A of Annex I to <i>MiFID</i> relating to any <i>financial instrument</i>, that is:</p> <p>(a) reception and transmission of orders in relation to one or more <i>financial instruments</i>;</p> <p>(b) execution of orders on behalf of <i>clients</i>;</p> <p>(c) <i>dealing on own account</i>;</p> <p>(d) <i>portfolio management</i>;</p> <p>(e) the making of a <i>personal recommendation</i>;</p> <p>(f) underwriting of <i>financial instruments</i> and/or placing of <i>financial instruments</i> on a firm commitment basis;</p> <p>(g) placing of <i>financial instruments</i> without a firm commitment basis;</p> <p>(h) operation of an <i>MTF</i>; and</p> <p>(i)operation of an <i>OTF</i>.</p> <p>[Note: article 4(1)(2) of, and section A of Annex 1 to, <i>MiFID</i> and article 6(5) of the <i>auction regulation</i>]</p>

<i>investment services sector</i>	The <i>MIFIDPRU investment services sector</i> and the <i>CRR investment services sector</i> taken together.
<i>investment transaction</i>	a transaction to <i>buy, sell</i> , subscribe for or underwrite a <i>security</i> or <i>contractually based investment</i> .
<i>investment trust</i>	a <i>company</i> which: <ul style="list-style-type: none"> (a) is approved by the Commissioners for HM Revenue and Customs under sections 1158 and 1159 of the Corporation Tax Act 2010 (or, in the case of a newly formed <i>company</i>, has declared its intention to conduct its affairs so as to obtain such approval); or (b) (for the purposes of ■ COBS 4.12B and the definitions of <i>non-mainstream pooled investment</i> and <i>packaged product</i> only) is resident in an <i>EEA State</i> and would qualify for such approval if resident in the <i>United Kingdom</i>.
<i>investment trust savings scheme</i>	<ul style="list-style-type: none"> (a) a <i>dealing service</i> (whether or not held within a <i>pension contract</i>) dedicated to the <i>securities</i> of one or more <i>investment trusts</i>; (b) <i>securities</i> to be acquired through an investment trust savings scheme in (a).
<i>Investor Compensation Directive</i>	the Council Directive of 3 March 1997 on investor compensation schemes (No 97/9/EC).
<i>IOSCO</i>	the International Organisation of Securities Commissions.
<i>IPA</i>	individual pension account.
<i>IPA eligible investment</i>	a type of investment specified in regulation 2(2) (condition 5) of the Stamp Duty and Stamp Duty Reserve Tax (Definition of Unit Trust Scheme and Open-ended Investment Company) Regulations 2001 (SI 2001/964).
<i>IP completion day</i>	has the meaning given in section 39 of the European Union (Withdrawal Agreement) Act 2020. [Note: “IP completion day” in section 39 of the European Union (Withdrawal Agreement) Act 2020 means 31 December 2020 at 11.00pm.]
<i>IPID</i>	<i>insurance product information document</i> .
<i>IPID information</i>	(in <i>ICOBS</i>) the information to be included in the <i>IPID</i> as required by ■ ICOBS 6 Annex 3R , paragraph 2.1R.
<i>IPRU</i>	the Interim Prudential sourcebook, comprising ■ IPRU(BANK) , ■ IPRU(BSOC) , ■ IPRU(FSOC) , ■ IPRU(INS) and ■ IPRU(INV) , or according to the context one of these Interim Prudential sourcebooks.
<i>IPRU(BANK)</i>	the Interim Prudential sourcebook for Banks.
<i>IPRU(BSOC)</i>	the Interim Prudential sourcebook for Building Societies.
<i>IPRU(FSOC)</i>	the Interim Prudential sourcebook for Friendly Societies.
<i>IPRU(INS)</i>	the Interim Prudential Sourcebook for Insurers.

<i>IPRU(INV)</i>	the Interim Prudential sourcebook for Investment Businesses.
<i>ISA</i>	an <i>individual savings account</i> .
<i>ISA manager</i>	a <i>person</i> who is approved by HM Revenue and Customs for the purposes of the <i>ISA Regulations</i> as an account manager.
<i>ISA Regulations</i>	the Individual Savings Account Regulations 1998 (SI 1998/1870).
<i>ISA transfer</i>	a transaction resulting from a decision, made with or without advice from a <i>firm</i> , by a <i>customer</i> who is an individual, to transfer the <i>investments</i> (or their value) held in his existing <i>ISA</i> in favour of another <i>ISA</i> which may or may not be managed by the same <i>ISA manager</i> .
<i>ISD</i>	<i>Investment Services Directive</i> .
<i>ISP</i>	an integrated service provider which enables a <i>firm</i> to connect to the <i>MaPS dashboards digital architecture</i> without having to build its own interface or connect their existing administration systems directly to the <i>MaPS dashboards digital architecture</i> .
<i>ISPV</i>	an <i>insurance special purpose vehicle</i> .
<i>issue</i>	(in relation to <i>units</i>): (1) (except in ■ EG 14) the issue of new <i>units</i> by the <i>trustee</i> of an <i>AUT</i> , the <i>depository</i> of an <i>ACS</i> or by an <i>ICVC</i> ; (2) (in ■ EG 14):

	<p>(a) an issue in accordance with (1); and</p> <p>(b) the sale of <i>units</i>.</p>
<i>issuing payment instruments</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service</i> by a <i>payment service provider</i> contracting with a <i>payer</i> to provide a <i>payment instrument</i> to initiate <i>payment orders</i> and to process the <i>payer's payment transactions</i> .
<i>issue price</i>	(in relation to the <i>issue</i> of <i>units</i> of a <i>dual-priced authorised fund</i>) the <i>price</i> for each <i>unit</i> payable by the <i>authorised fund manager</i> to the <i>depository</i> on that <i>issue</i> .
<i>issuer</i>	<p>(1) (except as otherwise provided for below):</p> <p>(a) (in relation to any <i>security</i>) (other than a <i>unit</i> in a <i>collective investment scheme</i>) the <i>person</i> by whom it is or is to be issued;</p> <p>(b) (in relation to a <i>unit</i> in a <i>collective investment scheme</i>) the <i>operator</i> of the <i>scheme</i>;</p> <p>(c) (in relation to an interest in a limited <i>partnership</i> except for a <i>limited partnership scheme</i>) the <i>partnership</i>;</p> <p>(d) (in relation to <i>certificates representing certain securities</i>) the <i>person</i> who issued or is to issue the <i>security</i> to which the certificate or other instrument relates; or</p> <p>(e) an entity which issues <i>transferable securities</i> and, where appropriate, other <i>financial instruments</i>.</p> <p>(2) (in ■ MAR 1, chapters 1, 2 and 3 of <i>DTR</i> and <i>FEES</i> in relation to <i>DTR</i>)</p> <p>as defined in article 3(1)(21) of the <i>Market Abuse Regulation</i>.</p> <p>(2A) (in chapters 1A, 1B, 4, 6 and 7 of <i>DTR</i>) a <i>person</i>, including a State, whose securities are admitted to trading on a <i>regulated market</i>; in the case of depository receipts admitted to trading on a <i>regulated market</i>, the issuer means the issuer of the securities represented by the depository receipt, whether or not those securities are admitted to trading on a <i>regulated market</i>.</p> <p>(2B) (in chapter 5 of <i>DTR</i>):</p> <p>(a) a <i>person</i>, including a State whose <i>shares</i> are admitted to trading on a <i>regulated market</i>; in the case of depository receipts admitted to trading on a <i>regulated market</i>, the issuer means the issuer of the securities represented by the depository receipt, whether or not those securities are admitted to trading on a <i>regulated market</i>; or</p> <p>(b) a public company within the meaning of section 4(2) of the Companies Act 2006 and any other body corporate incorporated in and having a principal place of business in the <i>United Kingdom</i> , whose <i>shares</i> are admitted to trading on a market which (not being a <i>regulated market</i>) is a <i>prescribed market</i>.</p> <p>(3) (in <i>UKLR</i> and <i>FEES</i> in relation to <i>UKLR</i>)) any <i>company</i> or other legal person or undertaking (including a <i>public sector issuer</i>), any <i>class</i> of</p>

issuing
electronic
money

whose *securities* has been *admitted to listing* or is the subject of an application for *admission to listing*.

(4) (in *PRR* and *FEES* in relation to *PRR*) (as defined in article 2(h) of the *Prospectus Regulation*) a legal person who issues or proposes to issue the *transferable securities* in question.

(5) (in *RCB* and ■ *FEES 1* to ■ *FEES 4*, where applicable) (as defined in Regulation 1(2) of the *RCB Regulations*) a person which issues a *covered bond*.

(6) (in *FUND*) means an issuer within the meaning of article 2(1)(d) of the Transparency Directive where that issuer has its registered office in the *EEA* and where its shares are admitted to trading on a *regulated market*.

the activity specified in article 9B of the *Regulated Activities Order* (Issuing electronic money), which is the activity of issuing *electronic money* by:

- (a) a *credit institution*, a *credit union* or a municipal bank; or
- (b) a person who is deemed to have been granted authorisation under regulation 74 of the *Electronic Money Regulations* or who falls within regulation 76(1) of the *Electronic Money Regulations*.

Glossary - J

<i>JGPPI</i>	the FSA/OFT Joint Guidance on Payment Protection Products.
<i>joint enterprise</i>	(as defined in article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) an enterprise into which two or more <i>persons</i> ("the participators") enter for commercial purposes related to a business or businesses (other than the business of engaging in a <i>regulated activity</i>) carried on by them; where a participator is a member of a <i>group</i> , each other member of the <i>group</i> is also to be regarded as a participator in the enterprise.
<i>JCB</i>	the JCB International <i>IFR card payment system</i> .

Glossary - K

<i>K-ASA requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>ASA</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.9 (K-ASA requirement).
<i>K-AUM requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>AUM</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.7 (K-AUM requirement).
<i>K-CMG permission</i>	a permission granted to a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.13.9R allowing the <i>firm</i> to calculate a <i>K-CMG requirement</i> in respect of a <i>portfolio</i> .
<i>K-CMG requirement</i>	the part of the <i>K-factor requirement</i> calculated in accordance with ■ MIFIDPRU 4.13 in relation to <i>portfolios</i> for which the <i>firm</i> has been granted a <i>K-CMG permission</i> .
<i>K-CMH requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>CMH</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.8 (K-CMH requirement).
<i>K-COH requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>COH</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.10 (K-COH requirement).
<i>K-CON requirement</i>	the part of the <i>K-factor requirement</i> that accounts for <i>concentration risk</i> in the <i>trading book</i> of a <i>MIFIDPRU investment firm</i> , calculated in accordance with ■ MIFIDPRU 5.7 .
<i>K-DTF requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>DTF</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.15 .
<i>K-NPR requirement</i>	the part of the <i>K-factor requirement</i> calculated on the basis of the <i>NPR</i> of a <i>MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 4.12 where the <i>firm</i> is <i>dealing on own account</i> (whether on its own behalf or on behalf of its <i>clients</i>) and the relevant positions do not form part of a <i>portfolio</i> for which the <i>firm</i> has been granted a <i>K-CMG permission</i> .
<i>K-TCD requirement</i>	the part of the <i>K-factor requirement</i> calculated in accordance with ■ MIFIDPRU 4.14 that is based on the transactions listed in ■ MIFIDPRU 4.14.3R and not otherwise excluded by ■ MIFIDPRU 4.14.5R or ■ MIFIDPRU 4.14.6R , where those transactions are: <ul style="list-style-type: none"> (1) recorded in the <i>trading book</i> of a <i>firm dealing on own account</i> (whether or itself or on behalf of a <i>client</i>); or (2) in the case of transactions specified in ■ MIFIDPRU 4.14.3R(7), undertaken by a <i>firm</i> that has the necessary <i>permissions</i> to <i>deal on own account</i>.
<i>K-factor average metric</i>	any of the following: <ul style="list-style-type: none"> (1) <i>average ASA</i>; (2) <i>average AUM</i>; (3) <i>average CMH</i>; (4) <i>average COH</i>; (5) <i>average DTF</i>;

	(6) <i>TM</i> (which, in summary, is part of the formula in ■ MIFIDPRU 4.13.5R that is used to calculate the <i>K-CMG requirement</i>).
<i>K-factor metric</i>	any of the following: (1) <i>ASA</i> ; (2) <i>AUM</i> ; (3) <i>CMG</i> ; (4) <i>CMH</i> ; (5) <i>COH</i> ; (6) <i>CON</i> ; (7) <i>DTF</i> ; (8) <i>NPR</i> ; and (9) <i>TCD</i> .
<i>K-factor requirement</i>	the part of the <i>own funds requirement</i> calculated in accordance with ■ MIFIDPRU 4.6.
<i>Key facts logo provisions</i>	■ GEN 5.1 and ■ GEN 5 Annex 1 G.
<i>key features document</i>	a <i>document</i> prepared in accordance with the <i>rules</i> on preparing product information (■ COBS 13).
<i>key features illustration</i>	information describing projected performance and the effect of charges prepared in accordance with the <i>rules</i> on preparing product information (■ COBS 13).
<i>key individual</i>	(in relation to a <i>UK recognised body</i>): (a) its chairman or president; (b) its <i>chief executive</i> ; (c) a member of its <i>governing body</i> ; (d) a <i>person</i> who, alone or jointly with one or more others, is responsible under the immediate authority of a <i>person</i> in (a), (b) or (c) or a committee of the <i>governing body</i> for the conduct of any <i>relevant function</i> .
<i>key information document</i>	a <i>document</i> that is drawn up for a <i>PRIIP</i> in accordance with the <i>PRIIPs Regulation</i> .
<i>key investor information</i>	(1)(for a <i>UCITS</i>) key information for investors on the essential elements of a <i>UCITS scheme</i> as detailed in the <i>KII Regulation</i> ; (2)(for a <i>non-UCITS retail scheme</i>) key information for investors on the essential elements of a <i>KII-compliant NURS</i> as detailed in ■ COLL 4.7.2R (Key investor information).

<i>key investor information document</i>	a short document containing <i>key investor information</i> for investors in a <i>UCITS</i> scheme on the essential elements of the scheme, as detailed in ■ COLL 4.7.2 R (Key investor information).
<i>KII-compliant NURS</i>	a non- <i>UCITS</i> retail scheme where the authorised fund manager or ICVC has prepared a <i>NURS-KII</i> document instead of a <i>key information document</i> .
<i>KII Regulation</i>	the UK version of Commission Regulation (EU) No 583/2010, specifying the form and contents of <i>key investor information</i> , the text of which is reproduced in ■ COLL Appendix 1UK , which is part of UK law by virtue of the <i>EUWA</i> .
<i>kind of control</i>	<p>(in relation to a <i>firm</i>) (for the purposes of <i>SUP</i>):</p> <ul style="list-style-type: none"> (a) <i>control</i> arising as a result of holding shares in the <i>firm</i>; (b) <i>control</i> arising as a result of holding shares in a <i>parent undertaking</i> of the <i>firm</i>; (c) <i>control</i> arising as a result of the entitlement to exercise or control the exercise of <i>voting power</i> in the <i>firm</i>; (d) <i>control</i> arising as a result of the entitlement to exercise or control the exercise of <i>voting power</i> in a <i>parent undertaking</i> of the <i>firm</i>; <p>in this definition, "shares" has the meaning given in the definition of "<i>controller</i>".</p>
<i>known close associate of a politically exposed person</i>	as defined in regulation 35(12) of the <i>Money Laundering Regulations</i> .

Glossary - L

<i>land</i>	in accordance with section 189(1) of the CCA, includes an interest in land, and, in Scotland, includes heritable subjects of whatever description.
<i>land-related agreement</i>	(in ■ CONC App 1.1) a <i>credit agreement</i> which is <ul style="list-style-type: none"> (a) intended primarily to <i>finance</i> the acquisition or retention of <i>land</i>; or (b) intended to <i>finance</i> the renovation or improvement of a building, or any other <i>credit agreement</i> secured by a <i>legal mortgage</i> on <i>land</i> or, in Scotland, by a standard security within the meaning of the Conveyancing and Feudal Reform (Scotland) Act 1970.
<i>land vehicles</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 3 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against loss of or damage to vehicles used on land, including motor vehicles but excluding railway rolling stock.
<i>large ACS investor</i>	in relation to an ACS, a <i>person</i> who in exchange for <i>units</i> in the <i>scheme</i> : <ul style="list-style-type: none"> (a) makes a payment of not less than £1,000,000; or (b) contributes property with a value of not less than £1,000,000.
<i>large business customer</i>	(in relation to a <i>regulated mortgage contract</i> or <i>qualifying credit</i> , and in relation to an activity to be carried on by a <i>firm</i>) a <i>client</i> , if the credit is for the purposes of a business which has a group annual turnover of £1 million or more.
<i>large company</i>	a <i>body corporate</i> which does not qualify as a small company under section 247 of the Companies Act 1985, or section 382 of the Companies Act 2006 as applicable.
<i>large deal</i>	(in COLL) a transaction (or <i>series of transactions</i> in one <i>dealing period</i>) by any <i>person</i> to <i>buy, sell</i> or exchange <i>units</i> in an <i>authorised fund</i> , of any value as set out in the <i>prospectus</i> , for the purposes of: <ul style="list-style-type: none"> (a) [deleted] (b) a <i>dilution levy</i>; or (c) [deleted] (d) calculating the <i>prices</i>, for a <i>dual-priced authorised fund</i>, at which <i>units</i> may be <i>sold</i> or <i>redeemed</i>.
<i>large exposure</i>	(1) [deleted] <ul style="list-style-type: none"> o (2) has the meaning in article 392 of the UK CRR (Definition of a large exposure), as it applied on 31 December 2021.
<i>large institution</i>	has the meaning in article 4(1)(146) of the UK CRR.
<i>large mutual association</i>	(1) (in COMP) an unincorporated mutual association or unincorporated association (which is not a mutual association) with net assets of more than £1.4 million (or its equivalent in any other currency at the relevant time). <ul style="list-style-type: none"> (2) (except in COMP), a mutual association or unincorporated

	association with net assets of more than £1.4 million (or its equivalent in any other currency at the relevant time).
<i>large non-directive insurer</i>	a 'large non-directive insurer' as defined in the <i>PRA Rulebook: Glossary</i> .
<i>large partnership</i>	<p>(1) (in <i>COMP</i>), a <i>partnership</i> with net assets of more than £1.4 million (or its equivalent in any other currency at the relevant time).</p> <p>(2) (except in <i>COMP</i>), a <i>partnership</i> or unincorporated association with net assets of more than £1.4 million (or its equivalent in any other currency at the relevant time).</p>
<i>larger denomination share</i>	any <i>share</i> that is not a <i>smaller denomination share</i> .
<i>LCF Compensation Scheme</i>	the compensation scheme established for the purpose of compensating <i>bondholders</i> who suffered losses after investing in London Capital & Finance plc and which is administered by the <i>FSCS</i> under Part 15A of the <i>Act</i> .
<i>lead generator</i>	<p>(1) a <i>person</i> that acquires the personal contact details of <i>customers</i> and passes the <i>customers'</i> details to a <i>firm</i> in return for a fee;</p> <p>(2)(in <i>CMCOB</i>, and elsewhere in the <i>FCA Handbook</i> where used in relation to <i>regulated claims management activity</i>) a <i>person</i> who carries on the <i>regulated activity</i> of seeking out, referrals and identification of claims or potential claims.</p>
<i>lead regulated firm</i>	a <i>firm</i> which is the subject of the financial supervision requirements of an <i>overseas regulator</i> in accordance with an agreement between the <i>appropriate regulator</i> and that regulator relating to the financial supervision of <i>firms</i> whose head office is within the country of that regulator.
<i>leading insurer</i>	(in relation to a <i>community co-insurance operation</i>) a co-insurer that assumes the leader's role in co-insurance practice and, in particular, determines the terms and conditions of insurance and rating.
<i>leaseholder</i>	<p>(in <i>ICOBs</i>, ■ SYSC 19F.2, ■ PROD 1.4 and ■ PROD 4) in relation to a <i>multi-occupancy building insurance contract</i>:</p> <p>(1) a <i>policy stakeholder</i> or a <i>policyholder</i> (who is a natural <i>person</i> acting for purposes that are outside their trade or profession), who is:</p> <p>(a) a tenant within the meaning of section 30 of the Landlord and Tenant Act 1985; and</p> <p>(b) liable to pay a service charge as defined in section 18 of the Landlord and Tenant Act 1985; and</p> <p>(2)(where relevant) a recognised tenants' association within the meaning of section 29 of the Landlord and Tenant Act 1985.</p>
<i>legacy CCA mortgage contract</i>	<p>a <i>regulated mortgage contract</i> which:</p> <p>(a) was entered into before 31 October 2004; and</p> <p>(b) was a <i>regulated credit agreement</i> immediately before 21 March 2016.</p>

<i>legacy funeral plan contract</i>	a <i>funeral plan contract</i> entered into before 1 January 2002.
<i>legacy non-investment insurance product</i>	<p>(in <i>PRIN</i> and <i>PROD</i>) a <i>non-investment insurance product</i>:</p> <p>(1) that was <i>manufactured</i> prior to, but not significantly adapted on or after, 1 October 2018; and</p> <p>(2) is either:</p> <p>(a) still being marketed or is available to be <i>distributed</i> to <i>customers</i> (including in the form of a renewal of an existing <i>policy</i>); or</p> <p>(b) not still being marketed or distributed but there are <i>policies</i> under the product that remain in force.</p>
<i>legal expenses</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 17 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against risks of loss to the <i>persons</i> insured attributable to their incurring legal expenses (including costs of litigation).
<i>Legal Ombudsman</i>	the Legal Ombudsman scheme operated by the Office for Legal Complaints under Part 6 of the Legal Services Act 2007.
<i>legal or equitable mortgage</i>	in accordance with article 60L of the <i>Regulated Activities Order</i> , includes a legal or equitable charge and, in Scotland, a heritable security.
<i>lender</i>	<p>(a) the <i>person</i> providing <i>credit</i> under a <i>credit agreement</i>, or</p> <p>(b) a <i>person</i> who exercises, or has the right to exercise, the rights and duties of a <i>person</i> who provided <i>credit</i> under such an agreement; or</p> <p>(c) in relation to a <i>P2P agreement</i> other than a <i>credit agreement</i> or a <i>regulated mortgage contract</i>:</p> <p>(i) a <i>person</i> providing <i>credit</i> under a <i>P2P agreement</i>; or</p> <p>(ii) a <i>person</i> who by <i>assignment</i> or operation of law has assumed the rights of a <i>person</i> who provided <i>credit</i> under a <i>P2P agreement</i>.</p>
<i>leverage</i>	any method by which an <i>AIFM</i> increases the exposure of an <i>AIF</i> it manages whether through borrowing of cash or <i>securities</i> , or leverage embedded in <i>derivative</i> positions or by any other means.[Note: article 4(1)(v) of <i>AIFMD</i>]
<i>levy limit</i>	(in <i>FEES</i>) the maximum aggregate amount of <i>compensation costs</i> and <i>specific costs</i> that may be allocated to a particular <i>class</i> or <i>category</i> in one <i>financial year</i> as set out in ■ <i>FEES 6 Annex 2 R</i> , whether directly or through the <i>retail pool</i> .
<i>liability of ships</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 12 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against damage arising out of or in connection with the use of vessels on the sea or on inland water, including third party risks and carrier's liability.

<i>liability subject to compulsory insurance</i>	<p>any liability required under any of the following enactments to be covered by insurance or (as the case may be) by insurance or by some other provisions for securing its discharge:</p> <p>(a) section 1(4A)(d) of the Riding Establishments Act 1964 (or any corresponding enactment for the time being in force in Northern Ireland);</p> <p>(b) section 1 of the Employers' Liability (Compulsory Insurance) Act 1969 or Article 5 of the Employers' Liability Order (Defective Equipment and Compulsory Insurance) (Northern Ireland) Order 1972;</p> <p>(c) Part VI of the Road Traffic Act 1988 or Part VIII of the Road Traffic (Northern Ireland) Order 1981;</p> <p>(d) section 19 of the Nuclear Installations Act 1965.</p>
<i>liability to a policyholder</i>	<p>(in relation to a firm carrying out contracts of insurance) any liability or obligation of that <i>firm</i> to, or in respect of, a <i>policyholder</i>, including any liability or obligation arising:</p> <p>(a) from the requirement to treat <i>customers</i> fairly under <i>Principle 6</i>, including with respect to <i>policyholders'</i> reasonable expectations; or</p> <p>(b) from a determination of liability by an <i>Ombudsman</i>; or</p> <p>(c) from any requirement to pay compensation under the <i>regulatory system</i>.</p>
<i>life and annuity</i>	<p>(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i>, specified in paragraph I of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), on human life or a contract to pay annuities on human life, but excluding (in each case) contracts within paragraph III of Part II of that Schedule (Linked long-term).</p>
<i>life policy</i>	<p>(1) (in accordance with the definition of 'qualifying contract of insurance' in article 3(1) of the <i>Regulated Activities Order</i>) a <i>long-term insurance contract</i> (other than a reinsurance contract and a <i>pure protection contract</i>); and</p> <p>(a) a <i>long-term care insurance contract</i>; and</p> <p>(b) (in <i>COBS</i>) a <i>pension policy</i>;</p> <p>unless (2) or (3) apply.</p> <p>(2) In <i>PERG</i> (other than in relation to a <i>firm's permission</i> - see Note 5B to Table 1 in Annex 2, ■ <i>PERG</i> 2) and for the purposes of the <i>financial promotion rules</i> in ■ <i>COBS</i> 4, life policy does not include a <i>long-term care insurance contract</i>.</p> <p>(3) In relation to a <i>firm's permission</i>:</p> <p>(a) (in accordance with the definition of 'qualifying contract of insurance' in article 3(1) of the <i>Regulated Activities Order</i>) a <i>long-term insurance contract</i> (other than a reinsurance contract and a <i>pure protection contract</i>);</p> <p>(b) a <i>long-term care insurance contract</i> which is a <i>pure protection</i></p>

	<p>contract; and</p> <p>(c) a <i>pension term assurance policy</i>.</p>
<i>life protection reinsurance business</i>	<p>reinsurance acceptances which are <i>contracts of insurance</i>:</p> <p>(a) falling within <i>long-term insurance business class I</i>; or</p> <p>(b) falling within <i>long-term insurance business class III</i> and providing <i>index-linked benefits</i>;</p> <p>that are not:</p> <p>(c) <i>with-profits insurance contracts</i>; or</p> <p>(d) <i>whole life assurances</i>; or</p> <p>(e) contracts to pay annuities on human life; or</p> <p>(f) contracts which pay a sum of money on the survival of the life assured to a specific date or on his earlier death.</p>
<i>lifestyling</i>	<p>an investment strategy that aims, as the <i>member of a pension scheme</i> approaches retirement, progressively to reduce the potential for significant variation caused by market conditions in the value of the member's accrued rights.</p>
<i>lifetime ISA</i>	<p>an <i>individual savings account</i> as prescribed in regulation 4(12B) of the <i>ISA Regulations</i>.</p>
<i>lifetime ISA business</i>	<p>a <i>firm's</i> activities, in its capacity as an <i>ISA manager</i>, in connection with a <i>lifetime ISA</i> which is not either or both <i>MiFID business</i> and <i>designated investment business</i>.</p>
<i>lifetime ISA charges</i>	<p>any fee or charge made to a <i>retail client</i> in connection with the opening or operation of a <i>lifetime ISA</i>, whether levied by the <i>firm</i> or any other <i>person</i>, but excluding any fees or charges:</p> <p>(a) payable by or on behalf of a <i>retail client</i> to a <i>firm</i> in relation to the provision of a <i>personal recommendation</i> by the <i>firm</i> in respect of the <i>lifetime ISA</i>; and</p> <p>(b) relating to the qualifying investments held in the <i>lifetime ISA</i> (including in relation to the provision of a <i>personal recommendation</i> in respect of those investments).</p>
<i>lifetime ISA government bonus</i>	<p>has the meaning given to "government bonus" in paragraph 1 of the Schedule to the <i>ISA Regulations</i>.</p>
<i>lifetime ISA government withdrawal charge</i>	<p>has the meaning given to "withdrawal charge" in paragraph 9(4) of Schedule 1 to the Savings (Government Contributions) Act 2016.</p>
<i>lifetime mortgage</i>	<p>(1) an <i>article 3(1)(b) credit agreement</i> or a <i>regulated mortgage contract</i> which is not a <i>retirement interest-only mortgage</i>, under which:</p> <p>(a) entry into the mortgage is restricted to older <i>customers</i> above a specified age; and</p>

	<p>(b) the lender may or may not specify a mortgage term, but will not seek full repayment of the loan (including interest, if any, outstanding) until the occurrence of one or more of the <i>specified life events</i>; and</p> <p>(c) while the <i>customer</i> continues to occupy the mortgaged land as their main residence:</p> <p>(i) no instalment repayments of the capital and no payment of interest on the capital (other than interest charged when all or part of the capital is repaid voluntarily by the <i>customer</i>) are due or capable of becoming due; or</p> <p>(ii) although interest payments may become due, no full or partial repayment of the capital is due or capable of becoming due; or</p> <p>(iii) although interest payments and partial repayment of the capital may become due, no full repayment of the capital is due or capable of becoming due;</p> <p>; or (2) an <i>MCD exempt lifetime mortgage</i> which is not a <i>retirement interest-only mortgage</i>.</p>
LIFFE	the London International Financial Futures and Options Exchange.
limit of indemnity	(in ■ MIPRU 3, ■ IPRU(INV) 9.2 and ■ IPRU(INV) 13.1) the sum available to indemnify a <i>firm</i> in respect of each claim made under its professional indemnity insurance.
limitation	a limitation incorporated in a <i>Part 4A permission</i> under section 55E(5) of the Act (Giving permission: the FCA), section 55F(4) of the Act (Giving permission: the PRA), section 55J(10) of the Act (Variation or cancellation on initiative of regulator) or paragraph 1(6) of Schedule 6A to the Act (Variation or cancellation of <i>Part 4A permission</i> on initiative of FCA: additional power).
limit order	an order to buy or sell a <i>financial instrument</i> at its specified price limit or better and for a specified size. [Note: article 4(1)(14) of <i>MiFID</i>]
limited assurance engagement	a 'limited assurance engagement' as described in the Glossary of terms in Financial Reporting Council: Audit and Assurance: Standards and Guidance 2014.
limited form of administrative data	(in relation to <i>pensions dashboard view data</i>) the limited form of information of an administrative nature about a <i>relevant pension scheme</i> specified in ■ COBS 19.11.19R(1) and ■ COBS 19.11.20R.
limited liability partnership	<p>(a) a <i>body corporate</i> incorporated under the Limited Liability Partnerships Act 2000;</p> <p>(b) a <i>body corporate</i> incorporated under legislation having the equivalent effect to the Limited Liability Partnerships Act 2000.</p>
limited partner	in relation to a <i>limited partnership scheme</i> , a <i>participant</i> in the scheme (other than the <i>nominated partner</i>).
limited partnership scheme	(as defined in section 235A(5) of the Act (Contractual schemes)) a <i>collective investment scheme</i> which satisfies the conditions in section 235A(6) and which is authorised for the purposes of the Act by an <i>authorisation order</i> .

<i>limited permission</i>	a <i>Part 4A permission</i> for a relevant credit activity as defined in paragraph 2G of Schedule 6 to the Act (guidance on which is given in ■ COND 1.1A.5A G).
<i>limited price indexation</i>	in relation to appropriate pension transfer analysis, benefits which increase in line with a recognised index but subject to a minimum and/or maximum rate.
<i>limited protection LTAF class</i>	(in COLL) a <i>class of units</i> in a <i>long-term asset fund</i> which is intended only for <i>limited protection LTAF investors</i> .
<i>limited protection LTAF investor</i>	an investor in a <i>long-term asset fund</i> who is: <ul style="list-style-type: none"> (1) a <i>professional client</i>; or (2) a <i>retail client</i> who is: <ul style="list-style-type: none"> (a) <ul style="list-style-type: none"> (i) a <i>certified high net worth investor</i>; or (ii) an investor who has been certified as a ‘high net worth investor’ in accordance with ■ COBS 4.12A.21R(1)(a) and ■ COBS 4.12A.22R (Third condition: categorisation); (b) <ul style="list-style-type: none"> (i) a <i>certified sophisticated investor</i>; or (ii) an investor who has been certified as a ‘sophisticated investor’ in accordance with ■ COBS 4.12A.21R(1)(b) and ■ COBS 4.12A.22R (Third condition: categorisation); or (c) <ul style="list-style-type: none"> (i) a <i>self-certified sophisticated investor</i>; or (ii) an investor who has self-certified as a ‘sophisticated investor’ in accordance with ■ COBS 4.12A.21R(2) and ■ COBS 4.12A.22R (Third condition: categorisation).
<i>limited redemption arrangements</i>	the arrangements operated by an <i>authorised fund manager</i> for the <i>redemption</i> of <i>units</i> in an <i>authorised fund</i> where the <i>authorised fund manager</i> holds himself out to redeem units in that <i>scheme</i> less frequently than twice in a calendar <i>month</i> in accordance with ■ COLL 6.2.19 R (Limited redemption).
<i>limited scope function</i>	FCA controlled function SMF29 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6.5R.
<i>limited scope SMCR benchmark firm</i>	has the meaning in ■ SYSC 23 Annex 1 6.12R, and in summary means a <i>pure benchmark SMCR firm</i> that is subject to a <i>waiver</i> that treats the <i>firm</i> as a <i>limited scope SMCR firm</i> .
<i>limited scope SMCR firm</i>	a <i>firm</i> identified as a limited scope SMCR firm in the flow diagram in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms).
<i>LINK</i>	the <i>LINK regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
<i>linked assets</i>	<i>index-linked assets</i> or <i>property-linked assets</i> .

<i>linked benefit</i>	<p>(1) (in ■ COBS 21 (Permitted Links)) <i>property-linked benefits</i> or <i>index-linked benefits</i>.</p> <p>(2) (other than in ■ COBS 21) a benefit payable under a <i>life policy</i> or a <i>regulated collective investment scheme</i> the amount of which is determined by reference to:</p> <ul style="list-style-type: none">(a) the value of the property of any description (whether specified or not); or(b) fluctuations in the value of any such property; or(c) income from such property; or(d) fluctuations in an index of the value of such property.
<i>linked borrowing</i>	additional credit facilities (which may be secured, unsecured, or both) that are integral to a <i>regulated mortgage contract</i> but which may be the subject of a separate contract.
<i>linked deposits</i>	additional facilities (which may be a current account, a savings account, or both) that are linked to a <i>regulated mortgage contract</i> but which may be the subject of a separate contract.
<i>linked fund</i>	a real or notional account to which an <i>insurer</i> appropriates <i>linked assets</i> for the purposes of their being <i>permitted links</i> or <i>conditional permitted links</i> , and which may be subdivided into units, the value of each of which is determined by the <i>insurer</i> by reference to the value of those <i>linked assets</i> .
<i>linked liabilities</i>	<i>property-linked liabilities</i> or <i>index-linked liabilities</i> .
<i>linked life stakeholder product</i>	the <i>stakeholder product</i> specified by regulations 6 and 7 (rights under certain linked long-term contracts) of the <i>Stakeholder Regulations</i> ;
<i>linked long-term</i>	(in relation to a <i>contract of insurance</i>) a <i>long-term insurance contract</i> where the benefits are wholly or partly to be determined by reference to the value of, or the income from, property of any description (whether or not specified in the contract) or by reference to fluctuations in, or in an index of, the value of property of any description (whether or not so specified).
<i>linked policyholders</i>	<i>policyholders</i> under a <i>linked long-term</i> contract.
<i>linked transaction</i>	<p>has the meaning in article 60E of the <i>Regulated Activities Order</i>; in summary, a transaction is a linked transaction in relation to a <i>credit agreement</i> ("the principal agreement") if:</p> <ul style="list-style-type: none">(1) it is (or will be) entered into by the <i>borrower</i> under the principal agreement or by a <i>relative</i> of the <i>borrower</i>;(2) it does not relate to the provision of <i>security</i>;(3) it does not form part of the principal agreement; and(4) one of the following conditions is satisfied:<ul style="list-style-type: none">(a) the transaction is entered into in compliance with a term of the principal agreement;

	<p>(b) the principal agreement is a <i>borrower-lender-supplier agreement</i> and the transaction is <i>financed</i>, or to be <i>financed</i>, by the principal agreement;</p> <p>(c) the following conditions are met:</p> <ul style="list-style-type: none"> (i) the other party is <ul style="list-style-type: none"> (aa) the <i>lender</i>, (bb) the <i>lender's associate</i>, (cc) a <i>person</i> who, in the negotiation of the transaction, is represented by a <i>credit broker</i> who is or was also a negotiator in negotiations for the principal agreement, or (dd) a <i>person</i> who, at the time the transaction is initiated, knows that the principal agreement has been made or contemplates that it might be made; (ii) the other party initiated the transaction by suggesting it to the <i>borrower</i> or the <i>relative</i> of the <i>borrower</i>; and (iii) the <i>borrower</i> or the <i>relative</i> of the <i>borrower</i> enters into the transaction to induce the <i>lender</i> to enter into the principal agreement or for another purpose related to the principal agreement or to a transaction <i>financed</i> or to be <i>financed</i> by the principal agreement. <p>but a transaction is not a linked transaction if it is:</p> <p>(5) a <i>contract of insurance</i>;</p> <p>(6) a contract which contains a guarantee of <i>goods</i>; or</p> <p>(7) a transaction which comprises, or is effected under:</p> <ul style="list-style-type: none"> (a) an agreement for the operation of an account (including any savings account) for the deposit of money, or (b) an agreement for the operation of a <i>current account</i>.
<i>liquid assets</i>	<i>core liquid assets</i> and <i>non-core liquid assets</i> .
<i>liquid assets threshold requirement</i>	the amount of <i>liquid assets</i> that a <i>firm</i> needs to hold to comply with the <i>overall financial adequacy rule</i> .
<i>liquid assets wind-down trigger</i>	<p>an amount of <i>liquid assets</i> that is equal to:</p> <ul style="list-style-type: none"> (1) a <i>firm's basic liquid assets requirement</i>; or (2) another amount specified by the <i>FCA</i> in a <i>requirement</i> imposed on a <i>firm</i>.
<i>liquidity risk</i>	<p>(1) (in <i>COLL</i>) the risk that a position in a <i>UCITS'</i> portfolio cannot be sold, liquidated or closed out at limited cost in an adequately short timeframe and that the ability of the <i>scheme</i> to comply at any time with</p> <p>■ COLL 6.2.16 R (Sale and redemption) is thereby compromised.[Note: article 3(8) of the <i>UCITS implementing Directive</i>]</p>

	<p>[Note: article 3(8) of the <i>UCITS implementing Directive</i>]</p> <p>(2) (except in <i>COLL</i>) the risk that a <i>firm</i>, although solvent, either does not have available sufficient financial resources to enable it to meet its obligations as they fall due, or can secure such resources only at excessive cost.</p>
<i>list of primary information providers</i>	the list of <i>primary information providers</i> maintained by the <i>FCA</i> in accordance with section 89P(4)(a) of the <i>Act</i> .
<i>list of sponsors</i>	(in <i>UKLR</i>) the list of <i>sponsors</i> maintained by the <i>FCA</i> in accordance with section 88(3)(a) of the <i>Act</i> .
<i>listed</i>	<p>(1) (except in <i>UKLR</i>, ■ SUP 11, <i>INSPRU</i> and <i>IPRU(INS)</i>) included in an official list.</p> <p>(2) (in ■ SUP 11, <i>INSPRU</i> and <i>IPRU(INS)</i>):</p> <p>(a) included in an official list; or</p> <p>(b) in respect of which facilities for <i>dealing</i> on a <i>regulated market</i> have been granted.</p> <p>(3) (in <i>UKLR</i>) admitted to the <i>official list</i> maintained by the <i>FCA</i> in accordance with section 74 of the <i>Act</i>.</p>
<i>listed activity</i>	an activity listed in the <i>Annex 1 Activities</i> .
<i>listed company</i>	(in <i>UKLR</i> and <i>DEPP</i>) a <i>company</i> that has any <i>class</i> of its <i>securities listed</i> .
<i>listed security</i>	any <i>security</i> that is admitted to an <i>official list</i> .
<i>listing particulars</i>	(in <i>UKLR</i> and <i>PRR</i>) (in accordance with section 79(2) of the <i>Act</i>), a document in such form and containing such information as may be specified in <i>listing rules</i> .
<i>listing rules</i>	(in accordance with sections 73A(1) and 73A(2) of the <i>Act</i>) <i>rules</i> relating to admission to the <i>official list</i> .
<i>Lloyd's Arbitration Scheme</i>	the Lloyd's Arbitration Scheme (Members and Underwriting Agents Arbitration Scheme) established under Lloyd's Arbitration Scheme (Members and Underwriting Agents Scheme) Byelaw (No 15 of 1992).
<i>Lloyd's complaint procedures</i>	the procedures maintained by the <i>Society</i> under ■ DISP 1.11.1 R.
<i>Lloyd's complaint rules</i>	■ DISP 1.11
<i>Lloyd's market activities</i>	<p>(a) <i>advising on syndicate participation at Lloyd's</i>, including <i>advising</i> on a transaction in the <i>capacity transfer market</i>;</p> <p>(b) <i>managing the underwriting capacity of a Lloyd's syndicate as a managing agent at Lloyd's</i>;</p> <p>(c) agreeing to carry on the <i>regulated activities</i> in (a) and (b);</p>

	<p>(d) carrying on <i>designated investment business</i> which is not <i>MiFID business</i> in relation to <i>funds at Lloyd's</i>; or</p> <p>(e) <i>communicating</i> or <i>approving</i> a <i>financial promotion</i> in relation to:</p> <ul style="list-style-type: none"> (i) the <i>underwriting capacity</i> of a <i>Lloyd's syndicate</i>; or (ii) <i>membership</i> of a <i>Lloyd's syndicate</i>; or (iii) <i>life policies</i> written at <i>Lloyd's</i>; or (iv) any of the activities specified in (a) or (d).
<i>Lloyd's member's contribution</i>	<p>assets:</p> <ul style="list-style-type: none"> (a) provided to a <i>managing agent</i> in response to a cash call; or (b) held by the <i>Society</i> as <i>funds at Lloyds</i>.
<i>Lloyd's Members' Ombudsman</i>	the office of Ombudsman established under Lloyd's Members' Ombudsman Scheme Byelaw (No 13 of 1987).
<i>Lloyd's trust deed</i>	a trust deed in the form prescribed by the <i>Society</i> and notified to the <i>PRA</i> , for execution by a <i>member</i> in respect of his <i>insurance business</i> .
<i>Lloyd's trust fund</i>	a fund held on the terms of a <i>Lloyd's trust deed</i> .
<i>LME</i>	the London Metal Exchange Limited.
<i>LME bond arrangement</i>	an arrangement for the segregation of money held by <i>firms</i> on behalf of US customers for transactions undertaken on the exchange operated by the <i>LME</i> , which is an alternative to complying with condition 2(g) of the <i>Part 30 exemption order</i> , and which has been established in accordance with certain no-action letters issued by the Commodity Futures Trading Commission.
<i>loaned funds</i>	(in <i>IPRU(INV)</i>) any funds that have been provided to borrowers under a <i>P2P agreement</i> through an <i>operator of an electronic system in relation to lending</i> .
<i>local authority</i>	<ul style="list-style-type: none"> (a) in England and Wales, a local authority within the meaning of the Local Government Act 1972, the Greater London Authority, the Common Council of the City of London or the Council of the Isles of Scilly; (b) in Scotland, a local authority within the meaning of the Local Government (Scotland) Act 1973; (c) in Northern Ireland, a district council within the meaning of the Local Government Act (Northern Ireland) 1972.
<i>local authority securities</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (a) a <i>non-readily realisable security</i> or <i>non-mass market investment</i> (other than a <i>unit</i> in an <i>unregulated collective investment scheme</i>) issued, or to be issued, by a <i>local authority</i>; (b) a <i>P2P agreement</i> entered, or to be entered, into by a <i>local authority</i> as <i>borrower</i>;

	(c) a <i>P2P portfolio</i> consisting exclusively of agreements entered, or to be entered, into by one or more <i>local authorities</i> as <i>borrower</i> .
<i>local firm</i>	has the meaning in article 4(1)(4) of the <i>UK CRR</i> as it applied on 31 December 2021.
<i>located</i>	<p>in relation to administrators (as defined in the <i>benchmarks regulation</i>), <i>benchmark contributors</i> and <i>supervised entities</i>, has the meaning in article 3.1(28) of the <i>benchmarks regulation</i> which is:</p> <p>(1) in relation to a legal person, the country where that person's registered address or other official address is situated; and</p> <p>(2) in relation to a natural person, the country where that person is resident for tax purposes.</p>
<i>London Stock Exchange</i>	(in <i>UKLR</i>) London Stock Exchange Plc.
<i>long settlement transaction</i>	a transaction where a counterparty undertakes to deliver a security, a commodity, or a foreign currency amount against cash, other <i>financial instruments</i> , or <i>commodities</i> , or vice versa, at a settlement or delivery date specified by contract that is later than the market standard for this particular type of transaction or five <i>business days</i> after the date on which the <i>person</i> enters into the transaction, whichever is earlier.
<i>long-term admissible asset</i>	a <i>long-term insurance asset</i> which is an <i>admissible asset</i> .
<i>long-term asset fund</i>	an <i>authorised fund</i> whose <i>authorised fund manager</i> operates, or proposes to operate, it in accordance with the <i>rules</i> in ■ COLL 15 (Long-term asset funds).
<i>long-term incentive scheme</i>	<p>(in <i>UKLR</i>) any arrangement (other than a retirement benefit plan, a deferred bonus or any other arrangement that is an element of an executive <i>director's</i> remuneration package) which may involve the receipt of any asset (including cash or any <i>security</i>) by a <i>director</i> or <i>employee</i> of the <i>group</i>:</p> <p>(a) which includes one or more conditions in respect of service and/or performance to be satisfied over more than one financial year; and</p> <p>(b) pursuant to which the <i>group</i> may incur (other than in relation to the establishment and administration of the arrangement) either cost or a liability, whether actual or contingent.</p>
<i>long-term care insurance contract</i>	<p>a <i>long-term insurance contract</i>:</p> <p>(a) which provides, would provide at the <i>policyholder's</i> option, or is sold or held out as providing, benefits that are payable or provided if the <i>policyholder's</i> health deteriorates to the extent that he cannot live independently without assistance and that is not expected to change; and</p> <p>(b) under which the benefits are capable of being paid for periodically for all or part of the period that the <i>policyholder</i> cannot live without assistance;</p> <p>where 'benefits' are services, accommodation or goods necessary or desirable for the continuing care of the <i>policyholder</i> because he cannot live independently without assistance.</p>

<i>long-term insurance asset</i>	has the meaning set out in INSPRU 1.5.21R.
<i>long-term insurance business</i>	the business of <i>effecting or carrying out long-term insurance contracts</i> .
<i>long-term insurance business syndicate</i>	a syndicate in which <i>members carry on long-term insurance business</i> .
<i>long-term insurance capital requirement</i>	means: <ul style="list-style-type: none"> (a)(for a <i>non-directive friendly society</i>) the required margin of solvency with respect to long-term insurance business, as calculated under rule 3.1 of the Friendly Society – Overall Resources and Guarantee Fund part of the PRA Rulebook; (b)(for a <i>non-directive insurer</i> other than a <i>non-directive friendly society</i>) the requirement in rule 14.1 of the Insurance Company – Capital Resources Requirement part of the PRA Rulebook; and (c)(for a <i>Solvency II firm</i>) the equivalent PRA rules transposing the <i>Solvency II directive</i>.
<i>long-term insurance contract</i>	<p>(1) (in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation: general)) any <i>contract of insurance</i> within Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), namely:</p> <ul style="list-style-type: none"> (a) <i>life and annuity</i> (paragraph I); (b) <i>marriage or the formation of a civil partnership and birth</i> (paragraph II); (c) <i>linked long-term</i> (paragraph III); (d) <i>permanent health</i> (paragraph IV); (e) <i>tontines</i> (paragraph V); (f) <i>capital redemption</i> (paragraph VI); (g) <i>pension fund management</i> (paragraph VII); (g) <i>collective insurance</i> etc (paragraph VIII); (h) <i>social insurance</i> (paragraph IX). <p>(2)in ■ DISP 2.7.6(14A) a long-term insurance contract does not include:</p> <ul style="list-style-type: none"> (a)a <i>with-profits policy</i>; (b)an <i>industrial assurance policy</i>; or (c)a <i>policy</i> that is the subject of a trust.
<i>long-term insurance fund</i>	has the meaning set out in INSPRU 1.5.22R.

<i>long-term insurance liabilities</i>	liabilities arising from <i>long-term insurance business</i> .
<i>long-term insurer</i>	an <i>insurer</i> with <i>permission</i> to effect or carry out long-term insurance contracts.
<i>lower rate of return</i>	(in <i>COBS</i>) the lower rate of return described in paragraph 2.3 of the <i>projection rules</i> (■ <i>COBS 13 Annex 2</i>).
<i>LTAF</i>	a <i>long-term asset fund</i> .
<i>LTAF retail class</i>	(in <i>COLL</i>) a <i>class of units</i> in a <i>long-term asset fund</i> which is <i>sold</i> , promoted or otherwise made available to <i>retail clients</i> who are not <i>limited protection LTAF investors</i> .
<i>LTIF</i>	a long-term investment fund (as defined in the <i>LTIF regulation</i>) authorised under the <i>LTIF Regulation</i>
<i>LTIF Regulation</i>	the UK version of Regulation (EU) 2015/760 of the European Parliament and of the Council of 29 April 2015 on European long-term investment funds which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .

Glossary - M

Meaning: The average of a set of numbers.

Meaning: The difference between the highest and lowest values in a set.

Meaning: The number of times a value appears in a set.

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<i>M2G</i>	the MiFID 2 Onshoring Guide
<i>MAD</i>	(in LR) the <i>Market Abuse Directive</i> .
<i>made to; made only to; to whom it is made</i>	a <i>financial promotion</i> is made to a person if it is addressed, whether orally or in legible form, to a particular <i>person</i> or <i>persons</i> (for example where it is contained in a telephone call or letter).
<i>major foreign exchange pair</i>	two different currencies from the following list of currencies: US dollar, euro, Japanese yen, pound sterling, Canadian dollar and Swiss franc.
<i>majority common management</i>	<p>a relationship between an <i>undertaking</i> ("A") and another <i>undertaking</i> ("B") where:</p> <p>(1) A and B are not connected by virtue of being a <i>parent undertaking</i> and <i>subsidiary undertaking</i> in accordance with section 1162 (read together with Schedule 7) of the Companies Act 2006; and</p> <p>(2) the administrative, management or supervisory bodies of A and B consist, for the major part, of the same <i>persons</i> in office during the financial year in respect of which it is being decided whether such a relationship exists.</p>
<i>major stock market index</i>	<p>one of the following stock market indices:</p> <p>(a) Financial Times Stock Exchange 100 (FTSE 100);</p> <p>(b) Cotation Assistée en Continu 40 (CAC 40);</p> <p>(c) Deutsche Bourse AG German Stock Index (DAX 30);</p> <p>(d) Dow Jones Industrial Average (DJIA);</p> <p>(e) Standard & Poor's 500 (S&P 500);</p> <p>(f) NASDAQ Composite Index (NASDAQ);</p> <p>(g) NASDAQ 100 Index (NASDAQ 100);</p> <p>(h) Nikkei Index (Nikkei 225);</p> <p>(i) Standard & Poor's/Australian Securities Exchange 200 (ASX 200); or</p> <p>(j) EURO STOXX 50 Index (EURO STOXX 50).</p>
<i>major subsidiary undertaking</i>	(in UKLR) a <i>subsidiary undertaking</i> that represents 25% or more of the aggregate of the gross assets or profits (after deducting all charges except taxation) of the <i>group</i> .
<i>making arrangements with a view to a home finance transaction</i>	any of the <i>regulated activities</i> of <i>making arrangements with a view to a regulated mortgage contract, making arrangements with a view to a home reversion plan, making arrangements with a view to a home purchase plan or making arrangements with a view to a regulated sale and rent back agreement</i> .

<i>making arrangements with a view to a home purchase plan</i>	the <i>regulated activity</i> , specified in article 25C(2) of the <i>Regulated Activities Order</i> , which is in summary: making arrangements with a view to a person who participates in the arrangements entering into a <i>home purchase plan</i> as <i>home purchaser</i> .
<i>making arrangements with a view to a home reversion plan</i>	the <i>regulated activity</i> , specified in article 25B(2) of the <i>Regulated Activities Order</i> , which is in summary: making arrangements with a view to a person who participates in the arrangements entering into a <i>home reversion plan</i> as <i>reversion occupier</i> or as plan provider.
<i>making arrangements with a view to regulated mortgage contracts</i>	the <i>regulated activity</i> , specified in article 25A(2) of the <i>Regulated Activities Order</i> , which is in summary: making arrangements with a view to a person who participates in the arrangements entering into a <i>regulated mortgage contract</i> as borrower.(see also <i>arranging</i> (in relation to <i>regulated mortgage contracts</i>) and <i>arranging (bringing about) regulated mortgage contracts</i> .)
<i>making arrangements with a view to transactions in investments</i>	the <i>regulated activity</i> , specified in article 25(2) of the <i>Regulated Activities Order</i> (Arranging deals in investments), which is in summary: making arrangements with a view to a person who participates in the arrangements <i>buying, selling, subscribing for or underwriting</i> any of the following <i>investments</i> (whether as <i>principal</i> or agent): <ul style="list-style-type: none"> (a) a <i>designated investment</i> (other than a <i>P2P agreement</i>); or (b) a <i>funeral plan contract</i>; or (c) the <i>underwriting capacity of a Lloyd's syndicate</i>; or (d) <i>membership of a Lloyd's syndicate</i>; or (e) <i>rights to or interests in investments</i> in (b), (c) or (d); or (f) a <i>pure protection contract</i>; or (g) a <i>general insurance contract</i>; or (h) a <i>structured deposit</i>.
<i>making arrangements with a view to a regulated sale and rent back agreement</i>	the <i>regulated activity</i> , specified in article 25E(2) of the <i>Regulated Activities Order</i> , which is in summary making arrangements with a view to a person who participates in the arrangements entering into a <i>regulated sale and rent back agreement</i> as agreement seller or agreement provider.
<i>management accounts</i>	(in relation to a <i>UK recognised body</i>) accounts showing the actual and budgeted income and expenditure of that body over any period.
<i>management body</i>	(1)(other than in (2) or (3)) the <i>governing body</i> and <i>senior personnel</i> who are empowered to set the <i>person's</i> strategy, objectives and overall direction, and which oversee and monitor management decision-making in the following: <ul style="list-style-type: none"> (a) a <i>common platform firm</i> (in relation to the requirements imposed by or under the <i>UK</i> provisions which implemented <i>MiFID</i> or <i>MiFIR</i>); or

	<p>(ai) a <i>MIFIDPRU investment firm</i> (in relation to the requirements in <i>MIFIDPRU</i>); or</p> <p>(b) a <i>recognised investment exchange</i>; or</p> <p>(c) a <i>data reporting services provider</i>.</p> <p>[Note: article 4(1)(36) of <i>MiFiD</i>]</p> <p>(2)(in <i>COLL</i> and in ■ <i>SYSC 19E</i>), the <i>governing body</i> of a <i>management company</i> or <i>depository</i> of a <i>UCITS scheme</i>, as applicable, with ultimate decision-making authority comprising the supervisory and the managerial function or only the managerial function, if the two functions are separated.</p> <p>(3)(in relation to an <i>operator of an electronic system in relation to lending</i>) the <i>governing body</i> with ultimate decision-making authority comprising the supervisory and the managerial function or, if the two functions are separated, only the managerial function.</p> <p>[Note: article 2(1)(s) of the <i>UCITS Directive</i>]</p> <p>(4)(in relation to a <i>non-authorised parent undertaking</i> of an <i>FCA investment firm</i>) the board of <i>directors</i>, committee of management or other governing body of the <i>undertaking</i> and senior personnel who are empowered to set the <i>undertaking's</i> strategy, objectives and overall direction, and which oversee and monitor management decision-making in the <i>undertaking</i>.</p>
<i>management body in its supervisory function</i>	the <i>management body</i> acting in its role of overseeing and monitoring management decision-making.
<i>management company</i>	<p>as defined in section 237(2) of the <i>Act</i>, that is:</p> <p>(1) a <i>company</i>, the regular business of which is:</p> <p>(a) the management of <i>UK UCITS</i>; or</p> <p>(b) the management of other collective investment undertakings which are not <i>UK UCITS</i> (and whose <i>units</i> cannot be marketed as such) and for which the <i>management company</i> is subject to prudential supervision, where undertaken in addition to the activity in sub-paragraph (a).</p> <p>(2) For the purposes of paragraph 1(a) above, the regular business of a <i>management company</i> may include the following services, where permitted by the <i>FCA</i> and where undertaken in addition to the activity in paragraph 1 (a) above:</p> <p>(a) management of portfolios of investments, including those owned by pension funds, in accordance with mandates given by investors on a discretionary, client-by-client basis, where such portfolios include one or more <i>financial instruments</i>; and</p> <p>(b) the following non-core services, where provided in addition to the services in paragraph 2(a) above:</p> <p>(i) investment advice concerning one or more <i>financial instruments</i>;</p>

	<p>(ii)safekeeping and administration in relation to <i>units</i> of collective investment undertakings.</p> <p>(3)For the purposes of paragraph 1(b) above, the management of other <i>collective investment schemes</i> includes the functions referred to in schedule 6 of the <i>Regulated Activities Order</i>.</p>
management expenses	<p>(1) (except in <i>INSPRU</i>) (in accordance with section 223 of the <i>Act</i> (Management expenses)) expenses incurred or expected to be incurred by the <i>FSCS</i> in connection with its function under the <i>Act</i>, other than <i>compensation costs</i> and costs incurred under Part 15A of the <i>Act</i>; for the purposes of ■ FEES 6 these are subdivided into <i>base costs</i>, <i>specific costs</i> and <i>establishment costs</i>.</p> <p>(2) (in <i>INSPRU</i>) in relation to <i>long-term insurance business</i>, means all expenses, other than <i>commission</i>, incurred in the administration of an <i>insurer</i> or its business.</p>
management expenses levy	<p>a levy imposed by the <i>FSCS</i> on <i>participant firms</i> to meet the <i>management expenses</i> and which is made up of one or more of a <i>base cost levy</i> and a <i>specific costs levy</i>, each <i>participant firm's</i> share being calculated in accordance with ■ FEES 6.4 .</p>
management responsibilities map	<p>the <i>document</i> describing the management arrangements of certain <i>SMCR firms</i> required by ■ SYSC 25 (Senior management and certification regime: Management responsibilities maps and handover procedures and material).</p>
manager	<p>(1) (in relation to an <i>AUT</i>) the <i>firm</i> which is the manager of the <i>AUT</i> in accordance with the <i>trust deed</i>.</p> <p>(1A) (in relation to an <i>OEIC</i> which is a <i>UK UCITS</i> or which is an <i>AIF</i>, and which has appointed a <i>person</i> to manage the scheme) the <i>person</i> appointed to manage the scheme.</p> <p>(2) (as defined in section 423(1) and (2) of the <i>Act</i> (Manager)) (except in relation to a <i>unit trust scheme</i> or an undertaking for collective investment in transferable securities within the meaning of the <i>UCITS Directive</i> (other than a unit trust scheme) or a <i>registered friendly society</i>):</p> <p>(a) an employee who:</p> <p>(i) under the immediate authority of his employer, is responsible, either alone or jointly with one or more other individuals, for the conduct of his employer's business; or</p> <p>(ii) under the immediate authority of his employer or of a <i>person</i> who is a manager in accordance with (i) exercises managerial functions or is responsible for maintaining accounts or other records of his employer;</p> <p>(b) if the employer is not an individual, references in (a) to the authority of the employer are references to the authority:</p> <p>(i) in the case of a <i>body corporate</i>, of the directors;</p> <p>(ii) in the case of a <i>partnership</i>, of the partners; and</p> <p>(iii) in the case of an unincorporated association, of its officers or the members of its governing body.</p>

	<p>(3) (as defined in section 423(3) of the Act (Manager)) (in relation to a <i>body corporate</i> other than one covered at (1A) above):</p> <p>(a) a <i>person</i> (other than an employee of the body) who is appointed by the body to manage any part of its business, including an employee of the <i>body corporate</i> (other than the <i>chief executive</i>) who under the immediate authority of a director or <i>chief executive</i> of the <i>body corporate</i> exercises managerial functions or is responsible for maintaining accounts or other records of the <i>body corporate</i>;</p> <p>(b) for the purposes of (a) and in relation to a <i>body corporate</i> whose principal place of business is within the <i>United Kingdom</i>, the <i>chief executive</i> includes only a <i>person</i> who is an employee of the <i>body corporate</i> in accordance with section 417(1) of the Act (Definitions).</p>
	<p>(4) (in ■ ESG) in addition to (1) and (1A):</p> <p>(a)(in relation to an ACS) the <i>authorised contractual scheme manager</i>;</p> <p>(b)(in relation to an ICVC which has not appointed a <i>person</i> to manage the <i>scheme</i>) the company;</p> <p>(c)a <i>small authorised UK AIFM</i>; and</p> <p>(d)a <i>full-scope UK AIFM</i>.</p>
<i>managerial responsibility</i>	<p>(1)[deleted]</p> <p>(2)(in ■ SYSC 19G) a situation in which a staff member heads a <i>business unit</i> or a <i>control function</i> and is directly accountable to the <i>management body</i> as a whole, to a member of the <i>management body</i> or to <i>senior management</i>.</p>
<i>managing agent</i>	<p>(as defined in article 3(1) of the <i>Regulated Activities Order</i>) a <i>person</i> who is permitted by the <i>Council</i> in the conduct of his business as an <i>underwriting agent</i> to perform for a <i>member</i> one or more of the following functions:</p> <p>(a) underwriting <i>contracts of insurance</i> at Lloyd's;</p> <p>(b) reinsuring such contracts in whole or in part;</p> <p>(c) paying claims on such contracts.</p>
<i>managing agent's agreement</i>	an agreement in the form prescribed by the <i>Society</i> , between a <i>managing agent</i> and a <i>member</i> , under which the <i>managing agent</i> manages the <i>insurance business</i> of that <i>member</i> .
<i>managing a UK UCITS</i>	the <i>regulated activity</i> , specified in article 51ZA of the <i>Regulated Activities Order</i> of carrying on collective portfolio management within the meaning of the <i>UCITS Directive</i> , in relation to a <i>UK UCITS</i> .
<i>managing an AIF</i>	the <i>regulated activity</i> , specified in article 51ZC of the <i>Regulated Activities Order</i> , which is, in summary, performing at least risk management or portfolio management for an <i>AIF</i> .

<i>managing dormant asset funds (including the investment of such funds)</i>	<p>relevant parts of the <i>regulated activity</i> in article 63N(1)(b) of the <i>Regulated Activities Order</i> which means:</p> <p>(a) the acceptance of transfers of amounts as mentioned in:</p> <p>(i) section 1(1)(a) or 2(1)(a) of the Dormant Bank and Building Society Accounts Act 2008; or</p> <p>(ii) sections 2(1)(a), 5(1)(a), 8(1)(a) or 12(1)(a) of the Dormant Assets Act 2022;</p> <p>(b) the management of those funds in such a way as to enable the <i>dormant asset fund operator</i> to meet whatever repayment claims it is prudent to anticipate; and</p> <p>(c) dealing with those funds with a view to the transfer of amounts to the body or bodies for the time being specified in section 16 of the Dormant Bank and Building Society Accounts Act 2008.</p>
<i>managing investments</i>	<p>the <i>regulated activity</i>, specified in article 37 of the <i>Regulated Activities Order</i> (Managing investments), which is in summary: managing assets belonging to another <i>person</i> in circumstances which involve the exercise of discretion, if:</p> <p>(a) the assets consist of or include any <i>security</i>, <i>structured deposit</i> or <i>contractually based investment</i> (that is, any <i>designated investment</i> (other than a <i>P2P agreement</i>), <i>funeral plan contract</i>, <i>structured deposit</i> or right to or interest in a <i>funeral plan contract</i>); or</p> <p>(b) the arrangements for their management are such that the assets may consist of or include such <i>investments</i>, and either the assets have at any time since 29 April 1988 done so, or the arrangements have at any time (whether before or after that date) been held out as arrangements under which the assets would do so.</p>
<i>manager of the relevant scheme</i>	the <i>person</i> (including a <i>person</i> outside the <i>United Kingdom</i>) who administers the <i>relevant scheme</i> or (if there is no such <i>person</i>) the <i>person</i> responsible for making payments under it.
<i>managing the underwriting capacity of a Lloyd's syndicate as a managing agent at Lloyd's</i>	the <i>regulated activity</i> , specified in article 57 of the <i>Regulated Activities Order</i> (Managing the underwriting capacity of a Lloyd's syndicate), of managing the <i>underwriting capacity of a Lloyd's syndicate</i> as a <i>managing agent</i> at Lloyd's.
<i>mandate</i>	any means that give a <i>firm</i> the ability to control a <i>client's</i> assets or liabilities, which meet the conditions in ■ CASS 8.2.1 R.
<i>mandate rules</i>	■ CASS 8.
<i>mandatory additional product</i>	a good, service or right of any description, whether or not financial in nature, that a customer is required to obtain in connection with or alongside a <i>non-investment insurance contract</i> .
<i>manufacture</i>	<p>(1)(in relation to ■ PROD 1.3 and ■ PROD 3) creating, developing, issuing and/or designing an investment, including when advising corporate issuers on the launch of new <i>investments</i>.</p> <p>[Note: recital 15 to the <i>MiFID Delegated Directive</i>]</p> <p>(2)(in relation to ■ PROD 1.4 and ■ PROD 4) creating, developing, designing and/or underwriting a <i>contract of insurance</i>.</p>

	<p>(3)(in relation to ■ COBS 19, ■ PROD 1.6 and ■ PROD 6) creating, developing, designing, issuing, operating and/or underwriting a <i>pathway investment</i> or a <i>default option</i>.</p> <p>(4)(in relation to ■ PROD 1.7 and ■ PROD 7) any of:</p> <ul style="list-style-type: none"> (a)creating; (b)developing; (c)designing; and/or (d)<i>entering as provider into a funeral plan contract and/or carrying out a funeral plan contract as provider,</i> <p>a <i>funeral plan product</i>.</p> <p>(5) (in <i>PRIN</i>)</p> <ul style="list-style-type: none"> (a)creating, developing, designing, issuing, managing, operating, carrying out, or (for insurance or credit purposes only) underwriting a <i>product</i>; or (b)in relation to a <i>closed product</i> or an <i>existing product</i>: <ul style="list-style-type: none"> (i) having created, developed, designed or issued the <i>product</i>; or (ii) currently managing, operating, carrying out, or (for insurance or credit purposes only) underwriting the <i>product</i>.
manufacturer	<p>(1)(in relation to ■ PROD 1.3 and ■ PROD 3) a <i>firm</i> which creates, develops, issues, and/or designs <i>investments</i>, including when advising corporate <i>issuers</i> on the launch of new <i>investments</i>.</p> <p>[Note: recital 15 to the <i>MiFID Delegated Directive</i>]</p> <p>(2)(in relation to ■ ICOBS 6.-1.5R, ■ ICOBS 6 Annex 3R paragraph 1.1R, ■ PROD 1.4 and ■ PROD 4) a <i>firm</i> which <i>manufactures contracts of insurance</i> for sale to <i>customers</i>.</p> <p>(3)(in relation to ■ PROD 1.7 and ■ PROD 7) a <i>firm</i> which <i>manufactures funeral plan products</i> for sale to <i>customers</i>.</p> <p>(4)(in <i>PRIN</i>) a <i>firm</i> which:</p> <ul style="list-style-type: none"> (a)creates, develops, designs, issues, manages, operates, carries out, or (for insurance or credit purposes only) underwrites a <i>product</i>; or (b)in relation to a <i>closed product</i> or an <i>existing product</i>: <ul style="list-style-type: none"> (i) created, developed, designed or issued the <i>product</i>; or (ii) manages, operates, carries out, or (for insurance or credit purposes only) underwrites the <i>product</i>. <p>(5)(in relation to ■ COBS 19, ■ PROD 1.6 and ■ PROD 6) a <i>firm</i> which creates, develops, designs, issues, operates and/or underwrites a <i>pathway investment</i> or a <i>default option</i>.</p>
MaPS pensions dashboard service	<p>an electronic communications service provided by <i>MaPS</i>:</p> <ul style="list-style-type: none"> (a)by means of which information about pensions may be requested by, and provided to, a <i>relevant pension scheme member</i> or a <i>person</i>

	<p>authorised by the <i>relevant pension scheme member</i>; and</p> <p>(b) established under section 4A of the Financial Guidance and Claims Act 2018.</p>
<i>MaPS dashboards digital architecture</i>	<p>the information technology systems delivered by or on behalf of the <i>Money and Pensions Service</i> which enable the <i>MaPS pensions dashboards ecosystem</i> to work.</p>
<i>MaPS pensions dashboards ecosystem</i>	<p>the interconnected system that enables <i>pensions dashboard services</i> to work in the manner envisaged in ■ COBS 19.11, comprising:</p> <p>(a) the <i>MaPS dashboards digital architecture</i>;</p> <p>(b) the <i>pensions dashboard services</i> that connect to the <i>MaPS dashboards digital architecture</i>;</p> <p>(c) the interfaces of the <i>relevant pension schemes</i> that connect to the <i>MaPS dashboards digital architecture</i>;</p> <p>(d) the interfaces of the <i>relevant pension schemes</i> that connect to <i>pensions dashboard services</i>; and</p> <p>(e) any other party or service that needs to be connected in order for the system to work.</p>
<i>MAR</i>	<p>the Market Conduct sourcebook.</p>
<i>margin</i>	<p>(1) (in <i>COLL</i>) cash or other property paid, transferred or deposited under the terms of a <i>derivative</i>; for these purposes cash or property will be treated as having been paid, transferred or deposited if it must be paid, transferred or deposited in order to comply with a requirement imposed by the market on which the contract is made or traded.</p> <p>(2) (in ■ COBS 22) cash transferred or deposited under the terms of a <i>derivative</i>; for these purposes cash will be treated as having been paid, transferred or deposited if it must be paid, transferred or deposited in order to comply with a requirement imposed by the market on which the contract is made or traded.</p>
<i>margin lending transaction</i>	<p>has the meaning in point (10) of article 3 of the <i>SFTR</i>.</p>
<i>marginised contract</i>	<p>(in <i>COLL</i>, ■ CASS 4 and ■ CASS 7) any contract in <i>derivatives</i>.</p>
<i>marginised transaction</i>	<p>(1) (except in ■ CASS 4 and ■ CASS 7) a transaction <i>executed</i> by a <i>firm</i> with or for a <i>client</i> relating to a <i>future</i>, <i>option</i> or <i>contract for differences</i> (or any right to or any interest in such an <i>investment</i>) under the terms of which the <i>client</i> will or may be liable to provide cash or <i>collateral</i> to secure performance of obligations which he may have to perform when the transaction falls to be completed or upon the earlier <i>closing out</i> of his position.</p> <p>(2) (in ■ CASS 4 and ■ CASS 7):</p> <p>(a) a transaction within (1); or</p> <p>(b) an <i>option</i> purchased by a <i>client</i>, the terms of which provide that</p>

	the maximum liability of the <i>client</i> in respect of the transaction will be limited to the amount payable as premium.
<i>margin'd transaction requirement</i>	the total amount of <i>client money</i> a <i>firm</i> is required to segregate in <i>client bank accounts</i> for <i>margin'd transactions</i> under the <i>client money rules</i> , in accordance with ■ CASS 7.16.32 R.
<i>mark-up or mark-down</i>	<p>(a) (when a <i>firm</i> receives a <i>customer order</i> and takes a <i>principal</i> position in the relevant <i>investment</i> in order to fulfil that <i>customer order</i> (that is, when the <i>firm</i> takes a principal position in the relevant <i>investment</i> which it would not otherwise take, except to fulfil that <i>customer order</i>)) the difference, if any, between:</p> <p>(i) the price at which the <i>firm</i> takes a principal position in the relevant <i>investment</i> in order to fulfil that <i>customer order</i>; and</p> <p>(ii) the price at which the firm executes the transaction with its <i>customer</i>;</p> <p>(b) (when a firm executes a <i>customer order</i> against its own book and owes a duty of best execution) the difference between:</p> <p>(i) the price at which best execution would be achieved; and</p> <p>(ii) the price at which the firm executes the transaction with its <i>customer</i>.</p>
<i>market abuse</i>	<p>(1) behaviour prohibited by:</p> <p>(a) articles 14 and 15 of the <i>Market Abuse Regulation</i>; or</p> <p>(b) [deleted]</p>
<i>Market Abuse Regulation</i>	the UK version of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC, which is part of UK law by virtue of the EUWA.
<i>market abuse regime</i>	the regime established under the provisions of Part VIII of the Act (Penalties for market abuse).
<i>market contract</i>	<p>a market contract as described in section 155(2)(a) of the Companies Act 1989 or article 80(2)(a) of the Companies (No2) (Northern Ireland) Order 1990 which is in summary a contract entered into by a <i>member</i> or <i>designated non-member</i> of an <i>RIE</i> with a person other than the <i>RIE</i> which is either:</p> <p>(a) a contract made on the exchange or an exchange to whose undertaking the exchange has succeeded; or</p> <p>(b) a contract in the making of which the member or <i>designated non-member</i> was subject to the rules of the exchange or of an exchange to whose undertaking the exchange has succeeded.</p>
<i>market counterparty</i>	(for the purposes only of ■ COBS TP 1 (Transitional Provisions in relation to Client Categorisation)) any <i>person</i> classified as a 'market counterparty' under COB on 31 October 2007, in accordance with the applicable conditions in force at the time.

<i>market data processor system</i>	the IT system set up and maintained by the <i>FCA</i> to receive data under <i>MiFID</i> and <i>MiFIR</i> .
<i>markets data (other than transaction reports)</i>	data that must be reported to the <i>FCA</i> under: <ul style="list-style-type: none"> (a) articles 22 and 27 of <i>MiFIR</i>; and (b) article 58 of <i>MiFID</i>.
<i>Market Definition RTS</i>	Part 1 (FCA) of the <i>UK</i> version of Regulation (EU) 525/2014 of 12 March 2014 supplementing Regulation (EU) No 575/2013 of the European Parliament and of the Council with regard to regulatory technical standards for the definition of market, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>market interface specification</i>	a document setting out the technical details required to format and submit <i>market data</i> to the <i>FCA</i> using the <i>market data processor system</i> .
<i>market maker</i>	<p>(1) (except in <i>COBS</i> and <i>DTR</i>) (in relation to an <i>investment</i>) a <i>person</i> who (otherwise than in his capacity as the <i>operator</i> of a <i>regulated collective investment scheme</i>) holds himself out as able and willing to enter into transactions of sale and purchase in <i>investments</i> of that description at prices determined by him generally and continuously rather than in respect of each particular transaction.</p> <p>(2) (in <i>COBS</i>) a <i>person</i> who holds himself or herself out on the financial markets on a continuous basis as being willing to deal on own account by buying and selling <i>financial instruments</i> against that <i>person's</i> proprietary capital at prices defined by that <i>person</i>.</p> <p>[Note: article 4(1)(7) of <i>MiFID</i>]</p> <p>(3) [deleted]</p> <p>(4)(in <i>DTR</i>) a <i>person</i> who holds himself or herself out on the financial markets on a continuous basis as being willing to deal on own account by buying and selling <i>financial instruments</i> against that <i>person's</i> proprietary capital at prices defined by that <i>person</i>.</p>
<i>market maker exemption</i>	an exemption from articles 5, 6, 7, 12, 13 and 14 of the <i>short selling regulation</i> for transactions performed due to <i>market making activities</i> pursuant to article 17 of the <i>short selling regulation</i> .
<i>market making activities</i>	<p>as defined in article 2(1)(k) of the <i>short selling regulation</i>) means the activities of an investment firm, a credit institution, a third-country entity, or a firm as referred to in point (ka), which is a member of a trading venue or of a market in a third country, the legal and supervisory framework of which has been declared equivalent by the Commission pursuant to article 17(2) as it had effect before <i>IP completion day</i>, or by the Treasury in accordance with that paragraph as amended, or with regulation 16 of the Short Selling (EU Exit) (Amendment) Regulations 2018, where it deals as principal in a financial instrument, whether traded on or outside a trading venue, in any of the following capacities:</p> <ul style="list-style-type: none"> (i) by posting firm, simultaneous two-way quotes of comparable size and at competitive prices, with the result of providing liquidity on a regular and ongoing basis to the market; (ii) as part of its usual business, by fulfilling orders initiated by clients or in

	<p>response to clients' requests to trade; or</p> <p>(iii) by hedging positions arising from the fulfilment of tasks under points (i) and (ii).</p> <p>[Note: Point 2(1)(ka) of the <i>short selling regulation</i> provides: For the purposes of point (k), the firms referred to in this point are firms which provide investment services and/or perform investment activities consisting exclusively in dealing on own account on markets in financial futures or options or other derivatives and on cash markets for the sole purpose of hedging positions on derivatives markets or which deal for the accounts of other members of those markets or make prices for them and which are guaranteed by clearing members of the same markets, where responsibility for ensuring the performance of contracts entered into by such firms is assumed by clearing members of the same markets.]</p>
Market Making RTS	Part 1 (FCA) of the UK version of Regulation (EU) 2017/578 of 13 June 2016 supplementing Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments with regard to regulatory technical standards specifying the requirements on market making agreements and schemes, which is part of UK law by virtue of the EUWA.
market operator	a person or persons who manages and/or operates the business of a regulated market and who may be the regulated market itself. [Note: article 2(1)(10) of MiFIR]
market risk	<p>(1) (in COLL and FUND) the risk of loss for a UCITS or AIF resulting from fluctuation in the market value of positions in the fund's portfolio attributable to changes in market variables, such as interest rates, foreign exchange rates, equity and commodity prices or an issuer's credit worthiness.</p> <p>(2) (except in COLL and FUND) (in relation to a firm) the risks that arise from fluctuations in values of, or income from, assets or in interest or exchange rates.</p>
Market Risk Model Extensions and Changes RTS	Part 1 (FCA) of the UK version of Regulation (EU) No 529/2014 of 12 March 2014 supplementing Regulation (EU) No 575/2013 of the European Parliament and of the Council with regard to regulatory technical standards for assessing the materiality of extensions and changes of the Internal Ratings Based Approach and the Advanced Measurement Approach, which is part of UK law by virtue of the EUWA.
market value	the market value as determined in accordance with generally accepted accounting practice.
marketable investment	<p>(a) an investment which is traded on or under the rules of an exchange;</p> <p>(b) a debt instrument which may be transferred without the consent of the issuer or any other person (including a collateralised mortgage obligation);</p> <p>(c) a commodity;</p> <p>(d) a warrant, option, future or other instrument which entitles the holder to subscribe for or acquire:</p> <p>(i) an investment or commodity in (a) to (c); or</p>

	<p>(ii) any currency; or</p> <p>(iii) any combination of (i) and (ii);</p> <p>(e) a <i>contract for differences</i> (including interest rate and currency swaps) relating to fluctuations in:</p> <p>(i) the value or price of an <i>investment</i> or <i>commodity</i> in (a) to (d); or</p> <p>(ii) any currency; or</p> <p>(iii) the rate of interest in any currency or any index of such rates; or</p> <p>(iv) the level of any index which is derived from the prices of an <i>investment</i> or <i>commodity</i> in (a) to (c); or</p> <p>(v) any combination of (i) to (iv);</p> <p>(f) <i>warrants, options, futures</i> or other instruments entitling the holder to obtain the rights of those contracts in (d) or (e);</p> <p>(g) a <i>unit</i> in a <i>regulated collective investment scheme</i>.</p>
marketing	<p>(1) (in <i>COLL</i>) (in relation to marketing <i>units</i> in a <i>regulated collective investment scheme</i> in a particular country or territory):</p> <p>(a) <i>communicating</i> to a <i>person</i> in that country or territory an invitation or inducement to become, or offer to become, a <i>holder</i> in that <i>regulated collective investment scheme</i>;</p> <p>(b) giving <i>advice on investments (except P2P agreements)</i> to, or arranging (bringing about) a deal in an investment for a <i>person</i> in that country or territory to become a <i>holder</i> in that <i>regulated collective investment scheme</i></p> <p>(2) (except in <i>COLL</i>) a direct or indirect offering or placement, at the initiative of the <i>AIFM</i> or on behalf of the <i>AIFM</i> of <i>units</i> or <i>shares</i> of an <i>AIF</i> it manages, to or with investors domiciled or with a registered office in the <i>UK</i>.</p> <p>[Note: article 4(1)(x) of <i>AIFMD</i>]</p>
marketing group	<p>a group of <i>persons</i> who:</p> <p>(a) are allied together (either formally or informally) for the purposes of marketing <i>packaged products</i> of the group; and</p> <p>(b) each of whom, if it holds itself out in the <i>United Kingdom</i> as marketing <i>packaged products</i> to <i>private customers</i>, does so only as an <i>investment manager</i> or in relation to <i>packaged products</i> of the <i>marketing group</i>.</p>
marketing group associate	<p>a <i>firm</i> other than a <i>product provider</i> which is a member of a <i>marketing group</i>.</p>
market making strategy	<p>a strategy undertaken by a <i>person</i> where:</p> <p>(a) the <i>person</i> is a member or participant of one or more <i>trading venues</i>;</p> <p>(b) the <i>person's</i> strategy, when <i>dealing on own account</i>, involves posting firm, simultaneous two-way quotes of comparable size and at</p>

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competitive prices relating to one or more *financial instruments* on a *trading venue*, or across different *trading venues*; and

(c) the result provides liquidity on a regular and frequent basis to the overall market.

(1) the *UK* version of Commission Delegated Regulation (EU) 2016/909 of 1 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the content of notifications to be submitted to competent authorities and the compilation, publication and maintenance of the list of notifications, which is part of *UK* law by virtue of the *EUWA*;

(2) the *UK* version of Commission Implementing Regulation (EU) 2016/378 of 11 March 2016 laying down implementing technical standards with regard to the timing, format and template of the submission of notifications to competent authorities according to Regulation (EU) No 596/2014 of the European Parliament and of the Council, which is part of *UK* law by virtue of the *EUWA*;

(3) the *UK* version of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures, which is part of *UK* law by virtue of the *EUWA*;

(4) the *UK* version of Commission Delegated Regulation (EU) 2016/522 of 17 December 2015 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council as regards an exemption for certain third countries public bodies and central banks, the indicators of market manipulation, the disclosure thresholds, the competent authority for notifications of delays, the permission for trading during closed periods and types of notifiable managers' transactions, which is part of *UK* law by virtue of the *EUWA*;

(5) the *UK* version of Commission Delegated Regulation (EU) 2016/960 of 17 May 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the appropriate arrangements, systems and procedures for disclosing market participants conducting market soundings, which is part of *UK* law by virtue of the *EUWA*;

(6) the *UK* version of Commission Implementing Regulation (EU) 2016/959 of 17 May 2016 laying down implementing technical standards for market soundings with regard to the systems and notification templates to be used by disclosing market participants and the format of the records in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council, which is part of *UK* law by virtue of the *EUWA*;

(7) the *UK* version of Commission Delegated Regulation (EU) 2016/908 of 26 February 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council laying down regulatory technical standards on the criteria, the procedure and the requirements for establishing an accepted market practice and the requirements for maintaining it, terminating it or modifying the conditions for its acceptance, which is part of *UK* law by virtue of the *EUWA*;

	<p>(8)the <i>UK</i> version of Commission Delegated Regulation (EU) 2016/957 of 9 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the appropriate arrangements, systems and procedures as well as notification templates to be used for preventing, detecting and reporting abusive practices or suspicious orders or transactions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>;</p> <p>(9)the <i>UK</i> version of Commission Implementing Regulation (EU) 2016/1055 of 29 June 2016 laying down implementing technical standards with regard to the technical means for appropriate public disclosure of inside information and for delaying the public disclosure of inside information in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>;</p> <p>(10)the <i>UK</i> version of Commission Implementing Regulation (EU) 2016/347 of 10 March 2016 laying down implementing technical standards with regard to the precise format of insider lists and for updating insider lists in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>;</p> <p>(11)the <i>UK</i> version of Commission Implementing Regulation (EU) 2016/523 of 10 March 2016 laying down implementing technical standards with regard to the format and template for notification and public disclosure of managers' transactions in accordance with Regulation (EU) No 596/2014 of the European Parliament and of the Council, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>;</p> <p>(12)the <i>UK</i> version of Commission Delegated Regulation (EU) 2016/958 of 9 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the technical arrangements for objective presentation of investment recommendations or other information recommending or suggesting an investment strategy and for disclosure of particular interests or indications of conflicts of interest, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>;</p>
marriage or the formation of a civil partnership and birth	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph II of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), to provide a sum on marriage or the formation of a civil partnership or on the birth of a child, being contracts expressed to be in effect for a period of more than one year.
master AIF	an <i>AIF</i> in which another <i>AIF</i> (a <i>feeder AIF</i>) invests or has an exposure in accordance with the definition of ' <i>feeder AIF</i> '. [Note: article 4(1)(y) of <i>AIFMD</i>]
MasterCard	the <i>MasterCard regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> , and the <i>MasterCard IFR card payment system</i> .
master-feeder agreement	(in <i>COLL</i>) a written agreement between the <i>management company</i> of a <i>master UCITS</i> and the <i>management company</i> of a <i>feeder UCITS</i> in accordance with ■ <i>COLL 11.3.2 R (1)</i> (Master-feeder agreement and internal conduct of business rules).
master fund	(in ■ <i>ESG</i>) any of the following: (1)a <i>master AIF</i> ;

	<p>(2) a <i>master UCITS</i>;</p> <p>(3) a <i>qualifying master scheme</i> or a single <i>sub-fund</i> of a <i>qualifying master scheme</i> that is an <i>umbrella</i>; or</p> <p>(4) a <i>qualifying master LTAF</i> or a single <i>sub-fund</i> of a <i>qualifying master LTAF</i> that is an <i>umbrella</i>.</p>
<i>master UCITS</i>	<p>a <i>UCITS scheme</i>, an <i>EEA UCITS scheme</i> or a <i>sub-fund</i> of such a <i>scheme</i> where:</p> <p>(a) at least one of its <i>Unitholders</i> is a <i>feeder UCITS</i>;</p> <p>(b) it is not itself a <i>feeder UCITS</i>; and</p> <p>(c) it does not hold <i>units</i> of a <i>feeder UCITS</i>.</p> <p>[Note: article 58(3) of the <i>UCITS Directive</i>]</p>
<i>matched principal exemption conditions</i>	<p>(for the purposes of any limitation that is placed on a <i>firm's permission</i> to deal as principal):</p> <p>(1) (for a <i>firm</i> that would have been subject to <i>BIPRU</i> on 31 December 2021) the conditions set out in ■ BIPRU 1.1.23 R(2) (Meaning of dealing on own account), as they applied on 31 December 2021.</p> <p>(2) (for a <i>firm</i> that would have been subject to <i>IFPRU</i> on 31 December 2021) the conditions set out in ■ IFPRU 1.1.12R (Meaning of dealing on own account), as they applied on 31 December 2021.</p>
<i>matched principal trading</i>	<p>a transaction where the facilitator interposes itself between the buyer and the seller to the transaction in such a way that it is never itself exposed to market risk throughout the execution of the transaction, with both sides executed simultaneously, and where the transaction is concluded at a price where the facilitator makes no profit or loss, other than a previously disclosed commission, fee or charge for the transaction.[Note: article 4 (1)(38) of <i>MiFID</i>]</p>
<i>match made</i>	<p>a <i>positive match</i> where the elements of data provided by a <i>dashboard user</i> for the purposes of the <i>pensions dashboard matching process</i> meet the <i>pensions dashboard matching criteria</i> to a degree which enables the <i>firm</i> to determine that the <i>dashboard user</i> has a benefit under the <i>relevant pension scheme</i>.</p>
<i>material business unit</i>	<p>means a 'material business unit' as defined in Chapter 1 of the Remuneration Part of the <i>PRA Rulebook</i> (as amended from time to time).https://www.prarulebook.co.uk/rulebook/Content/Chapter/292167/12-01-2023</p>
<i>material current year losses</i>	<p>(in <i>IPRU(INV)</i> 13) losses of an amount equal to 10 per cent or more of the amount by which the <i>own funds</i> or the capital resources under ■ IPRU(INV) 13.15 of an <i>undertaking</i> exceed the <i>own funds</i> or the capital resources under ■ IPRU-INV 13.15 needed to meet the minimum capital resources requirement – depending on the type of firm – as prescribed in chapter 13.</p>
<i>material interest</i>	<p>(in <i>COBS</i>) (in relation to a transaction) any interest of a material nature, other than disclosable <i>commission</i> on the transaction.</p>
<i>material outsourcing</i>	<p>(1) (except in relation to a <i>Solvency II firm</i>) <i>outsourcing</i> services of such importance that weakness, or failure, of the services would cast serious doubt upon the <i>firm's</i> continuing satisfaction of the <i>threshold conditions</i> or compliance with the <i>Principles</i>.</p>

	(2)(in relation to a <i>Solvency II firm</i>) <i>outsourcing</i> services of such importance that weakness, or failure, of the services would cast serious doubt upon the <i>firm's</i> continuing satisfaction of the <i>threshold conditions</i> or compliance with the <i>Principles</i> . This includes critical or important operational functions or activities to which article 49 of the <i>Solvency II Directive</i> applies.
<i>material related party transaction</i>	(in <i>DTR</i>) a <i>related party transaction</i> where any <i>percentage ratio</i> is 5% or more.
<i>material risk taker</i>	(in ■ SYSC 19G) has the meaning in ■ SYSC 19G.5.1R and (where ■ SYSC 19G applies on a consolidated basis) ■ SYSC 19G.5.7R(2).
<i>mathematical reserves</i>	the provision made by an <i>insurer</i> to cover liabilities (excluding liabilities which have fallen due and liabilities arising from <i>deposit back arrangements</i>) arising under or in connection with <i>long-term insurance contracts</i> .
<i>maxi-ISA</i>	an <i>ISA</i> which includes a <i>stocks and shares component</i> and may also include other qualifying investments such as: <ul style="list-style-type: none"> (a) a <i>cash component</i>; (b) an <i>insurance component</i>; as prescribed in paragraphs 7, 8 and 9 respectively of the <i>ISA Regulations</i> .
<i>MCAS scheme</i>	Mortgage Code Arbitration Scheme.
<i>MCD</i>	Mortgage Credit Directive, Directive 2014/17/EU on credit agreements for consumers relating to residential immovable property.
<i>MCD article 3(1)(b) credit agreement</i>	an <i>article 3(1)(b) credit agreement</i> which is not an <i>exempt article 3(1)(b) credit agreement</i> .
<i>MCD article 3(1)(b) credit intermediary</i>	<ul style="list-style-type: none"> (a) an <i>MCD credit broker</i>; or (b) an <i>MCD credit adviser</i>. [Note: article 4(5) and (21) of the <i>MCD</i>]
<i>MCD article 3(1)(b) credit intermediation activity</i>	the activity of acting as an <i>MCD article 3(1)(b) credit intermediary</i> . [Note: article 4(5) and (21) of the <i>MCD</i>]
<i>MCD article 3(1)(b) creditor</i>	a <i>firm</i> with <i>permission</i> for entering into a <i>regulated credit agreement</i> as <i>lender</i> which, by way of business and for remuneration (which may take a pecuniary form or any other agreed form of financial consideration), grants or promises to grant an <i>MCD article 3(1)(b) credit agreement</i> . [Note: article 4(2) of the <i>MCD</i>]
<i>MCD contingent liability or guarantee</i>	an <i>MCD credit agreement</i> which acts as a guarantee to another separate, but ancillary, transaction and where the capital secured against an immovable property is only drawn down if an event specified in the contract occurs. [Note: article 4(24) of the <i>MCD</i>]

<i>MCD credit adviser</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on the activity, by way of business, of <i>advising on regulated credit agreements for the acquisition of land</i> . [Note: article 4(21) of the MCD]
<i>MCD credit agreement</i>	an <i>MCD regulated mortgage contract</i> or an <i>MCD article 3(1)(b) credit agreement</i> . [Note: article 3(1) of the MCD]
<i>MCD credit broker</i>	<p>a <i>credit broker</i> who:</p> <p>(a) for remuneration (which may take a pecuniary form or any other agreed form of financial consideration), carries out an activity of the kind specified in article 36A(1)(d), (e) or (f) of the <i>Regulated Activities Order</i> in relation to <i>MCD article 3(1)(b) credit agreements</i>; and</p> <p>(b) is not merely introducing, either directly or indirectly, a <i>consumer</i> to an <i>MCD firm</i>.</p> <p>[Note: article 4(5) of the MCD]</p>
<i>MCD credit intermediary</i>	an <i>MCD mortgage credit intermediary</i> or an <i>MCD article 3(1)(b) credit intermediary</i> . [Note: article 4(5) and (21) of the MCD]
<i>MCD credit intermediation activity</i>	the activity of acting as an <i>MCD mortgage credit intermediary</i> or an <i>MCD article 3(1)(b) credit intermediary</i> . [Note: article 4(5) and (21) of the MCD]
<i>MCD creditor</i>	an <i>MCD mortgage lender</i> or an <i>MCD article 3(1)(b) creditor</i> . [Note: article 4(2) of the MCD]
<i>MCD exempt bridging loan</i>	a <i>regulated mortgage contract</i> or an <i>article 3(1)(b) credit agreement</i> either of no fixed duration or which is due to be repaid within 12 months, used by the <i>consumer</i> as a temporary financing solution while transitioning to another financial arrangement for the immovable property. [Note: article 4(23) of the MCD]
<i>MCD exempt credit union loan</i>	a <i>regulated mortgage contract</i> or an <i>article 3(1)(b) credit agreement</i> where the lender is a <i>credit union</i> . [Note: articles 3(3)(e) and 4(2), (3) of the MCD and article 2(5) of the <i>Consumer Credit Directive</i>]
<i>MCD exempt lifetime mortgage</i>	<p>a <i>regulated mortgage contract</i> or an <i>article 3(1)(b) credit agreement</i> under which the lender:</p> <p>(a) contributes a lump sum, periodic payments or other forms of credit disbursement in return for a sum deriving from the future sale of residential immovable property or a right relating to residential immovable property; and</p> <p>(b) will not seek repayment of the capital until the occurrence of one or more of the <i>specified life events</i>, unless the <i>customer</i> breaches their contractual obligations (including any obligation to pay interest during the term) which allows the lender to terminate the agreement.</p> <p>[Note: article 3(2)(a) of the MCD]</p>
<i>MCD exempt overdraft loan</i>	a <i>regulated mortgage contract</i> or an <i>article 3(1)(b) credit agreement</i> in the form of an <i>overdraft facility</i> and where the credit has to be repaid within one month. [Note: articles 3(2)(d) and 4(3), (23) of the MCD]

<i>MCD firm</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (a) an <i>MCD creditor</i>; (b) an <i>MCD credit intermediary</i>; or (c) an <i>MCD mortgage administrator</i>. <p>[Note: article 4(2), (5) and (21) of the <i>MCD</i>]</p>
<i>MCD lifetime mortgage</i>	a <i>lifetime mortgage</i> which is not an <i>MCD exempt lifetime mortgage</i> .
<i>MCD mortgage administrator</i>	(in ■ MCOB 7A and MCOB 14) a <i>mortgage administrator</i> who administers <i>MCD regulated mortgage contracts</i> .
<i>MCD mortgage adviser</i>	a mortgage adviser who, by way of business, provides a personal recommendation to a <i>consumer</i> in respect of <i>MCD regulated mortgage contracts</i> . [Note: article 4(21) of the <i>MCD</i>]
<i>MCD mortgage arranger</i>	<p>a <i>mortgage arranger</i> who:</p> <ul style="list-style-type: none"> (a) by way of business and for remuneration (which may take a pecuniary form or any other agreed form of financial consideration), carries out an activity of the kind specified in article 25A(1)(a) or (2A) of the <i>Regulated Activities Order</i> in relation to <i>MCD regulated mortgage contracts</i>; and (b) is not merely introducing, either directly or indirectly, a <i>consumer</i> to an <i>MCD firm</i>. <p>[Note: article 4(5) of the <i>MCD</i>]</p>
<i>MCD mortgage credit intermediary</i>	<p>in relation to an <i>MCD regulated mortgage contract</i>:</p> <ul style="list-style-type: none"> (a) an <i>MCD mortgage arranger</i>; or (b) an <i>MCD mortgage adviser</i>. <p>[Note: article 4(5) and (21) of the <i>MCD</i>]</p>
<i>MCD mortgage credit intermediation activity</i>	the activity of acting as an <i>MCD mortgage credit intermediary</i> . [Note: article 4(5) of the <i>MCD</i>]
<i>MCD mortgage lender</i>	a <i>mortgage lender</i> who, by way of business and for remuneration (by pecuniary form or any other agreed form of financial consideration), grants or promises to grant <i>MCD regulated mortgage contracts</i> . [Note: article 4(2) of the <i>MCD</i>]
<i>MCD regulated mortgage contract</i>	a <i>regulated mortgage contract</i> entered into on, or after, 21 March 2016, under which the borrower is a <i>consumer</i> and which is not an <i>exempt MCD regulated mortgage contract</i> . [Note: article 3(1)(a) of the <i>MCD</i>]
<i>MCD Order</i>	the Mortgage Credit Directive Order 2015 (SI 2015/910).
<i>MCG</i>	the Office of Fair Trading's Mental Capacity Guidance.

<i>MCOB</i>	the Mortgages and Home Finance: Conduct of Business sourcebook.
<i>media firm</i>	<p>a <i>firm</i> whose only <i>permitted activities</i> are <i>advising on investments</i> and <i>agreeing to carry on that regulated activity</i>, and whose <i>Part 4A permission</i> includes <i>requirements</i> to the effect that the <i>firm</i> must advise:</p> <ul style="list-style-type: none"> (a) only through the media; and (b) without conveying the impression that the advice is particularly suitable for any <i>person</i>, except when it is given in response to a specific request for advice from that <i>person</i>; <p>in this definition, "media" means:</p> <ul style="list-style-type: none"> (i) newspapers, journals, magazines or other periodical publications; (ii) services comprising regularly updated news or information; (iii) services consisting of the broadcast or transmission of television or radio programmes.
<i>media operator</i>	a news vendor that receives <i>regulated information</i> from a <i>regulatory information service</i> and then disseminates that information to the public as soon as possible.
<i>medical condition exclusion</i>	an exclusion in respect of one or more medical conditions, unless the <i>firm</i> is satisfied, on reasonable grounds, that the exclusion is not relevant to any person covered under the <i>policy</i> .
<i>medical condition premium</i>	the total amount of premium relating to the risk associated with one or more specific medical conditions and attributable to any person covered under the <i>policy</i> .
<i>medical cover firm directory</i>	<p>a publicly available directory:</p> <ul style="list-style-type: none"> (a) that only lists <i>firms</i> that provide or arrange <i>travel insurance policies</i> that cover more serious medical conditions; (b) that does not: <ul style="list-style-type: none"> (i) prevent <i>firms</i> from being listed; (ii) encourage <i>consumers</i> to select any <i>firm</i> over any other <i>firm</i>; or (iii) otherwise prefer any <i>firm</i>, <p>based on any membership of any association or other commercial arrangement;</p> (c) that provides detailed information about each listed <i>firm</i>, including: <ul style="list-style-type: none"> (i) the name and contact details, including telephone number and website, of the <i>firm</i>; (ii) any specific medical conditions the <i>firm</i> specialises in covering; (iii) any specific medical conditions that the <i>firm</i> is likely not to cover, where relevant; (iv) any age limits; (v) whether the <i>firm</i> can discuss medical conditions with <i>consumers</i> by

	<p>phone;</p> <p>(vi) whether the <i>firm</i> can offer cover to <i>consumers</i> who are currently undergoing treatment;</p> <p>(vii) whether the <i>firm</i> can offer cover to <i>consumers</i> with a terminal prognosis;</p> <p>(d) operated by a <i>person</i> who has verified the accuracy of the information in (a) and has adequate systems and processes in place to keep the information in (a) and (c) up-to-date.</p>
meeting of repayment claims	the <i>regulated activity</i> , specified in article 63N(1)(a) of the <i>Regulated Activities Order</i> , which is the meeting of <i>repayment claims</i> by a <i>dormant asset fund operator</i> .
member	<p>(1) (except in <i>PROF</i>, <i>UKLR</i>, ■ EG 16 and <i>REC</i>) a <i>person</i> admitted to membership of the <i>Society</i> or any <i>person</i> by law entitled or bound to administer their affairs.</p> <p>(2) (in <i>PROF</i>, <i>UKLR</i> and ■ EG 16) (as defined in section 325(2) of the <i>Act</i> (FCA's general duty)) (in relation to a profession) a <i>person</i> who is entitled to practise that profession and, in practising it, is subject to the rules of the relevant <i>designated professional body</i>, whether or not they are a member of that body.</p> <p>(3) (in <i>REC</i>) (in relation to a <i>recognised body</i>) a <i>person</i> who is entitled, under an arrangement or agreement between him and that body, to use that body's <i>facilities</i>.</p>
member of the management body	<p>(in relation to a <i>UK recognised body</i>) any one of the following:</p> <p>(a) its chairman or president; or</p> <p>(b) its <i>chief executive</i>; or</p> <p>(c) a member of its <i>governing body</i>; or</p> <p>(d) a <i>person</i> who, alone or jointly with one or more others, is responsible under the immediate authority of a <i>person</i> in (a), (b) or (c) or a committee of the <i>governing body</i> for the conduct of any <i>relevant function</i>.</p>
member of a pension scheme	has the same meaning as it has in article 53E(2) of the <i>Regulated Activities Order</i> , which is, a member of a pension scheme within the meaning of section 1(5) of the Pension Schemes Act 1993 (and section 1(5) of the Pension Schemes (Northern Ireland) Act 1993).
member of staff	<p>any individual:</p> <p>(a) working for a <i>firm</i> who is directly engaged in any of the <i>MCD credit agreement</i> activities 23A to 23D specified in ■ TC Appendix 1.1;</p> <p>(b) working for a <i>firm</i> or its <i>appointed representative</i> who has contact with a <i>consumer</i> in the course of those activities; or</p> <p>(c) directly managing or supervising an individual referred to in (a) or (b) above.</p> <p>[Note: article 4(11) of the <i>MCD</i>]</p>

<i>member society</i>	(as defined in article 2(2) of the <i>compensation transitionals order</i>) a person who at any time before <i>commencement</i> was a member society within the rules of the Friendly Societies Protection Scheme established in accordance with section 141 of the Financial Services Act 1986.
<i>members' adviser</i>	a <i>firm</i> whose <i>permission</i> includes <i>advising on syndicate participation at Lloyd's</i> , but which is not an <i>underwriting agent</i> .
<i>members' agent</i>	an <i>underwriting agent</i> who carries on the <i>regulated activity of advising on syndicate participation at Lloyd's</i> .
<i>membership of a Lloyd's syndicate</i>	the <i>investment</i> , specified in article 86(2) of the <i>Regulated Activities Order</i> , which is a <i>person's</i> membership (or prospective membership) of a Lloyd's syndicate.
<i>merging UCITS</i>	(in <i>COLL</i> and in accordance with regulations 7 and 8 of the <i>UCITS Regulations 2011</i>) in relation to a <i>UCITS merger</i> , the <i>UCITS scheme</i> or <i>sub-fund</i> of such a <i>scheme</i> , that under the proposed arrangements will be transferring all its assets and liabilities to the <i>receiving UCITS</i> .
<i>MERS levy</i>	a levy (management expenses in respect of relevant schemes levy) imposed by the <i>FSCS</i> on <i>participant firms</i> to meet the management expenses incurred by the <i>FSCS</i> in connection with acting on behalf of the <i>manager of the relevant scheme</i> in accordance with Part 15A of the <i>Act</i> .
<i>MFHC conglomerate</i>	a <i>financial conglomerate</i> which is headed by a <i>mixed financial holding company</i> .
<i>mesothelioma regulations</i>	The Compensation Act 2006 (Contribution for Mesothelioma Claims) Regulations 2006 (SI 2006/3259).
<i>mesothelioma victim</i>	(in accordance with section 3 (1) of the Compensation Act 2006) a <i>person</i> who has contracted mesothelioma as a result of exposure to asbestos by a <i>responsible person</i> .
<i>micro-enterprise</i>	an <i>enterprise</i> which: <ul style="list-style-type: none"> (a) employs fewer than 10 <i>persons</i>; and (b) has a turnover or annual balance sheet that does not exceed €2 million, and in determining whether these criteria are met articles 3 to 6 of the Annex to the <i>Micro-enterprise Recommendation</i> must be applied.[Note: article 4(36) of the <i>Payment Services Directive</i> and the Annex to the <i>Micro-enterprise Recommendation</i>]
<i>Micro-enterprise Recommendation</i>	Recommendation 2003/361/EC of the Commission of 6th May 2003 concerning the definition of micro, small and medium-sized enterprises.
<i>MiFI Regulations</i>	the Financial Services and Markets Act 2000 (Markets in Financial Instruments) Regulations 2017 (SI 2017/701).
<i>MiFID</i>	Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending the <i>Insurance Mediation Directive</i> and <i>AIFMD</i> .

<i>MiFID authorisation and management body change notification ITS</i>	the <i>UK</i> version of Commission Implementing Regulation 2017/1945 of 19 June 2017 laying down implementing technical standards with regard to notifications by and to applicant and authorised investment firms, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID business</i>	<i>investment services and activities</i> and, where relevant, <i>ancillary services</i> carried on by a <i>MiFID investment firm</i> .
<i>MiFID business bidding</i>	the <i>regulated activity</i> of <i>bidding in emissions auctions</i> on own account or on behalf of clients where, in relation to a <i>financial instrument</i> , it is carried on by a <i>MiFID investment firm</i> (other than a <i>collective portfolio management investment firm</i>).
<i>MiFID client money</i>	(in <i>MIFIDPRU</i>) <i>money</i> that a <i>firm</i> receives from, or holds for or on behalf of, a <i>client</i> in the course of, or in connection with, its <i>MiFID business</i> . For the purposes of <i>MIFIDPRU</i> , this includes: <ul style="list-style-type: none"> (1) where that <i>money</i> has been deposited into a <i>client bank account</i> (including any amounts of the <i>firm's</i> own <i>money</i> or other <i>money</i> received in that account as a result of applying <i>prudent segregation</i>, <i>alternative approach mandatory prudent segregation</i> or <i>clearing arrangement mandatory prudent segregation</i>); (2) where a <i>firm</i> has placed that <i>money</i> in a <i>qualifying money market fund</i> in accordance with ■ CASS 7.13.3R(4); (3) any amount of that <i>money</i> that a <i>firm</i> has allowed a third party to hold in accordance with ■ CASS 7.14.
<i>MiFID client money (minimum implementing) rules</i>	■ CASS 7.11.1R, ■ CASS 7.11.4AR, ■ CASS 7.12.1 R, ■ CASS 7.12.2 R, ■ CASS 7.13.3 R, ■ CASS 7.13.8 R, ■ CASS 7.13.10 R, ■ CASS 7.13.12 R, ■ CASS 7.13.20R, ■ CASS 7.13.21R, ■ CASS 7.13.21AR, ■ CASS 7.13.21CR, ■ CASS 7.13.22R, ■ CASS 7.13.26R, ■ CASS 7.13.28 R, ■ CASS 7.15.2 R, ■ CASS 7.15.3 R, ■ CASS 7.15.20 R.
<i>MiFID complaint</i>	any oral or written expression of dissatisfaction, whether justified or not, from, or on behalf of, a <i>person</i> about the provision of, or failure to provide, a financial service or a <i>redress determination</i> : <ul style="list-style-type: none"> (a) which alleges that the complainant has suffered (or may suffer) financial loss, material distress or material inconvenience; and (b) either: <ul style="list-style-type: none"> (i) to which article 26 of the <i>MiFID Org Regulation</i> applies; or (ii) which concerns the <i>equivalent business of a third country investment firm</i>. <p>[Note: For the application of article 26 of the <i>MiFID Org Regulation</i>, see the <i>UK</i> provisions which implemented articles 1(1), 1(3), 1(4), 39 and 41 of <i>MiFID</i>, article 1 of the <i>MiFID Org Regulation</i>, ■ DISP 1.1A.3G and ■ DISP 1.1A.4G]</p> <p>[Note: a <i>MiFID complaint</i> which falls within the jurisdiction of the <i>Financial Ombudsman Service</i> is a <i>complaint</i>]</p>

<i>MiFID Delegated Directive</i>	Commission Delegated Directive (EU) 2017/593 of 7 April 2016 supplementing <i>MiFID</i> of the European Parliament and of the Council with regard to safeguarding of financial instruments and funds belonging to clients, product governance obligations and the rules applicable to the provision or reception of fees, commissions or any monetary or non-monetary benefits.
<i>MiFID, equivalent third country or optional exemption business</i>	business which is: <ul style="list-style-type: none"> (1) <i>MiFID business</i>; or (2) the equivalent business of a third country investment firm; or (3) <i>MiFID optional exemption business</i>.
<i>MiFID investment firm</i>	<p>(1) (in summary) a <i>firm</i> to which <i>MiFID</i> would apply if it had its head office or registered office in the <i>EEA</i> including, for some purposes only, a <i>credit institution</i> and <i>collective portfolio management investment firm</i>.</p> <p>(2) (in full) a <i>firm</i> which is:</p> <ul style="list-style-type: none"> (a) an <i>investment firm</i> with its head office in the <i>UK</i> (or, if it has a registered office, that office); (b) a <i>CRD credit institution</i> (only when providing an <i>investment service or activity</i> or when selling, or advising <i>clients</i> in relation to, <i>structured deposits</i> for the purposes of: <ul style="list-style-type: none"> (i) the <i>rules</i> corresponding to the articles referred to in article 1(3) and article 1(4) of <i>MiFID</i> ; (ii) the requirements imposed upon it by and under <i>MiFIR</i>; and (iii) the requirements imposed upon it by <i>onshored regulations</i> which were previously <i>EU regulations</i> made under <i>MiFID</i>; or (ba) a <i>CRD credit institution</i> (only when providing an <i>investment service or activity</i>) in relation to <i>COMP</i> or ■ <i>FEES 6</i>); (c) a <i>collective portfolio management investment firm</i> (only when providing the services referred to in article 6(4) <i>AIFMD</i> or article 6(3) of the <i>UCITS Directive</i> in relation to the <i>rules</i> which implemented the articles of <i>MiFID</i> referred to in article 6(6) of <i>AIFMD</i> or article 6(4) of the <i>UCITS Directive</i> and for a <i>full-scope UK AIFM</i> where relevant, the <i>rules</i> which implemented article 12(2)(b) of <i>AIFMD</i>); <p>unless, and to the extent that, it is a <i>person</i> to which Part 1 of Schedule 3 to the <i>Regulated Activities Order</i> or regulation 8 of the <i>MiFI Regulations</i> applies.</p> <p>(3) [deleted]</p>
<i>MiFID ITS 2</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) No 2017/1005 of 15 June 2017 laying down implementing technical standards with regard to the format and timing of the communication and publication of the suspension and removal of financial instruments from trading on a regulated market, an MTF or an OTF according to <i>MiFID</i> , which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID ITS 3</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) No 2017/1110 of 22 June 2017 laying down implementing technical standards with regard to

	the standard forms, templates and procedures for the authorisation of data reporting services providers and related notifications according to MiFID, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID ITS 4</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) No 2017/1093 of 20 June laying down implementing technical standards with regard to the format of position reports by investment firms and market operators, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID ITS 4A</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) No [xxxx/xxx] laying down implementing technical standards with regard to standard forms, templates and procedures for the transmission of information in accordance with MiFID, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID ITS 5</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) No 2017/953 of 6 June 2017 laying down implementing technical standards with regard to the format and the timing of position reports by investment firms and market operators of trading venues according to MiFID of the European Parliament and of the Council on markets in financial instruments, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID ITS 19</i>	the <i>UK</i> version of Commission Implementing Regulation (EU) 2016/824 of 25 May 2016 laying down implementing technical standards with regard to the content and format of the description of the functioning of MTFs and OTFs and the notification to ESMA according to MiFID, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID or equivalent third country business</i>	<i>MiFID business</i> or the <i>equivalent business of a third country investment firm</i> .
<i>MiFID optional exemption appointed representative</i>	an <i>appointed representative</i> that acts under the full and unconditional responsibility of a <i>MiFID optional exemption firm</i> and that would be a <i>tied agent</i> if its <i>principal</i> were a <i>MiFID investment firm</i> .
<i>MiFID optional exemption business</i>	<i>investment services and/or activities</i> and, where relevant, <i>ancillary services</i> carried on by a <i>MiFID optional exemption firm</i> .
<i>MiFID optional exemption firm</i>	a <i>firm</i> that is an exempt investment firm for the purpose of regulation 8 of the <i>MiFI Regulations</i> .
<i>MiFID Org Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/565 of 25 April 2016 supplementing <i>MiFID</i> of the European Parliament and of the Council as regards organisational requirements and operating conditions for investment firms and defined terms for the purposes of that Directive, which is part of <i>UK law</i> by virtue of the <i>EUWA</i> .
<i>MiFID Org Regulation firm</i>	a <i>firm</i> to which the <i>MiFID Org Regulation</i> is directly applicable.

<i>MIFIDPRU</i>	the Prudential sourcebook for MiFID Investment Firms.
<i>MIFIDPRU-eligible institution</i>	<p>(in ■ MIFIDPRU 5) means:</p> <ul style="list-style-type: none"> (1)a <i>MIFIDPRU investment firm</i>; (2)a <i>UK credit institution</i>; (3)a <i>UK designated investment firm</i>; (4)a <i>MIFIDPRU-eligible third country investment firm</i>; or (5)a <i>MIFIDPRU-eligible third country credit institution</i>.
<i>MIFIDPRU-eligible third country investment firm</i>	<p>an <i>investment firm</i> that satisfies the following conditions:</p> <ul style="list-style-type: none"> (1)its registered office or, if it has no registered office, its head office is outside the <i>UK</i>; (2)it is authorised by a <i>third country competent authority</i> in the state or territory in which the <i>investment firm's</i> head office is located; and (3)the <i>investment firm</i> is subject to prudential supervisory and regulatory requirements in that state or territory that are comparable to those applied in the <i>UK</i>.
<i>MIFIDPRU-eligible third country credit institution</i>	<p>a <i>credit institution</i> that satisfies the following conditions:</p> <ul style="list-style-type: none"> (1)its registered office or, if it has no registered office, its head office is outside the <i>UK</i>; (2)it is authorised by a <i>third country competent authority</i> in the state or territory in which the <i>credit institution's</i> head office is located; and (3)the <i>credit institution</i> is subject to prudential supervisory and regulatory requirements in that state or territory that are comparable to those applied in the <i>UK</i>.
<i>MIFIDPRU investment firm</i>	<p>an FCA investment firm as defined in section 143A of the <i>Act</i>. In summary, this means an <i>investment firm</i> that meets the following conditions:</p> <ul style="list-style-type: none"> (1)it is an <i>authorised person</i>; (2)it is not a <i>designated investment firm</i>; (3)it has its registered office or, if it has no registered office, its head office in the <i>UK</i>; (4)it is not a <i>person</i> who is excluded from the definition of an "investment firm" in article 3(1) of the <i>Regulated Activities Order</i> by paragraphs (a) or (b) of that definition; and (5)it is not an <i>investment firm</i> that has a <i>Part 4A permission</i> to carry on regulated activities as an exempt investment firm within the meaning of regulation 8 of the Financial Services and Markets Act 2000 (Markets in Financial Instruments) Regulations 2017.
<i>MIFIDPRU investment services sector</i>	<p>a sector composed of one or more of the following entities:</p> <ul style="list-style-type: none"> (a)an <i>investment firm</i> (other than a <i>designated investment firm</i>); (b)a <i>financial institution</i> that is not an <i>investment firm</i>; and

	(c)(in the circumstances described in ■ GENPRU 3.1.39R (The financial sectors: asset management companies and alternative investment fund managers)) an <i>asset management company</i> or an <i>alternative investment fund manager</i> .
<i>MiFID Regulation</i>	Commission Regulation (EC) 1287/2006 implementing Directive 2004/39/EC of the European Parliament and of the Council as regards organisational requirements and operating conditions for investment firms and defined terms for the purposes of that Directive.
<i>MIFIDPRU Remuneration Code</i>	as set out in ■ SYSC 19G (MIFIDPRU Remuneration Code).
<i>MiFID RTS 1</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/587 of 14 July 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards on transparency requirements for trading venues and investment firms in respect of shares, depositary receipts, exchange-traded funds, certificates and other similar financial instruments and the obligation for investment firms to execute transactions in certain shares on a trading venue or a systematic internaliser, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 2</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/583 of 14 July 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards on transparency requirements for trading venues and investment firms in respect of bonds, structured finance products, emission allowances and derivatives, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 3</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/577 of 13 June 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards on the volume cap mechanism and the provision of information for the purposes of transparency and other calculations, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 3A</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/1018 of 29 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards specifying information to be notified by investment firms, market operators and credit institutions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 6</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/589 of 19 July 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards specifying the organisational requirements of investment firms engaged in algorithmic trading, providing direct electronic access and acting as general clearing members, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 7</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/584 of 14 July 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards specifying organisational requirements of regulated markets, multilateral trading facilities and organised trading facilities enabling or allowing algorithmic trading through their systems, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 8</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/578 of 13 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards specifying the requirements on market making agreements and schemes, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .

<i>MiFID RTS 9</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/566 of 18 May 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards on the ratio of unexecuted orders to transactions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 10</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/573 of 6 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards on requirements to ensure fair and non-discriminatory co-location and fee structures, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 11</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/588 of 14 July 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards on the tick size regime for shares, depositary receipts and exchange traded funds, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 12</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/570 of 26 May 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards on the determination of a material market in terms of liquidity relating to trading halt notifications, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 13</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/571 of 2 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards on the authorisation, organisational requirements and the publication of transactions for data reporting services providers, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 14</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/572 of 2 June 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards on the specification of the offering of pre-trade and post-trade data and the level of disaggregation, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 17</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/568 of 24 May 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the admission of financial instruments to trading on regulated markets, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 18</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/569 of 24 May 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the suspension and removal of financial instruments from trading, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 20</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/592 of December 2016 supplementing Directive 2014/65/EU of the European Parliament and of the Council with regard to regulatory technical standards for the criteria to establish when an activity is considered to be ancillary to the main business, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 21</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/591 of 1 December 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the application of position limits to commodity derivatives, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 22</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/590 of 28 July 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards for the reporting of transactions to competent authorities, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .

<i>MiFID RTS 23</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/585 of 14 July 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards for the data standards and formats for financial instrument reference data and technical measures in relation to arrangements to be made by the European Securities and Markets Authority and competent authorities, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 25</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/574 of 7 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the level of accuracy of business clocks, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 26</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/582 of 29 June 2016 supplementing <i>MiFIR</i> with regard to regulatory technical standards specifying the obligation to clear derivatives traded on regulated markets and timing of acceptance for clearing, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 27</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/575 of 8 June 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the data to be provided by execution venues on the quality of execution of transactions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID RTS 28</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/576 of 8 July 2016 supplementing <i>MiFID</i> with regard to regulatory technical standards for the annual publication by investment firms of information on the identity of execution venues and on the quality of execution, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFID/MiFIR requirements</i>	any of the requirements applicable to an <i>RIE</i> or an applicant to become an <i>RIE</i> imposed by <i>MiFIR</i> and any formerly directly applicable regulation made under <i>MiFID</i> or <i>EU MiFIR</i> , which is an <i>onshored regulation</i> .
<i>MiFID/MiFIR Systems Regulations</i>	<i>MiFID RTS 7</i> to <i>MiFID RTS 12</i> inclusive, <i>MiFID RTS 25</i> and <i>MiFID RTS 26</i> .
<i>MiFIR</i>	the <i>UK</i> version of Regulation (EU) No 600/2014 of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Regulation (EU) No 648/2012, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFIR Delegated Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/567 of 18 May 2016 supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to definitions, transparency, portfolio compression and supervisory measures on product intervention and positions, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>MiFIR indirect clearing RTS</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2017/2154 of 22 September 2017 supplementing Regulation (EU) No 600/2014 of the European Parliament and of the Council with regard to regulatory technical standards on indirect clearing arrangements, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .

<i>MiFIR indirect clearing default management obligations</i>	article 4 of the <i>MiFIR indirect clearing RTS</i> .
<i>MiFIR investment firm</i>	an <i>investment firm</i> which is either an <i>investment firm</i> to which article 1(2) of <i>MiFIR</i> applies or a <i>third country investment firm</i> to which ■ GEN 2.2.22AR applies.
<i>MIIC</i>	the <i>Motor Insurers' Information Centre</i> .
<i>mineral company</i>	(in <i>UKLR</i>) a <i>company</i> or <i>group</i> , whose principal activity is, or is planned to be, the <i>extraction of mineral resources</i> (which may or may not include exploration for <i>mineral resources</i>).
<i>mineral expert's report</i>	a competent person's report prepared in accordance with paragraph 133 of section III.2 of the <i>technical note on PR disclosure and specialist issuers</i> .
<i>mineral resources</i>	(in <i>UKLR</i>) include metallic and non-metallic ores, mineral concentrates, industrial minerals, construction aggregates, mineral oils, natural gases, hydrocarbons and solid fuels including coal.
<i>mini-ISA</i>	an <i>ISA</i> which contains only one of the following qualifying investments: <ul style="list-style-type: none"> (a) a <i>stocks and shares component</i>; (b) a <i>cash component</i>; (c) an <i>insurance component</i>; as prescribed in paragraph 7, 8 or 9 respectively of the <i>ISA Regulations</i> .
<i>minimum levy</i>	(in <i>FEES</i>) the fixed minimum <i>general levy</i> payable by a <i>firm</i> .
<i>minor foreign exchange pairs</i>	a pair of two different currencies whose exchange rates are traded in the foreign exchange market which is not a <i>major foreign exchange pair</i> .
<i>minor stock market index</i>	a stock market index which is not a <i>major stock market index</i> .
<i>minority ethnic background</i>	(in <i>UKLR</i>) from one of the following categories of ethnic background, as set out in the tables in ■ UKLR 6 Annex 1R(2), ■ UKLR 14 Annex 1R(2), ■ UKLR 16 Annex 1R(2) and ■ UKLR 22 Annex 1R(2), excluding the category "White British or other White (including minority-white groups)": <ul style="list-style-type: none"> (a) Asian/Asian British; (b) Black/African/Caribbean/Black British; (c) Mixed/Multiple Ethnic Groups; and (d) Other ethnic group.
<i>MIPRU</i>	the Prudential sourcebook for Mortgage and Home Finance Firms, and Insurance Intermediaries
<i>MIS</i>	<i>market interface specification</i> .

<i>MIS confidentiality agreement</i>	an agreement between the <i>FCA</i> and a party receiving information regarding the <i>market data processor system market interface specification</i> .
<i>miscellaneous financial loss</i>	<p>(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i>, specified in paragraph 16 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (General <i>contracts of insurance</i>), against any of the following risks:</p> <p>(a) risks of loss to the <i>persons</i> insured attributable to interruptions of the carrying on of business carried on by them or to reduction of the scope of business so carried on;</p> <p>(b) risks of loss to the <i>persons</i> insured attributable to their incurring unforeseen expense (other than loss such as is covered by contracts within paragraph 18 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Assistance));</p> <p>(c) risks which do not fall within paragraphs (a) or (b) and which are not of such a kind that <i>contracts of insurance</i> against them fall within any other provision of Schedule 1 to the <i>Regulated Activities Order</i>.</p>
<i>miscellaneous securities</i>	<p>(in <i>UKLR</i>) <i>securities</i> which are not:</p> <p>(a) <i>shares</i>;</p> <p>(b) <i>debt securities</i>;</p> <p>(c) <i>asset backed securities</i>;</p> <p>(d) <i>certificates representing debt securities</i>;</p> <p>(e) <i>convertible securities</i> which convert to <i>debt securities</i>;</p> <p>(f) <i>convertible securities</i> which convert to <i>equity securities</i>;</p> <p>(g) <i>convertible securities</i> which are exchangeable for <i>securities</i> of another company;</p> <p>(h) <i>certificates representing certain securities</i>; or</p> <p>(i) <i>securitised derivatives</i>.</p>
<i>misleading statements and practices offence</i>	[deleted]
<i>mixed-activity holding company</i>	<p>(1) (in ■ SYSC 12) has the meaning given to the definition of “mixed activity holding company” in article 4(1)(22) of the <i>UK CRR</i>;</p> <p>(2)(in <i>MIFIDPRU</i>) a <i>parent undertaking</i> that satisfies the following conditions:</p> <p>(a)its <i>subsidiaries</i> include at least one <i>MIFIDPRU investment firm</i>; and</p> <p>(b)it is not a <i>financial holding company</i>, an <i>investment holding company</i>, a <i>credit institution</i>, an <i>investment firm</i> or a <i>mixed financial holding company</i>.</p>

	(3)(in ■ SUP 16) means both (1) and (2).
<i>mixed financial holding company</i>	<p>a <i>parent undertaking</i>, other than a <i>regulated entity</i>, which meets the following conditions:</p> <ul style="list-style-type: none"> (a) it, together with its <i>subsidiary undertakings</i>, at least one of which is an <i>UK regulated entity</i>, and other entities, constitutes a <i>financial conglomerate</i>; (b) it has been notified by its <i>coordinator</i> that its group is a <i>financial conglomerate</i> in accordance with Regulation 1(2) of the <i>Financial Groups Directive Regulations</i>; and (c) it has not been notified that its <i>coordinator</i> has agreed not to treat the group as a <i>financial conglomerate</i> where such group, in terms of the tests in ■ GENPRU 3 Annex 4: <ul style="list-style-type: none"> (i) does not meet Threshold Test 2 but meets Threshold Test 3; or (ii) meets Threshold Test 2 but not Threshold Test 3.
<i>mixed insurer</i>	<p>an <i>insurer</i> (other than a <i>pure reinsurer</i>) which carries on <i>reinsurance</i> business and where one or more of the following conditions is met in respect of its <i>reinsurance</i> acceptances:</p> <ul style="list-style-type: none"> (a) the <i>premiums</i> collected in respect of those acceptances during the previous <i>financial year</i> exceeded 10% of its total <i>premiums</i> collected during that year; (b) the <i>premiums</i> collected in respect of those acceptances during the previous <i>financial year</i> exceeded €50 million; and (c) the <i>technical provisions</i> in respect of those acceptances at the end of the previous <i>financial year</i> exceeded 10% of its total <i>technical provisions</i> at the end of that year.
<i>mixed remittance</i>	a remittance that is part <i>client money</i> and part other <i>money</i> .
<i>MLAR</i>	(in <i>SUP</i>) a Mortgage Lending and Administration Return containing data specified in ■ SUP 16 Annex 19A and relevant to the <i>firm's</i> type and <i>regulated activities</i> .
<i>MLRO</i>	<i>money laundering reporting officer</i> .
<i>MLR person</i>	a <i>person</i> that is registered under the <i>Money Laundering Regulations</i> .
<i>modified report</i>	<p>(in <i>UKLR</i>) an accountant's or auditor's report:</p> <ul style="list-style-type: none"> (a) in which the opinion is modified; or (b) which contains an emphasis-of-matter paragraph.
<i>money</i>	any form of money, including cheques and other payable orders.
<i>MoneyHelper</i>	the consumer financial education body (<i>CFEB</i>) originally established by the <i>FSA</i> under section 6A(1) of the <i>Act</i> (Enhancing public understanding of financial matters etc) (as it had effect before the passing of the <i>Financial Services Act 2012</i>).

<i>Money and Pensions Service</i>	the single financial guidance body (<i>SFGB</i>) established under section 1 of the Financial Guidance and Claims Act 2018.
<i>money laundering</i>	<p>any act which:</p> <ul style="list-style-type: none"> (a) constitutes an offence under section 18 (Money laundering) of the Terrorism Act 2000; or (b) constitutes an offence under section 327 (Concealing etc), section 328 (Arrangements) or section 329 (Acquisition, use and possession) of the Proceeds of Crime Act 2002; or (c) constitutes an attempt, conspiracy or incitement to commit an offence specified in paragraph (b); or (d) constitutes aiding, abetting, counselling or procuring the commission of an offence specified in paragraph (b); or (e) would constitute an offence specified in paragraph (b), (c), or (d) if done in the <i>United Kingdom</i>.
<i>Money Laundering Regulations</i>	the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 (SI 2017/692).
<i>money laundering reporting function</i>	<i>FCA controlled function</i> SMF17 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.6.2R.
<i>money laundering reporting officer</i>	the individual appointed by a <i>firm</i> in accordance with ■ SYSC 3.2.6I R or ■ SYSC 6.3.9 R.
<i>Money Market Funds Regulation</i>	the <i>UK</i> version of Regulation (EU) No 2017/1131 of the European Parliament and the Council of 14 June 2017 on money market funds, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>money-market instruments</i>	those classes of <i>financial instruments</i> which are normally dealt in on the money market, such as treasury bills, certificates of deposit and commercial papers and excluding instruments of payment.[Note: article 4(1)(19) of <i>MiFID</i>]
<i>money-purchase benefits</i>	<p>(1) (except in <i>COMP</i> and ■ COBS 19.11) (in relation to an <i>occupational pension scheme</i>) benefits the rate or amount of which are calculated by reference to a payment or payments made by a member of the scheme.</p> <p>(2) (in <i>COMP</i>) in relation to a member of a <i>personal pension scheme</i> or an <i>occupational pension scheme</i> or the widow or widower or surviving civil partner of a member of such a scheme, means benefits the rate or amount of which is calculated by reference to a payment or payments made by the member or by any other <i>person</i> in respect of the member and which are not average salary benefits.</p> <p>(3)(in ■ COBS 19.11) in relation to a member of a <i>personal pension scheme</i> or a <i>stakeholder pension scheme</i> or the widow or widower or surviving civil partner of a member of such a scheme, has the meaning given in section 181 of the Pension Schemes Act 1993, which is benefits the rate</p>

	<p>or amount of which is calculated by reference to a payment or payments made by the member or by any other <i>person</i> in respect of the member and which falls within section 181B of the Pension Schemes Act 1993, which is set out in (a) to (d) below:</p> <p>(a) A benefit other than a pension in payment falls within section 181B if its rate or amount is calculated solely by reference to assets which (because of the nature of the calculation) must necessarily suffice for the purposes of its provision to or in respect of the member.</p> <p>(b) A benefit which is a pension in payment falls within this definition if:</p> <p>(i) its provision to or in respect of the member is secured by a <i>pension annuity or pension policy</i> made or taken out with an <i>insurer</i>; and</p> <p>(ii) at all times before coming into payment, the pension was a benefit falling within this definition by virtue of (3)(a).</p> <p>(c) For the purposes of (3)(a), it is immaterial if the calculation of the rate or amount of the benefit includes deductions for administrative expenses or commission.</p> <p>(d) In this definition, references to a pension do not include income withdrawal or dependants' income withdrawal (within the meaning of paragraphs 7 and 21 of Schedule 28 to the Finance Act 2004).</p>
<i>money-purchase occupational scheme</i>	an <i>occupational pension scheme</i> which provides <i>money-purchase benefits</i> .
<i>money purchase scheme</i>	<p>(1) (except in ■ COBS 19.11) in relation to a <i>director</i>, means a pension scheme under which all of the benefits that may become payable to or in respect of the <i>director</i> are money purchase benefits.</p> <p>(2) (in ■ COBS 19.11) means a <i>relevant pension scheme</i> under which all of the benefits that may become payable to or in respect of a member of the <i>relevant pension scheme</i> are <i>money-purchase benefits</i>.</p>
<i>money service business</i>	<p>carrying on by way of business the activity of:</p> <p>(a) operating a bureau de change; or</p> <p>(b) transmitting money, or any representation of monetary value, by any means; or</p> <p>(c) cashing cheques which are made payable to customers.</p>
<i>money service operator</i>	a <i>person</i> who carries on <i>money service business</i> other than a <i>firm</i> , a <i>BCD credit institution</i> or a <i>financial institution</i> .
<i>money remittance</i>	<p>(in accordance with regulation 2(1) of the <i>Payment Service Regulations</i>) a service for the transmission of money (or any representation of monetary value), without any <i>payment accounts</i> being created in the name of the <i>payer</i> or the <i>payee</i>, where:</p> <p>(a) funds are received from a <i>payer</i> for the sole purpose of transferring a corresponding amount to a <i>payee</i> or to another <i>payment service provider</i></p>

	<p>acting on behalf of the <i>payee</i>; or</p> <p>(b) funds are received on behalf of, and made available to, the <i>payee</i>.</p> <p>[Note: article 4(22) of the <i>Payment Services Directive</i>]</p>
<i>month</i>	(in accordance with the Interpretation Act 1978) a calendar month.
<i>moratorium debt</i>	means a moratorium debt for the purposes of The Debt Respite Scheme (Breathing Space Moratorium and Mental Health Crisis Moratorium) (England and Wales) Regulations 2020.
<i>moratorium period</i>	the period under a <i>funeral plan contract</i> , as provided for in ■ FPCOB 7 , during which the <i>funeral plan provider</i> is not obliged to provide, or secure the provision of, a funeral on the death of the <i>covered individual</i> .
<i>mortgage administrator</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>administering a regulated mortgage contract</i> .
<i>mortgage adviser</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>advising on regulated mortgage contracts</i> .
<i>Mortgage and General Insurance Complaints Transitional Order</i>	The Financial Services and Markets Act 2000 (Transitional Provisions) (Complaints Relating to General Insurance and Mortgages) Order 2004 (SI 2004/454).
<i>mortgage arranger</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>arranging</i> (see also <i>arranging (bringing about) regulated mortgage contracts and making arrangements with a view to regulated mortgage contracts</i>).
<i>mortgage credit card</i>	a <i>plastic card</i> which is a credit card issued under a <i>regulated mortgage contract</i> and not regulated by the Consumer Credit Act 1974.
<i>mortgage intermediary</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on <i>mortgage mediation activity</i> .
<i>mortgage lender</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>entering into a regulated mortgage contract</i> .
<i>mortgage mediation activity</i>	<p>(as defined in article 26 of the Financial Services and Markets Act 2000 (Regulated Activities) (Amendment) (No. 1) Order 2003 (SI 2003/1475)) any of the following <i>regulated activities</i>:</p> <p>(a) <i>arranging (bringing about) regulated mortgage contracts</i> (article 25A(1) and (2A));</p> <p>(b) <i>making arrangements with a view to regulated mortgage contracts</i> (article 25A(2));</p> <p>(c) <i>advising on regulated mortgage contracts</i> (article 53A);</p> <p>(d) <i>agreeing to carry on a regulated activity</i> in (a) to (c) (article 64).</p>

<i>most important financial sector</i>	the <i>financial sector</i> , being either the <i>insurance sector</i> or the <i>banking and investment services sector</i> , which has the largest average referred to in the box titled Threshold Test 2 in the <i>financial conglomerate definition decision tree</i> (10% ratio of balance sheet size and solvency requirements).
<i>motor insurance</i>	(in ■ ICOPS 6B and ■ SUP 16.28) a <i>contract of insurance</i> within the <i>motor vehicle liability</i> or <i>land vehicle</i> class, where the <i>contract of insurance</i> was purchased by a <i>consumer</i> .
<i>Motor Insurers' Information Centre</i>	the information centre appointed to under the <i>UK</i> provisions which implemented article 23 of the <i>Consolidated Motor Insurance Directive</i> (Information Centres).
<i>motor vehicle liability</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 10 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against damage arising out of or in connection with the use of motor vehicles on land, including third-party risks and carrier's liability.
<i>motor vehicle liability insurance business</i>	general <i>insurance business</i> of class 10, other than: <ul style="list-style-type: none"> (a) carrier's liability; (b) pure reinsurance of that class.
<i>motor vehicle liability insurer</i>	<ul style="list-style-type: none"> (a) a <i>firm</i> with <i>permission</i> to carry on <i>motor vehicle liability insurance business</i>; (b) any <i>person</i> carrying on the <i>regulated activity</i> of managing the <i>underwriting capacity</i> of a <i>Lloyd's syndicate</i> in respect of <i>members</i> whose <i>insurance business</i> at <i>Lloyd's</i> includes <i>motor vehicle liability insurance business</i>.
<i>MTF</i>	a <i>multilateral trading facility</i> .
<i>MTF transaction</i>	a transaction concluded by a <i>firm</i> under the rules governing an <i>MTF</i> with another member or participant of that <i>MTF</i> .
<i>multilateral system</i>	any system or facility in which multiple third-party buying and selling trading interests in <i>financial instruments</i> are able to interact in the system. [Note: article 2(1)(11) of <i>MiFIR</i>]
<i>multilateral trading facility</i>	<p>(in accordance with article 3(1) of the <i>Regulated Activities Order</i>):</p> <ul style="list-style-type: none"> (a) a UK multilateral trading facility (within the meaning of article 2(1)(14A) of <i>MiFIR</i>) operated by an <i>investment firm</i>, a <i>credit institution</i> or a <i>market operator</i>; or (b) a facility which: <ul style="list-style-type: none"> (i) is operated by an investment firm, a qualifying credit institution or a market operator whose home State is not the <i>United Kingdom</i>; and (ii) if its operator's home State was the <i>United Kingdom</i>, would be a UK multilateral trading facility within the meaning of article 2(1)(14A) of <i>MiFIR</i>.

	<p>[Note: article 2(1)(14A) of <i>MiFIR</i>]</p>
<p><i>multi-occupancy building insurance contract</i></p>	<p>a <i>policy</i> within the meaning of paragraph 1 of Schedule 1 to the Landlord and Tenant Act 1985.</p>
<p><i>mutual</i></p>	<p>an <i>insurer</i> which:</p> <ul style="list-style-type: none">(a) if it is a <i>body corporate</i> has no <i>share</i> capital (except a wholly owned <i>subsidiary</i> with no <i>share</i> capital but limited by guarantee); or(b) is a <i>registered friendly society</i> or <i>incorporated friendly society</i>; or(c) is a society registered or deemed to be registered under the Industrial and Provident Societies Act 1965 or the Industrial and Provident Societies (Northern Ireland) Act 1969.
<p><i>mutual society share</i></p>	<p>a <i>share</i>, excluding a deferred share issued by a <i>credit union</i>, which:</p> <ul style="list-style-type: none">(a) meets the requirements for common equity Tier 1 capital instruments under article 28 or 29; and(b) is issued by an institution which is of a type listed in article 27; <p>in each case of the <i>UK CRR</i>.</p>

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<i>name-passing broker</i>	a person who arranges (brings about) <i>deals</i> between counterparties at mutually acceptable terms and passes their names to each of them to facilitate the conclusion of a transaction.
<i>national bureau</i>	(in relation to an <i>EEA State</i>) a professional organisation which: <ul style="list-style-type: none"> (a) has been constituted in that State in accordance with Recommendation No 5 adopted on 25 January 1949 by the Road Transport Sub-committee of the Inland Transport Committee of the United Nations Economic Commission for Europe; and (b) groups together <i>insurance undertakings</i> which in that State are authorised to conduct the business of motor vehicle liability insurance.
<i>national guarantee fund</i>	(in relation to an <i>EEA State</i>) a body which: <ul style="list-style-type: none"> (a) has been set up or authorised in that State in accordance with article 1(4) of Council Directive (84/5/EEC); and (b) provides compensation for damages to property or personal injuries caused by unidentified vehicles for which the insurance obligation provided for in article 1(1) of that Directive has not been satisfied.
<i>national storage mechanism</i>	(in <i>UKLR</i> , <i>PRR</i> and <i>DTR</i>) the system identified by the <i>FCA</i> on its website as the national storage mechanism for regulatory announcements and certain documents published by <i>issuers</i> .
<i>natural gas</i>	<ul style="list-style-type: none"> (a) natural gas in any form, including natural gas as deliverable through the <i>Network Code</i>; and (b) any right that relates to natural gas, for example the right under a contract or otherwise to require a person to take any action in relation to natural gas, including: <ul style="list-style-type: none"> (i) delivering natural gas to any person or taking delivery of natural gas; or (ii) providing any information or notice in relation to natural gas; or (iii) making any payment in relation to the delivery or non-delivery, or the taking or non-taking of delivery, of natural gas.
<i>NCIS</i>	National Criminal Intelligence Service.
<i>near cash</i>	<p><i>money</i>, <i>deposits</i> or <i>investments</i> which, in each case, fall within any of the following:</p> <ul style="list-style-type: none"> (a) <i>money</i> which is deposited with an <i>eligible institution</i> or an <i>approved bank</i> in: <ul style="list-style-type: none"> (i) a current account; or (ii) a <i>deposit</i> account, if the <i>money</i> can be withdrawn immediately and without payment of a penalty exceeding seven days' interest calculated at ordinary commercial rates; (b) certificates of <i>deposit</i> issued by an <i>eligible institution</i> or an <i>approved bank</i> if immediately redeemable at the option of the holder; (c) <i>government and public securities</i> , if redeemable at the option of the holder or bound to be redeemed within two years;

	<p>(d) bills of exchange which are <i>government and public securities</i>;</p> <p>(e) <i>deposits</i> with a <i>local</i> authority of a kind which fall within paragraph 9 of Part II of the First Schedule to the Trustee <i>Investments</i> Act 1961, and equivalent <i>deposits</i> with any <i>local</i> authority in an <i>EEA State</i>, if the <i>money</i> can be withdrawn immediately and without payment of a penalty as described in (a).</p>
<i>net annual rent</i>	<p>(in <i>UKLR</i>) (in relation to a <i>property</i>) the current income or income estimated by the valuer:</p> <p>(a) ignoring any special receipts or deductions arising from the <i>property</i>;</p> <p>(b) excluding Value Added Tax and before taxation (including tax on profits and any allowances for interest on capital or loans); and</p> <p>(c) after making deductions for superior rents (but not for amortisation) and any disbursements including, if appropriate, expenses of managing the <i>property</i> and allowances to maintain it in a condition to command its rent.</p>
<i>net current assets</i>	[deleted]
<i>net earned premiums</i>	<i>gross earned premiums</i> , less reinsurance premiums earned.
<i>net liability</i>	(in <i>CREDS</i>) means the outstanding balance of any loan made to the borrower and any interest on that loan that is due but unpaid, less any <i>attached shares</i> held by the borrower.
<i>net long position</i>	the situation in which a <i>firm</i> holds or will hold more <i>units</i> in an <i>investment</i> than it has contracted to <i>sell</i> or, in respect of <i>options</i> , where it has bought rights which exceed rights sold.
<i>net margined omnibus client account</i>	an <i>omnibus client account</i> maintained by a <i>clearing member firm</i> in respect of which the margining arrangements give rise to a <i>gross-minus-net amount</i> which is held by the <i>clearing member firm</i> as <i>client money</i> .
<i>net negative add-back method</i>	the method of calculating a <i>firm's client money requirement</i> described in ■ CASS 7.16.17 R.
<i>net open foreign currency position</i>	[deleted]
<i>net position risk</i>	<p>the value of the following positions of a <i>MIFIDPRU investment firm</i>:</p> <p>(1) <i>trading book</i> positions; and</p> <p>(2) positions other than <i>trading book</i> positions where such positions give rise to foreign exchange risk or commodity risk.</p>
<i>net premium</i>	the <i>premium</i> that is calculated to provide the basic sum assured under a <i>with-profits insurance contract</i> taking into consideration only the mortality and interest rate risks and using the same assumptions as used in the calculation of the <i>mathematical reserves</i> .

<i>net-rated business</i>	business where the <i>premium</i> paid by the <i>consumer</i> is set by an <i>insurance intermediary</i> .
<i>net-rated price</i>	(in ■ ICBS 6B and ■ SUP 16.28) for <i>net-rated business</i> , the price set by an <i>insurer</i> or <i>managing agent</i> which includes the risk price and the <i>insurer's</i> or <i>managing agent's</i> profit margin.
<i>net short position</i>	<p>(1) (except in IPRU(INV) 13) a net short position which gives rise to an economic exposure to the issued <i>share</i> capital of a company. Any calculation of whether a <i>person</i> has a short position must take account of any form of economic interest in the <i>shares</i> of the company.</p> <p>(2) (in IPRU(INV) 13) the situation in which a <i>firm</i> has contracted to <i>sell</i> more of an <i>investment</i> than it holds or will hold or, in respect of <i>options</i>, where it has sold rights which exceed the rights bought.</p> <p>(3) [deleted]</p>
<i>net written premiums</i>	<i>gross written premiums</i> , less <i>reinsurance</i> premiums payable under <i>reinsurance</i> ceded.
<i>netting</i>	a process by which the claims and obligations between two counterparties are offset against each other to leave a single net sum.
<i>netting set</i>	(in MIFIDPRU) a group of transactions with a single counterparty that satisfies the conditions in ■ MIFIDPRU 4.14.28R.
<i>network</i>	<p>a <i>firm</i>:</p> <p>(a) which has five or more <i>appointed representatives</i> (not counting <i>introducer appointed representatives</i>); or</p> <p>(b) whose <i>appointed representatives</i>, not counting <i>introducer appointed representatives</i> (and being fewer than five) have, between them, 26 or more <i>representatives</i>;</p> <p>but not:</p> <p>(i) a <i>product provider</i>; or</p> <p>(ii) a <i>firm</i> which markets the <i>packaged products</i> of a <i>product provider</i> which is in the same <i>group</i> as the <i>firm</i> and which does so other than by selecting products from the whole market; or</p> <p>(iii) an <i>insurer</i> in relation to a <i>non-investment insurance contract</i>; or</p> <p>(iv) a <i>mortgage lender</i>.</p>
<i>Network Code</i>	the network code prepared by Transco plc in accordance with condition 7 of the public gas transporter licence granted or treated as granted to Transco plc under section 7(2) of the Gas Act 1986, as in force from time to time, or any subsequent similar instrument or arrangement.
<i>new business customer</i>	a prospective <i>customer</i> for a <i>policy</i> where the <i>policy</i> being taken out is not a <i>renewal</i> . For the purposes of this definition, <i>renewal</i> has the same meaning as in ■ ICBS 6B.
<i>new funeral plan</i>	a <i>funeral plan contract</i> entered into on or after 29 July 2022.

<i>new sub-fund</i>	a <i>sub-fund</i> within the meaning of regulation 61(3)(a) of the Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019.
<i>NICC</i>	the Northern Ireland Cheque Clearing <i>regulated payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
<i>nominated ECAI</i>	<p>(a) [deleted]</p> <p>(b) [deleted]</p> <p>(c) (for paragraph (d) of the definition of an <i>eligible ECAI</i> (in <i>MIPRU</i>)) an <i>eligible ECAI</i> nominated by a <i>firm</i> in accordance with ■ <i>MIPRU 4.2E</i> for calculating its <i>risk weighted exposure amounts</i>.</p>
<i>nominated partner</i>	the <i>person</i> nominated by the <i>operator</i> of a proposed <i>limited partnership scheme</i> to be the only limited partner (but not a <i>participant</i>) of the <i>scheme</i> on its formation.
<i>nominated representative document</i>	a <i>document</i> in the format and containing the information in ■ <i>FPCOB 9 Annex 2</i> .
<i>nominee company</i>	a <i>body corporate</i> whose business consists solely of acting as a nominee holder of <i>investments</i> or other property.
<i>non-advised client</i>	(in ■ <i>COBS 19</i> and ■ <i>PROD 6</i>) a <i>retail client</i> in relation to whom a <i>firm</i> has not been able to determine, on reasonable grounds, that the client has received, or will receive, a <i>personal recommendation</i> or investment management services for the purposes of ■ <i>COBS 19.12.5R</i> .
<i>non- authorised counterparty</i>	<p>in <i>EG</i>, in relation to <i>EMIR</i>:</p> <p>(a) a financial counterparty which is not an <i>authorised person</i>; or</p> <p>(b) a non-financial counterparty; or</p> <p>(c) a third country entity referred to in article 4(1)(a)(v) of <i>EMIR</i>.</p>
<i>non-card payment system</i>	a <i>regulated payment system</i> other than a <i>card payment system</i> .
<i>non-commercial agreement</i>	a <i>credit agreement</i> or a <i>consumer hire agreement</i> not made by the <i>lender</i> in the course of a business carried on by the <i>lender</i> or <i>owner</i> .
<i>non- authorised parent undertaking</i>	<p>has the meaning in section 143B(1) of the <i>Act</i>, which is a <i>parent undertaking</i> that:</p> <p>(a) is incorporated in the <i>United Kingdom</i> or has its principal place of business in the <i>United Kingdom</i>, and</p> <p>(b) is not an <i>authorised person</i>.</p>
<i>non- authorised Voluntary Jurisdiction participant</i>	a participant in the <i>Voluntary Jurisdiction</i> who is not a <i>firm</i> .

<i>non-core liquid asset</i>	<p>has the meaning in ■ MIFIDPRU 7.7.8R, which is any of the following, except to the extent excluded by ■ MIFIDPRU 7.7.8R(2):</p> <ul style="list-style-type: none"> (1) short-term deposits at a <i>credit institution</i> that does not have a <i>Part 4A permission</i> in the <i>UK</i> to accept deposits; (1A) short-term non-sterling deposits at a <i>UK credit institution</i>; (2) assets representing claims on, or guaranteed by, multilateral development banks or international organisations; (3) assets representing claims on or guaranteed by any <i>third country</i> central bank or government; (4) <i>financial instruments</i>; and (5) any other instrument eligible as collateral against the margin requirement of an <i>authorised central counterparty</i>.
<i>non-DB pension scheme</i>	any pension arrangement that is not a scheme (or is not a section of a scheme) that provides <i>safeguarded benefits</i> other than a <i>guaranteed annuity rate</i> .
<i>Non-Delta Risk of Options RTS</i>	Part 1 (FCA) of the <i>UK</i> version of Regulation (EU) No 528/2014 12 March 2014 supplementing Regulation (EU) No 575/2013 of the European Parliament and of the Council with regard to regulatory technical standards for non-delta risk of options in the standardised market risk approach, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>non-directive firm</i>	<p>(1) (in ■ SUP 11 (Controllers and close links) and ■ SUP 16 (Reporting requirements)) (in accordance with the Financial Services and Markets Act 2000 (Controllers) (Exemption) Order 2009 (SI 2009/774)) a <i>UK domestic firm</i> other than:</p> <ul style="list-style-type: none"> (a) a <i>credit institution</i> that has permission under Part 4A of the Act to carry on the regulated activity of <i>accepting deposits</i>; (b) an <i>investment firm</i> that has permission under Part 4A of the Act to carry on <i>regulated activities</i> relating to <i>investment services and/or activities</i> in the <i>UK</i>; (c) a <i>management company</i> as defined section 237 of the Act which is authorised by the <i>FCA</i>; (d) a <i>Solvency II firm</i>. <p>(2) (in ■ FEES 4 Annex 1AR Part 3) has the meaning given to it in the Glossary of the <i>PRA Rulebook</i>.</p>
<i>non-directive friendly society</i>	a <i>friendly society</i> that is not a <i>Solvency II firm</i> .
<i>non-directive insurer</i>	an <i>insurer</i> which is not a <i>Solvency II firm</i> .
<i>non-directive mutual</i>	a <i>mutual</i> that is not a <i>Solvency II firm</i> .

<i>non-discretionary investment manager</i>	(in relation to <i>firm type</i> in ■ SUP 16.10 (Confirmation of <i>firm details</i>)) a person who, acting only on behalf of a <i>client</i> , manages <i>designated investments</i> in an account or portfolio on a non-discretionary basis under the terms of a non-discretionary management agreement.
<i>non-discretionary management agreement</i>	<p>an agreement for the non-discretionary management of <i>investments</i>:</p> <p>(a) under which the <i>firm</i> agrees to conduct a regular review of the suitability of the <i>client's</i> account or portfolio, based on an assessment of the <i>client's</i> requirements; and</p> <p>(b) that sets out the <i>client's</i> investment objectives, investment strategy, and attitude to risk, the intervals at which the portfolio will be reviewed, and the arrangements for consulting the <i>client</i> about proposed investment decisions.</p>
<i>non-EEA AIF</i>	an AIF which is not a UK AIF or an EEA AIF.
<i>non-EEA AIFM</i>	an AIFM which is not a UK AIFM or an EEA AIFM.
<i>non-equity share</i>	a share which is not an equity share.
<i>non-equity shares and non-voting equity shares</i>	<p>a listing of non-equity shares and non-voting equity shares other than:</p> <p>(1) non-voting equity shares issued by a company that is a closed-ended investment fund unless it has a listing of equity shares in the closed-ended investment funds category;</p> <p>(2) non-voting equity shares issued by an open-ended investment company;</p> <p>(3) non-equity shares and non-voting equity shares issued by a company that is an investment entity but not a closed-ended investment fund or an open-ended investment company; and</p> <p>(4) preference shares that are specialist securities,</p> <p>where the issuer is required to comply with the requirements in ■ UKLR 16 (Non-equity shares and non-voting equity shares: requirements for listing and continuing obligations) and other requirements in the listing rules that are expressed to apply to such securities in this category.</p>
<i>non-equity transferable securities</i>	(in PRR) (as defined in article 2(c) of the Prospectus Regulation) all transferable securities that are not equity securities.
<i>non-executive director</i>	a director who has no responsibility for implementing the decisions or the policies of the governing body of a firm.

<i>non-executive director function</i>	<i>FCA controlled function</i> CF2 in the <i>table of FCA controlled functions</i> , described more fully in ■ SUP 10A.6.12 R and ■ SUP 10A.6.13 R.
<i>non-financial entity</i>	<p>(as defined in article 2(1) of <i>MiFID RTS 21</i>) a natural or legal person other than:</p> <ul style="list-style-type: none"> (a) a <i>MiFID investment firm</i> authorised as such by means of a <i>Part 4A permission</i> or an <i>investment firm</i> authorised in accordance with <i>MiFID</i>; (b) a credit institution authorised in accordance with Directive 2013/36/EU of the European Parliament and of the Council or a <i>CRD credit institution</i>; (c) an <i>insurance undertaking</i> authorised as such by means of a <i>Part 4A permission</i> or in accordance with Directive 73/239/EEC; (d) an assurance undertaking authorised as such by means of a <i>Part 4A permission</i> or in accordance with Directive 2002/83/EC of the European Parliament and of the Council; (e) a <i>reinsurance undertaking</i> authorised as such by means of a <i>Part 4A permission</i> or in accordance with Directive 2005/68/EC of the European Parliament and of the Council; (f) a <i>UCITS</i> and, where relevant, its <i>management company</i>, authorised as such by means of a <i>Part 4A permission</i> or in accordance with the <i>UCITS Directive</i>; (g) an institution for occupational retirement provision within the meaning of article 6(a) of Directive 2003/41/EC of the European Parliament and of the Council or an <i>occupational pension scheme</i>; (h) an <i>alternative investment fund</i> managed by <i>AIFMs</i> authorised or registered in accordance with the <i>AIFMD</i> or authorised as such by means of a <i>Part 4A permission</i> or registered as such pursuant to the <i>Alternative Fund Managers Regulations 2013</i>; (i) a <i>CCP</i> authorised in accordance with Regulation (EU) No 909/2014 of the European Parliament and of the Council or recognised as such by means of a recognition order under Part XVIII of the Act; (j) a central securities depository authorised in accordance with Regulation (EU) No 909/2014 of the European Parliament and of the Council or recognised as such by means of a recognition order under Part XVIII of the Act. <p>A third-country entity is a non-financial entity if it would not require authorisation under any of the aforementioned legislation if it was based in the <i>United Kingdom</i> and subject to <i>UK law</i>. [Note: article 2 of <i>MiFID RTS 21</i>]</p>
<i>non-financial matters</i>	factors which may influence a <i>firm's investment</i> strategy or decision, and which are based on the views (including ethical concerns regarding environmental, social and governance issues) of the <i>firm's clients</i> or <i>relevant policyholders</i> .
<i>non-financial sector entity</i>	an entity that is not a <i>financial sector entity</i> .

<i>Non-Exempt Activities Order</i>	the Financial Services and Markets Act 2000 (Professions) (Non-Exempt Activities) Order 2001 (SI 2001/1227).
<i>non-independent research</i>	an <i>investment recommendation</i> that does not meet the conditions set out in article 36(1) of the <i>MiFID Org Regulation</i> . [Note: article 36(1) of the <i>MiFID Org Regulation</i>]
<i>non-investment insurance contract</i>	a <i>contract of insurance</i> which is a <i>general insurance contract</i> or a <i>pure protection contract</i> but which is not a <i>long-term care insurance contract</i> .
<i>non-investment insurance product</i>	an insurance product sold or underwritten as individual <i>non-investment insurance contracts</i> . [Note: ■ PROD 1.4.2G indicates that an insurance product may be read as being a reference to the product for distribution to <i>customers</i> generally and is not intended to refer to each individual contract of insurance being sold or underwritten (unless the context indicates otherwise).]
<i>non-listed company</i>	a <i>company</i> which has its registered office in the UK and the <i>shares</i> of which are not admitted to trading on a UK regulated market, as defined in article 2(1)(13A) of the <i>MiFI Regulations</i> . [Note: article 4(1)(ac) of <i>AIFMD</i>]
<i>non-mainstream pooled investment</i>	any of the following <i>investments</i> : <ul style="list-style-type: none"> (a) a <i>unit</i> in an <i>unregulated collective investment scheme</i>; (b) a <i>unit</i> in a <i>qualified investor scheme</i>; (c) a <i>security</i> issued by a <i>special purpose vehicle</i>, other than an <i>excluded security</i>; (d) a <i>traded life policy investment</i>; (e) <i>rights to or interests in investments</i> that are any of (a) to (d).
<i>non-mainstream regulated activity</i>	a <i>regulated activity</i> of an <i>authorised professional firm</i> in relation to which the conditions in ■ PROF 5.2.1 R are satisfied.
<i>non-margined transaction</i>	a transaction executed by a <i>firm</i> : <ul style="list-style-type: none"> (a) for, or on behalf of, a <i>client</i> in relation to <i>MiFID business</i> and/or <i>designated investment business</i>; and (b) which is not a <i>margined transaction</i>.
<i>non-market-price transaction</i>	a transaction where: <ul style="list-style-type: none"> (a) the <i>dealing rate</i> or price paid by the <i>firm</i> or its <i>client</i> differs from the prevailing market rate or price to a material extent; or

	(b) the <i>firm</i> or its <i>client</i> otherwise gives materially more or less in value than it receives in return.
<i>non-mass market investment</i>	either of the following: (a) a <i>non-mainstream pooled investment</i> ; (b) a <i>speculative illiquid security</i> .
<i>non-money purchase benefits</i>	pension benefits that are not <i>money-purchase benefits</i> .
<i>non-P2P agreement</i>	an agreement between one <i>person</i> ("the borrower") and another <i>person</i> ("the lender") by which the lender provides the borrower with credit, which does not satisfy the conditions for being a <i>P2P agreement</i> .
<i>non-personal recommendation advice</i>	(1) advice given to a <i>person</i> which is the <i>regulated activity</i> specified in article 53(1) of the <i>Regulated Activities Order</i> and which is not a <i>personal recommendation</i> . (2) for the purposes of (1), article 53(1A) of the <i>Regulated Activities Order</i> is to be disregarded.
<i>non-PRIIP packaged product</i>	a <i>packaged product</i> other than a <i>packaged retail and insurance-based investment product (PRIIP)</i> .
<i>non-profit fund</i>	a <i>long-term insurance fund</i> which is not a <i>with-profits fund</i> .
<i>non-profit insurance business</i>	the business of <i>effecting</i> or carrying out non-profit insurance contracts.
<i>non-profit insurance contract</i>	a <i>long-term insurance contract</i> which is not a <i>with-profits insurance contract</i> .
<i>non-proportional reinsurance treaty</i>	see <i>proportional reinsurance treaty</i> .
<i>non-readily realisable security</i>	a <i>security</i> which is not any of the following: (a) a <i>readily realisable security</i> ; (b) a <i>packaged product</i> ; (c) <i>non-mass market investment</i> ; (d) a <i>mutual society share</i> ; (e) a deferred share issued by a <i>credit union</i> ; or (f) <i>credit union subordinated debt</i> . (g) [deleted]

<i>non-real time financial promotion</i>	(in accordance with article 7(2) of the <i>Financial Promotion Order</i>) a <i>financial promotion</i> that is not a <i>real time financial promotion</i> .
<i>non-retail communication</i>	a <i>financial promotion</i> and: <ul style="list-style-type: none"> (a) is <i>made only to recipient</i> who the <i>firm</i> reasonably believes are <i>professional clients</i> or <i>eligible counterparties</i>; or (b) may reasonably be regarded as <i>directed only at recipients</i> who are <i>professional clients</i> or <i>eligible counterparties</i>.
<i>non-retail financial instrument</i>	a <i>financial instrument</i> in respect of which the conditions in either paragraphs (1)(a) and (b) or (2) are met: (1) <ul style="list-style-type: none"> (a) the marketing materials for the <i>financial instrument</i> (including the <i>prospectus</i>, if there is one) feature prominent and clear disclosures to the effect that the <i>financial instrument</i>: <ul style="list-style-type: none"> (i) is being offered only to investors eligible for categorisation as <i>professional clients</i> or <i>eligible counterparties</i> under the <i>FCA's rules</i>; and (ii) is not intended for <i>retail customers</i>; (b) the issuer of the <i>financial instrument</i> or, in relation to secondary market offers, the distributor, has taken reasonable steps to ensure that the offer and any associated promotional communications are directed only to investors eligible for categorisation as <i>professional clients</i> or <i>eligible counterparties</i>; (2) a minimum denomination or otherwise a minimum investment of £50,000 applies to the <i>financial instrument</i> , or equivalent amount for a <i>financial instrument</i> denominated in another currency, where the equivalent amount is calculated not more than three <i>business days</i> before the date the <i>financial instrument</i> was first issued.
<i>non ring-fenced body</i>	has the same meaning as in article 14(3) of the Financial Services and Markets Act 2000 (Ring-fenced Bodies and Core Activities) Order 2014 (2014 No. 1960) http://www.legislation.gov.uk/ukSI/2014/1960/made .
<i>non-segregated account</i>	(in <i>MIFIDPRU</i>) an account that is not a <i>segregated account</i> .
<i>non-significant benchmark</i>	has the meaning in article 3.1(27) of the <i>benchmarks regulation</i> .
<i>non-SMF board director subject to competence requirements</i>	in relation to an <i>SMCR firm</i>) a <i>board director</i> of the <i>firm</i> who meets the following conditions: <ul style="list-style-type: none"> (a) they are not an <i>SMF manager</i> of the <i>firm</i>; and (b) the <i>firm</i> is required to assess their fitness and propriety under the <i>competent employees rule</i>, ■ SYSC 28 (Insurance distribution: specific knowledge, ability and good repute requirements), any directly applicable EU legislation or any other requirement of the <i>regulatory system</i>.

<i>non-SMF director Directory person</i>	an individual who is a <i>director</i> of an <i>SMCR firm</i> but is not: (1)an <i>SMF manager</i> ; or (2)a <i>certification employee</i> .
<i>non-SNI MIFIDPRU investment firm</i>	a <i>MIFIDPRU investment firm</i> that is not an <i>SNI MIFIDPRU investment firm</i> .
<i>non-standard method of internal client money reconciliation</i>	the method of <i>internal client money reconciliation</i> described in ■ CASS 7.15.17 R .
<i>non-stakeholder CTF</i>	a <i>CTF</i> that is not a <i>stakeholder CTF</i> .
<i>non-threshold short-term loan firm</i>	a <i>firm</i> which: (a)has <i>permission</i> to enter into a <i>regulated credit agreement</i> as <i>lender</i> in respect of: (i) <i>high-cost short-term credit</i> ; (ii) <i>home credit loan agreements</i> ; or (iii)both <i>high-cost short-term credit</i> and <i>home credit loan agreements</i> ; and (b)is not: (i)a <i>threshold 1 category A firm</i> ; (ii)a <i>threshold 1 category B firm</i> ; (iii)a <i>threshold 2 category A firm</i> ; or (iv)a <i>threshold 2 category B firm</i> .
<i>non-UCITS retail scheme</i>	an <i>authorised fund</i> which is not a <i>UCITS scheme</i> , a <i>qualified investor scheme</i> or a <i>long-term asset fund</i> .
<i>non-UCITS scheme</i>	an <i>authorised fund</i> that is not a <i>UCITS scheme</i> .
<i>non-UK AIF</i>	an <i>AIF</i> which is not a <i>UK AIF</i> .
<i>non-UK AIFM</i>	an <i>AIFM</i> which is not a <i>UK AIFM</i> .
<i>non-UK bank</i>	a <i>bank</i> which is a <i>body corporate</i> or <i>partnership</i> formed under the law of any country or territory outside the <i>UK</i> .
<i>non-UK feeder AIF</i>	a <i>UK AIF</i> that is a <i>feeder AIF</i> , the <i>master AIF</i> of which is a <i>non-UK AIF</i> or is managed by a <i>non- UK AIFM</i> .
<i>non-voting equity share</i>	an <i>equity share</i> which does not carry rights to vote at general meetings of the <i>company</i> .

<i>non-workplace pension</i>	the individual arrangements of a member of a <i>non-workplace pension scheme</i> who is a <i>retail client</i> with the scheme's operator.
<i>non-workplace pension scheme</i>	a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> , in situations where the scheme will be used to provide members with benefits other than employment benefits.
<i>normally based</i>	(in <i>ICOBS</i>) (in relation to a <i>vehicle</i>): <ul style="list-style-type: none"> (a) the territory of the State of which the <i>vehicle</i> bears a registration plate; or (b) in cases where no registration is required for the type of <i>vehicle</i>, but the <i>vehicle</i> bears an insurance plate or a distinguishing sign analogous to a registration plate, the territory of the State in which the insurance plate or the sign is issued; or (c) in cases where neither registration plate nor insurance plate nor distinguishing sign is required for the type of <i>vehicle</i>, the territory of the State in which the keeper of the <i>vehicle</i> is permanently resident. [Note: article 1(4) of Directive 72/166/EC (First Motor Insurance Directive)]
<i>normally resident</i>	(in <i>MCOB</i>) normally resident; for the purposes of this definition: <ul style="list-style-type: none"> (a) an individual (whether or not acting as trustee) is to be treated as normally resident in the country which he indicates is his country of residence, unless the <i>firm</i> has reason to doubt this; and (b) a <i>body corporate</i> acting as trustee is to be treated as resident in the country in which its registered office (or, if it has no registered office, its head office) is located.
<i>Northern Ireland credit union</i>	a body corporate registered under the Credit Unions (Northern Ireland) Order 1985 which is an <i>authorised person</i> or a body corporate registered under the Industrial and Provident Societies Act (Northern Ireland) 1969 as a <i>credit union</i> which is an <i>authorised person</i> .
<i>not-for-profit body</i>	a body which by virtue of its constitution or any enactment: <ul style="list-style-type: none"> (a) is required (after payment of outgoings) to apply the whole of its income, and any capital which it expends, for charitable or public purposes; and (b) is prohibited from directly or indirectly distributing among its members any part of its assets (otherwise than for charitable or public purposes).
<i>not-for-profit debt advice body</i>	a body which is a <i>not-for-profit body</i> with a <i>limited permission</i> to carry on <i>debt counselling</i> alone or together with either or both <i>debt adjusting</i> and <i>providing credit information services</i> , and <i>agreeing to carry on a regulated activity</i> so far as relevant to those activities, where no <i>associate</i> (other than a <i>not-for-profit debt advice body</i>) of the body carries on <i>debt adjusting</i> or <i>debt counselling</i> or <i>providing credit information services</i> .
<i>notice of discontinuance</i>	a notice given by the <i>appropriate regulator</i> in accordance with section 389 of the Act (Notices of discontinuance) which states that the <i>appropriate</i>

	<i>regulator</i> has decided not to take the action proposed in a <i>warning notice</i> or the action to which a <i>decision notice</i> relates.
<i>notice period</i>	(in relation to a <i>long-term asset fund</i>) has the meaning given in ■ COLL 15.8.12R(2)(f) (Dealing: redemption of units).
<i>notifiable concern</i>	has the meaning in ■ SUP 16.31.7R.
<i>notification rule</i>	<p>(1) (in relation to a <i>firm</i>) a <i>rule</i> requiring a <i>firm</i> to give the <i>FCA</i> notice of, or information regarding, an event, but excluding:</p> <ul style="list-style-type: none"> (a) a <i>rule</i> requiring periodic submission of a report; and (b) a <i>rule</i> in the <i>listing rules</i>. <p>(2) (in relation to a <i>recognised body</i>) a <i>rule</i> made by the <i>FCA</i> under section 293 of the <i>Act</i> (Notification requirements) or section 295 of the <i>Act</i> (Notification: overseas investment exchanges and overseas clearing houses):</p> <ul style="list-style-type: none"> (a) requiring a <i>recognised body</i> to give the <i>FCA</i>: <ul style="list-style-type: none"> (i) notice of, and specified information regarding, specified events relating to the body; (ii) specified information relating to the body at specified times or in respect of specified periods; and (iii) any other information required to be given by such a <i>rule</i>; or (b) (in relation to an <i>RIE</i>): <ul style="list-style-type: none"> (i) specifying descriptions of <i>regulatory provision</i> in relation to which, or circumstances in which, the duty to notify the <i>FCA</i> of such <i>regulatory provision</i> in section 300B(1) of the <i>Act</i> does not apply or providing that the duty to notify applies only to specified descriptions of <i>regulatory provision</i> or in specified circumstances; or (ii) making provision as to the form and contents of the notice required under (2)(b)(i), and requiring <i>recognised bodies</i> to provide specified information in connection with that notification.
<i>notional principal</i>	<p>(a) (in relation to a <i>contract for differences</i> which is an index derivative):</p> <ul style="list-style-type: none"> (i) the current mark to market valuation of a <i>contract for differences</i> which resembles a <i>futures</i> contract; or (ii) the exercise value of a <i>contract for differences</i> which resembles an <i>option</i> contract; <p>(b) (in relation to any other <i>contract for differences</i>) the notional lot size of the contract.</p>
<i>NPR</i>	<i>net position risk</i> .
<i>nuclear risks</i>	risks falling within any <i>class</i> of <i>general insurance business</i> and arising in connection with the construction and use of any nuclear reactor or nuclear installation or the carriage of any nuclear matter.

<i>NURS-KII document</i>	a <i>document</i> prepared for a <i>retail client</i> in a <i>non-UCITS retail scheme</i> which contains the <i>key investor information</i> required by ■ COLL 4.7.2R (Key investor information).
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Glossary - O

Oblique - A line or surface that is not perpendicular to the base or axis.

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<i>occupational pension scheme</i>	(a) (a scheme specified in article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) which is, in summary, a pension scheme established for the purpose of providing benefits to people with service in employments of a prescribed description.
<i>ODR Regulation</i>	the <i>UK</i> version of Regulation (EU) No 524/2013 of the European Parliament and of the Council of 21 May 2013 on online dispute resolution for consumer disputes and amending Regulation (EC) No 2006/2004 and Directive 2009/22/EC, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>OECD</i>	Organisation for Economic Co-operation and Development.
<i>OECD state guaranteed issuer</i>	an <i>issuer</i> of <i>debt securities</i> whose obligations in relation to those securities have been guaranteed by a member state of the <i>OECD</i> .
<i>OEIC</i>	<i>open-ended investment company</i> .(see also <i>ICVC</i> .)
<i>OEIC Regulations</i>	the Open-Ended Investment Companies Regulations 2001 (SI 2001/1228)
<i>off-balance sheet items</i>	the items listed in Annex 1 of the <i>UK CRR</i> .
<i>off-exchange</i>	(in relation to a transaction in an <i>investment</i>) a transaction which is not <i>on-exchange</i> .
<i>offer</i>	<p>(1) (in ■ MAR 1 (Market Abuse)) an offer as defined in the <i>Takeover Code</i>.</p> <p>(2) [deleted]</p> <p>(3) (in <i>UKLR</i> and <i>PRR</i>) an <i>offer of transferable securities to the public</i>.</p> <p>(4)(in <i>PRIN</i>) an offer as defined in the <i>Takeover Code</i> or an <i>offer of transferable securities to the public</i>.</p>
<i>offer document</i>	(in <i>MCOB</i>) a document in which the <i>home finance provider</i> offers to enter into a <i>home finance transaction</i> with a <i>customer</i> .
<i>offer for sale</i>	(in <i>UKLR</i>) an invitation to the public by, or on behalf of, a third party to purchase <i>securities</i> of the <i>issuer</i> already in issue or allotted (and may be in the form of an invitation to tender at or above a stated minimum price).
<i>offer for subscription</i>	(in <i>UKLR</i>) an invitation to the public by, or on behalf of, an <i>issuer</i> to subscribe for <i>securities</i> of the <i>issuer</i> not yet in issue or allotted (and may be in the form of an invitation to tender at or above a stated minimum price).
<i>offer of transferable securities to the public</i>	(in <i>PRR</i> and <i>UKLR</i>) (as defined in the <i>Prospectus Regulation</i>) a communication to persons in any form and by any means, presenting sufficient information on the terms of the offer and the securities to be offered, so as to enable an investor to decide to purchase or subscribe for those securities. This definition also applies to the placing of securities through financial intermediaries.
<i>offeree</i>	(in ■ MAR 1) an offeree as defined in the <i>Takeover Code</i> .
<i>offeror</i>	<p>(1) (in ■ MAR 1(Market Abuse)and ■ UKLR 21.2.11R to ■ UKLR 21.2.16R) an offeror as defined in the <i>Takeover Code</i>.</p> <p>(2) [deleted]</p>

(3) (in *UKLR* (except ■ *UKLR 21.2.11R* to ■ *UKLR 21.2.16R*) and *FEES* provisions in relation to *PRR*) (as defined in the *Prospectus Regulation*) a *person* who makes an *offer of transferable securities to the public*.

<i>offer price</i>	the price at which a <i>person</i> could purchase a <i>unit</i> in a <i>dual-priced authorised fund</i> or a <i>security</i> .
<i>officer</i>	<p>(1) (in connection with the exercise of the <i>appropriate regulator's</i> power to require information) an officer of the <i>appropriate regulator</i>, a member of the <i>appropriate regulator's</i> staff or an agent of the <i>appropriate regulator</i>.</p> <p>(2) (otherwise) (in relation to a <i>body corporate</i>) (as defined in section 400(5) of the <i>Act</i> (Offences by <i>bodies corporate</i> etc)) a director, member of the committee of management, <i>chief executive</i>, <i>manager</i>, secretary, or other similar officer of the body, or a <i>person</i> purporting to act in that capacity or a <i>controller</i> of the body.</p>
<i>official list</i>	<p>(1) (in <i>UKLR</i>) the list maintained by the <i>FCA</i> in accordance with section 74(1) of the <i>Act</i> for the purposes of Part VI of the <i>Act</i>.</p> <p>(2) (except in <i>UKLR</i>):</p> <p>(a) the list maintained by the <i>FCA</i> in accordance with section 74(1) of the <i>Act</i> (The official list) for the purposes of Part VI of the <i>Act</i> (Official Listing);</p> <p>(b) any corresponding list maintained by a <i>competent authority</i> for listing in another <i>EEA State</i>.</p>
<i>OFR</i>	(in ■ MIFIDPRU 5) the own funds requirement for exposures to a <i>client</i> or <i>group of connected clients</i> calculated in accordance with ■ MIFIDPRU 5.7.3R(2).
<i>OFRE</i>	(in ■ MIFIDPRU 5) the own funds requirement for the excess calculated in accordance with ■ MIFIDPRU 5.7.3R(1).
<i>OFR recognised scheme</i>	a <i>scheme</i> recognised under section 271A of the <i>Act</i> (Schemes authorised in approved countries), or a <i>sub-fund</i> recognised under section 271A of the <i>Act</i> , as applied by section 271S of the <i>Act</i> (Recognition of parts of schemes under section 271A).
<i>oil</i>	mineral oil of any description and petroleum gases, whether in liquid or vapour form, including products and derivatives of oil.
<i>oil collective investment scheme</i>	a <i>collective investment scheme</i> , the property of which consists only of property which is <i>oil</i> or an <i>oil</i> investment or cash awaiting investment.
<i>oil investment</i>	<p>any of the following:</p> <p>(a) a <i>unit</i> in an <i>oil</i> collective investment scheme;</p> <p>(b) an <i>option</i> to acquire or dispose of an <i>oil</i> investment;</p> <p>(c) a future where the <i>commodity</i> in question is <i>oil</i>;</p> <p>(d) a <i>contract for differences</i> where the property in question is <i>oil</i> or an <i>oil</i> investment or the index or other factor in question is linked to or otherwise dependent upon fluctuations in the value or price of <i>oil</i> or any <i>oil</i> investments;</p> <p>(e) <i>rights to or interests in investments</i> in (a) - (d).</p>

<i>oil market activity</i>	<p>(a) any <i>regulated activity</i> in relation to an <i>oil investment</i> or to <i>oil</i>, or in relation to a <i>biofuel investment</i>, <i>biofuel</i>, a <i>biomass investment</i> or <i>biomass</i> that is ancillary to activities related to <i>oil investments</i> or <i>oil</i>, which:</p> <p>(i) is the <i>executing of own account transactions</i> on any <i>recognised investment exchange</i> or <i>designated investment exchange</i>; or</p> <p>(ii) if it is not the <i>executing of transactions</i> on such exchanges, is performed in connection with or for persons who are not individuals;</p> <p>(b) [deleted]</p>
<i>oil market participant</i>	<p>a <i>firm</i>:</p> <p>(a) whose permission:</p> <p>(i) includes a requirement that the <i>firm</i> must not carry on any <i>designated investment business</i> other than <i>oil market activity</i>; and</p> <p>(ii) does not include a requirement that it comply with IPRU(INV) 5 (Investment management <i>firms</i>) or 13 (Personal <i>investment firms</i>); and</p> <p>(b) which is not an <i>authorised professional firm</i>, <i>bank</i>, <i>building society</i>, <i>credit union</i>, <i>friendly society</i>, <i>ICVC</i>, <i>insurer</i>, <i>MiFID investment firm</i> <i>media firm</i>, <i>service company</i>, <i>insurance intermediary</i>, <i>home finance administrator</i>, <i>mortgage intermediary</i>, <i>home finance provider</i> or <i>regulated benchmark administrator</i>.</p>
<i>Ombudsman</i>	a <i>person</i> appointed to the panel of <i>persons</i> maintained by the <i>FOS Ltd</i> to determine complaints, including the Chief Ombudsman.
<i>Ombudsman Transitional Order</i>	the Financial Services and Markets Act 2000 (Transitional Provisions) (Ombudsman Scheme and Complaints Scheme) Order 2001 (SI 2001/2326).
<i>omnibus client account</i>	<p>as the context requires, either:</p> <p>(a) an account maintained by a <i>firm</i> at an <i>authorised central counterparty</i> for more than one <i>client</i> of the <i>firm</i> in respect of which the <i>authorised central counterparty</i> has agreed with the <i>firm</i> to provide <i>omnibus client segregation</i>; or</p> <p>(b) an account maintained at a <i>clearing member</i> at the request of a <i>firm</i> and in respect of more than one <i>indirect client</i> of the <i>firm</i>, as described in:</p> <p>(i) article 4(2)(a) or 4(2)(b) of the <i>EMIR L2 Regulation</i>; or</p> <p>(ii) article 4(2)(a) or 4(2)(b) of the <i>MiFIR indirect clearing RTS</i>.</p>
<i>omnibus client segregation</i>	as defined in article 39(2) of <i>EMIR</i> .
<i>OMPS</i>	the Handbook Guide for oil market participants.

<i>on-demand sustainability information</i>	the information set out under ■ ESG 5.5.13R(2) for a <i>person</i> who is entitled to such information under ■ ESG 5.5.13R(1) in respect of assets under management in an <i>unauthorised AIF</i> in which the <i>person</i> is an investor, but only in respect of an <i>unauthorised AIF</i> which is a <i>UK AIF</i> managed by a <i>full-scope UK AIFM</i> or a <i>small authorised UK AIFM</i> and which is not listed on a <i>recognised investment exchange</i> .
<i>on-demand TCFD information</i>	an <i>on-demand TCFD product report</i> or <i>underlying asset data</i> .
<i>on-demand TCFD product report</i>	a report produced in accordance with ■ ESG 2.3 for a <i>person</i> who is entitled to such information under ■ ESG 2.3.5R in respect of: <ul style="list-style-type: none"> (1)the <i>investments</i>, including rights to or interests in <i>investments</i>, in respect of which the <i>firm</i> provides <i>portfolio management</i> to that <i>person</i>; or (2)assets under management in an <i>unauthorised AIF</i> in which the <i>person</i> is an investor, but only in respect of an <i>unauthorised AIF</i> managed by a <i>UK AIFM</i> which is not listed on a <i>recognised investment exchange</i>.
<i>one-off promotion</i>	a communication meeting the requirements set out in articles 15 or 15A of the Promotion of Collective Investment Schemes Order or in articles 28 or 28A of the Financial Promotions Order.
<i>on-exchange</i>	<ul style="list-style-type: none"> (a) (in relation to a transaction in the <i>United Kingdom</i>) effected by means of the <i>facilities</i> of, or governed by the <i>rules</i> of, a <i>regulated market</i>; (b) (in relation to any other transaction) effected by means of the <i>facilities</i> of, or governed by the <i>rules</i> of, an exchange.
<i>one-off transaction</i>	any transaction other than a transaction carried out in the course of an established business relationship formed by a <i>person</i> acting in the course of relevant financial business.
<i>online notification and application system</i>	the FCA's and the PRA's online notification and applications system, by whatever name known. [Note: before 1 October 2014 this was known as ONA, and from 1 October 2014 it has been known as the CONNECT system https://connect.fca.org.uk/firms/aupo_sitelogin)]
<i>onshored regulation</i>	a regulation made pursuant to the <i>Treaty</i> and which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>'on us' transactions</i>	transactions where the <i>acquirer</i> and <i>card issuer</i> are the same entity.
<i>OPBAS Regulations</i>	the Oversight of Professional Body Anti-Money Laundering and Counter Terrorist Financing Supervision Regulations 2017 (SI 2017/1301).
<i>open</i>	in relation to a <i>syndicate year</i> , one which has not been <i>closed</i> .
<i>open-end agreement</i>	a <i>credit agreement</i> with no fixed duration.

<i>open offer</i>	(in UKLR and in ■ DTR 5) an invitation to existing <i>securities</i> holders to subscribe or purchase <i>securities</i> in proportion to their holdings, which is not made by means of a renounceable letter (or other negotiable document).
<i>open-ended investment company</i>	<p>(as defined in section 236 of the Act (Open-ended investment companies)) a <i>collective investment scheme</i> which satisfies both the property condition and the investment condition:</p> <p>(a) the property condition is that the property belongs beneficially to, and is managed by or on behalf of, a <i>body corporate</i> ("BC") having as its purpose the investment of its funds with the aim of:</p> <ul style="list-style-type: none"> (i) spreading investment risk; and (ii) giving its members the benefit of the results of the management of those funds by or on behalf of that body; <p>(b) the investment condition is that, in relation to BC, a reasonable investor would, if they were to participate in the <i>scheme</i>:</p> <ul style="list-style-type: none"> (i) expect that they would be able to realise, within a period appearing to them to be reasonable, their investment in the <i>scheme</i> (represented, at any given time, by the value of shares in, or securities of, BC held by them as a <i>participant</i> in the <i>scheme</i>); and (ii) be satisfied that their investment would be realised on a basis calculated wholly or mainly by reference to the value of property in respect of which the <i>scheme</i> makes arrangements. <p>(see also <i>investment company with variable capital</i>.)</p>
<i>operating a dormant asset fund</i>	<p>any of the <i>regulated activities</i> of:</p> <ul style="list-style-type: none"> (a) <i>meeting of repayment claims</i>; or (b) <i>managing dormant asset funds (including the investment of such funds)</i>.
<i>operating a multilateral trading facility</i>	<p>the <i>regulated activity</i> in article 25D of the <i>Regulated Activities Order</i>, which is, in summary, the operation of a multilateral trading facility on which MiFID instruments are traded. In this definition "MiFID instrument" means any investment:</p> <ul style="list-style-type: none"> (a) of the kind specified by articles 76, 77, 78, 79, 80, 81, 82B, 83, 84 or 85 of the <i>Regulated Activities Order</i>; or (b) of the kind specified by article 89 of the <i>Regulated Activities Order</i>, so far as relevant to an investment falling within (a); <p>that is a <i>financial instrument</i>.</p>
<i>operating an electronic system in relation to lending</i>	a <i>regulated activity</i> of the kind specified in article 36H of the <i>Regulated Activities Order</i> .

operating an electronic system in relation to non-P2P agreements	the <i>unregulated activity</i> , carried on by a person who has <i>Part 4A permission to operate an electronic system in relation to lending</i> , of carrying on the activity described in article 36H of the <i>Regulated Activities Order</i> in relation to a <i>non-P2P agreement</i> or prospective <i>non-P2P agreement</i> .
operating an organised trading facility	<p>the <i>regulated activity</i> in article 25DA of the <i>Regulated Activities Order</i>, which is in summary, the operation of an <i>organised trading facility</i> on which non-equity MiFID instruments are traded. In this definition “non-equity MiFID instrument” means any investment</p> <p>(a) of the kind specified by articles 77, 77A, 78, 79, 80, 81, 82B, 83, 84 or 85; or</p> <p>(b) of the kind specified by article 89 of the <i>Regulated Activities Order</i>, so far as relevant to an investment falling within (a);</p> <p>that is a bond, a structured finance product (within the meaning of article 2(1)(28) of <i>MiFIR</i>), an <i>emission allowance</i>, or a derivative (within the meaning of article 2(1)(29) of <i>MiFIR</i>).</p>
operational information	<p>(in ■ COBS 19.11) means information that is relevant to:</p> <p>(a) the operation of <i>pensions dashboard services</i>; and</p> <p>(b) monitoring compliance with a <i>firm’s</i> requirements set out in ■ COBS 19.11.</p>
operational objectives	as defined in section 1B(3) of the Act.
operational risk	<p>(1) (in <i>COLL</i> and <i>FUND</i>) the risk of loss for a <i>UCITS</i> or <i>AIF</i> resulting from inadequate internal processes and failures in relation to the people and systems of the <i>management company</i> or <i>AIFM</i> or from external events, and it includes legal and documentation risk and risk resulting from the trading, settlement and valuation procedures operated on behalf of the <i>fund</i>.</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p>
operator	<p>(1) (except in <i>EG</i>):</p> <p>(a) (in relation to an <i>AUT</i>) the <i>manager</i>;</p> <p>(aa) (in relation to an <i>ACS</i>) the <i>authorised contractual scheme manager</i>;</p> <p>(b) (in relation to an <i>ICVC</i>) that <i>company</i> or, if applicable, the <i>authorised corporate director</i>;</p> <p>(ba) [deleted]</p> <p>(c) (except in relation to a <i>recognised scheme</i>) (in relation to any other <i>collective investment scheme</i> that is a <i>unit trust scheme</i> with a separate <i>trustee</i>) any <i>person</i> who, under the <i>trust deed</i> establishing the <i>scheme</i>, is responsible for the management of the property held for or within the <i>scheme</i>;</p>

	<p>(ca) (except in relation to a <i>recognised scheme</i>) (in relation to any other <i>collective investment scheme</i> that is a contractual scheme) any <i>person</i> who, under the constituent instrument, is responsible for the management of the property held for or within the <i>scheme</i>;</p> <p>(d) (except in relation to a <i>recognised scheme</i>) (in relation to any other <i>collective investment scheme</i> that is an <i>open-ended investment company</i>) that <i>company</i> or, if applicable, any <i>person</i> who, under the constitution or founding arrangements of the <i>scheme</i>, is responsible for the management of the property held for or within the <i>scheme</i>;</p> <p>(e) (except in relation to a <i>recognised scheme</i>) (in relation to any other <i>collective investment scheme</i>) any <i>person</i> who, under the constitution or founding arrangements of the <i>scheme</i>, is responsible for the management of the property held for or within the <i>scheme</i>;</p> <p>(ea) (in relation to a <i>recognised scheme</i>) in accordance with section 237(2) of the <i>Act</i>, the legal entity with overall responsibility for the management and performance of the functions of the <i>scheme</i>;</p> <p>(f) (in relation to an <i>investment trust savings scheme</i>) any <i>person</i> appointed, by those responsible for managing the property of the <i>investment trust</i>, to manage the <i>investment trust savings scheme</i>;</p> <p>(g) (in relation to a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>) the <i>person</i> who carries on the <i>regulated activity</i> specified in article 52 of the <i>Regulated Activities Order</i> (Establishing etc. a pension scheme).</p> <p>(2) (in <i>EG</i>) (in accordance with section 237(2) of the <i>Act</i> (Other definitions)):</p> <p>(a) (in relation to a <i>unit trust scheme</i> with a separate <i>trustee</i>) the <i>manager</i>;</p> <p>(b) (in relation to an <i>OEIC</i> which is an undertaking for collective investment in transferable securities within the meaning of the <i>UCITS Directive</i> and which has appointed a <i>person</i> to manage the <i>scheme</i>) the <i>manager</i>;</p> <p>(c) (in relation to any other <i>OEIC</i>) the <i>company</i>.</p> <p>(3) (in ■ FEES 1 and ■ FEES 9), any <i>person</i> with responsibility under a <i>payment system</i> for managing or operating it; and any reference to the operation of a <i>payment system</i> includes a reference to its management. It does not include the Bank of England.</p>
operator acting as a PSR fee payer	an operator of a <i>card payment system</i> or an <i>IFR card payment system</i> acting as an <i>acquirer</i> , as a <i>card issuer</i> or as both an <i>acquirer</i> and <i>card issuer</i> in that <i>payment system</i> .
operator of an electronic system in relation to lending	a <i>person</i> who has, or ought to have, <i>permission</i> for operating an <i>electronic system in relation to lending</i> .
OPS activity	<p>(a) <i>managing investments</i> in a case where the assets managed are:</p> <p>(i) held for the purposes of an <i>occupational pension scheme</i>; or</p> <p>(ii) held for the purposes of a <i>welfare trust</i> established by a <i>person</i> who is, or has been at any time during the last 12 <i>months</i>, an</p>

	<p>associate of the <i>OPS firm</i>; or</p> <p>(iii) assets of an <i>OPS collective investment scheme</i>;</p> <p>(b) any one or more of the following activities undertaken in the course of, or incidental to, the operation of an <i>occupational pension scheme</i>, <i>welfare trust</i> or <i>OPS collective investment scheme</i>:</p> <p>(i) <i>dealing in investments as principal</i>;</p> <p>(ii) <i>dealing in investments as agent</i>;</p> <p>(iii) arranging (bringing about) deals in investments;</p> <p>(iv) <i>making arrangements with a view to transactions in investments</i>;</p> <p>(v) <i>safeguarding and administering investments</i>;</p> <p>(vi) <i>advising on investments</i>;</p> <p>(vii) receiving or holding <i>client money</i>.</p>
<i>OPS collective investment scheme</i>	a <i>collective investment scheme</i> the contributions to which consist entirely of assets held for an <i>occupational pension scheme</i> .
<i>OPS firm</i>	<p>(a) (except in <i>IPRU(INV)</i>) a <i>firm</i> which:</p> <p>(i) carries on <i>OPS activity</i>; and</p> <p>(ii) is one or more of the following:</p> <p>(A) a trustee of the <i>occupational pension scheme</i> in question;</p> <p>(B) a <i>company</i> owned by the trustees of the <i>occupational pension scheme</i> in question;</p> <p>(C) a <i>company</i> which is:</p> <p>(I) an employer in relation to the <i>occupational pension scheme</i> in question in respect of its employees or former employees or their dependants; or</p> <p>(II) a <i>company</i> within the <i>group</i> which includes an employer within (I); or</p> <p>(III) an administering authority subject to the Local Government Pension Scheme Regulations 2013 as in force on 1 April 2018; or</p> <p>(b) a <i>firm</i> which:</p> <p>(i) has satisfied the requirements set out in (a) at any time during the past 12 <i>months</i>; but</p> <p>(ii) is no longer able to comply with those requirements because of a change in the control or ownership of the employer referred to in (a)(ii) during that period.</p>
<i>opted-in exempt CAD firm</i>	[deleted]

option	<p>(1) the <i>investment</i>, specified in article 83 of the <i>Regulated Activities Order</i> (Options), which is in summary an option to acquire or dispose of:</p> <ul style="list-style-type: none"> (a) a <i>designated investment</i> (other than a <i>P2P agreement</i>, an option or one to which (d) or (e) applies); or (b) currency of the <i>United Kingdom</i> or of any other country or territory; or (c) palladium, platinum, gold or silver; or (d) a commodity to which article 83(2) and (4) of the <i>Regulated Activities Order</i> applies; or (e) a <i>financial instrument</i> in paragraph 10 of Section C of Annex 1 to <i>MiFID</i> to which article 83(3) and (4) of the <i>Regulated Activities Order</i> applies; or (f) an option to acquire or dispose of an option specified in (a), (b), (c), (d) or (e); <p>but so that for the purposes of calculating capital requirements for <i>BIPRU firms</i> it also includes any of the items listed in the table in BIPRU 7.6.18 R (Option PRR: methods for different types of option) and any cash settled option.</p> <p>(2) (in <i>COLL</i>) in addition and to the extent it does not fall within (1), an <i>investment</i> which would have been within the definition of "option" in the FCA Handbook immediately before <i>IP completion day</i>.</p>
optional additional product	(in <i>ICOB</i> S and PROD 4) a good, service or right of any description, whether or not financial in nature, that a <i>customer</i> may obtain (or not, as the case may be) at their election in connection with, or alongside, a <i>non-investment insurance contract</i> . This includes <i>retail premium finance</i> .
organisation	a <i>body corporate</i> , a <i>partnership</i> , a trust or an unincorporated association.
originator	<p>(1) in relation to a <i>securitisation</i> within the meaning of paragraph (2) of the definition of <i>securitisation</i>) either of the following:</p> <ul style="list-style-type: none"> (a) an entity which, either itself or through related entities, directly or indirectly, was involved in the original agreement which created the obligations or potential obligations of the debtor or potential debtor giving rise to the <i>exposures</i> being <i>securitised</i>; or (b) an entity which purchases a third party's <i>exposures</i> onto its balance sheet and then <i>securitises</i> them. <p>[Note: article 4(41) of the Banking Consolidation Directive (Definitions)]</p> <p>(2) (except in (1)) means an entity which:</p> <ul style="list-style-type: none"> (a) itself or through related entities, directly or indirectly, was involved in the original agreement which created the obligations or potential obligations of the debtor or potential debtor giving rise to the <i>exposure</i> being <i>securitised</i>; or (b) purchases a third party's <i>exposures</i> for its own account and then

	securitises them.
	[Note: article 4(1)(13) of the <i>UK CRR</i>]
<i>organised trading facility</i>	(in accordance with article 3(1) of the <i>Regulated Activities Order</i>): (a) a UK organised trading facility (within the meaning of 2(1)(15A) of <i>MiFIR</i>) operated by an investment firm, a qualifying credit institution or a market operator; or (b) a facility which: (i) is operated by an investment firm, a qualifying credit institution or a market operator whose home State is not the United Kingdom; and (ii) if its operator's home State was the United Kingdom, would be a UK organised trading facility within the meaning of article 2(1)(15A) of <i>MiFIR</i> . [Note: article 2(1)(15A) of <i>MiFIR</i>]
<i>orphan monies</i>	an <i>eligible CIS amount</i> within section 9(3)(d) and (6) of the Dormant Assets Act 2022.
<i>OTC</i>	<i>over the counter</i> .
<i>OTC derivative</i>	a <i>derivative</i> traded solely <i>over the counter</i> .
<i>OTC derivatives, CCPs and trade repositories regulation</i>	the Financial Services and Markets Act 2000 (Over the Counter Derivatives, Central Counterparties and Trade Repositories) Regulations 2013 as amended by The Financial Services and Markets Act 2000 (Over the Counter Derivatives, Central Counterparties and Trade Repositories) (Amendment) Regulations 2019.
<i>OTF</i>	<i>organised trading facility</i> .
<i>other financial considerations</i>	factors (other than <i>ESG financial considerations</i>) that are material to the financial performance of an <i>investment</i> or <i>investment strategy</i> .
<i>other local responsibility function</i>	<i>FCA controlled function</i> SMF22 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.8.1R.
<i>other overall responsibility function</i>	<i>FCA controlled function</i> SMF18 in the <i>table of FCA-designated senior management functions</i> , described more fully in ■ SUP 10C.7.1R.
<i>outcomes statement</i>	the statement required by ■ COBS 18.12.21R.
<i>outsourcing</i>	(1) (except in ■ SYSC 8, ■ COBS 11.7, ■ SYSC 3 and ■ SYSC 13 to the extent applicable to a <i>Solvency II firm</i> , and the definition of <i>relevant person</i>) the use of a <i>person</i> to provide customised services to a <i>firm</i> other than: (a) a member of the <i>firm's</i> governing body acting in his capacity as

	<p>such; or</p> <p>(b) an individual employed by a <i>firm</i> under a contract of service.</p> <p>(2) (in ■ SYSC 8, ■ COBS 11.7, ■ SYSC 3 and ■ SYSC 13 to the extent applicable to a <i>Solvency II firm</i>, and the definition of <i>relevant person</i>) an arrangement of any form between a <i>firm</i> and a service provider by which that service provider performs a process, a service or an activity which would otherwise be undertaken by the <i>firm</i> itself.</p> <p>[Note: article 2(3) of the <i>MiFID Org Regulation</i> and article 13(28) of the <i>Solvency II Directive</i>]</p>
overall financial adequacy rule	<p>(1) (for a <i>dormant account fund operator</i>) ■ GENPRU 1.2.26R as in force at 31 December 2015, which requires that a <i>firm</i> must at all times maintain overall financial resources, including capital resources and liquidity resources, which are adequate, both as to amount and quality, to ensure that there is no significant risk that its liabilities cannot be met as they fall due.</p> <p>(2) the requirement in ■ MIFIDPRU 7.4.7R(1) (Overall financial adequacy rule), which is the obligation for a <i>MIFIDPRU investment firm</i> to hold <i>own funds</i> and <i>liquid assets</i> which are adequate, both as to their amount and quality, to ensure that:</p> <p>(a) it is able to remain financially viable throughout the economic cycle, with the ability to address any material potential harm that may result from its ongoing activities; and</p> <p>(b) its business can be wound down in an orderly manner, minimising harm to <i>consumers</i> or to other market participants.</p>
over collateralisation	(in <i>RCB</i>) (as defined in Regulation 3(3) of the <i>RCB Regulations</i>) the provision of additional <i>assets</i> that assist the payment from the <i>relevant asset pool</i> of claims attaching to a <i>regulated covered bond</i> in the event of the failure of the <i>issuer</i> .
over the counter	(in relation to a transaction in an <i>investment</i>) not <i>on-exchange</i> .
overall financial sector	<p>a sector composed of one or more of the following types of entities:</p> <p>(a) members of the <i>financial sectors</i>; and</p> <p>(b) (except where ■ GENPRU 3.1 (Cross sector groups) or GENPRU 3 Ann 1R (Capital adequacy calculations for financial conglomerates) provide otherwise) a <i>mixed financial holding company</i>.</p>
overdraft facility	<p>(1) (in ■ CONC App 1.2 and ■ SUP 16 Annex 21R) an explicit agreement whereby a <i>lender</i> makes available to a <i>borrower</i> funds which exceed the current balance in the <i>borrower's current account</i>.(2)(in ■ MCOB 10A) an explicit agreement whereby an <i>MCD creditor</i> makes available to a <i>consumer</i> funds which exceed the current balance in the <i>consumer's current account</i>. [Note: Annex I Part II of the <i>MCD</i> and article 3(d) of the <i>Consumer Credit Directive</i>]</p>
overseas	outside the <i>United Kingdom</i> .

overseas company	(in UKLR) a company incorporated outside the <i>United Kingdom</i> .
overseas core SMCR firm	a core SMCR firm that is an overseas firm.
overseas financial services institution	an institution authorised to carry on any <i>regulated activity</i> or other financial service by an overseas regulator.
overseas non-investment insurance product	<p>(in PROD) a non-investment insurance product:</p> <p>(1)that:</p> <p>(a)is only available for <i>distribution</i> to; or</p> <p>(b)(for a <i>legacy non-investment insurance product</i>) is no longer being marketed or distributed but where there are <i>policies</i> under the product that remain in force where the <i>policyholder</i> is,</p> <p>a customer who is not <i>habitually resident</i> in and, if applicable, the <i>state of the risk</i> is outside, the <i>United Kingdom</i>; and</p> <p>(2)where, for all <i>policies</i> issued or that will be issued under the product, any <i>policyholder</i> is not <i>habitually resident</i> at the time of issue in, and, if applicable, the <i>state of the risk</i> is outside, the <i>United Kingdom</i>.</p>
overseas financial stability information power	the PRA's power under section 169A of the Act (Support of overseas regulator with respect to financial stability) which, in summary, is a power exercisable at the request of an overseas regulator to require a person to provide information or documents relevant to the stability of one or more aspects of the <i>relevant financial system</i> operating in the country or territory of that regulator.
overseas firm	<p>(1) (in relation to ■ MAR 5 and ■ MAR 5A) a firm which has its registered office (or, if it has no registered office, its head office) outside the <i>United Kingdom</i>.(2) (in any other case) a firm which has its registered office (or, if it has no registered office, its head office) outside the <i>United Kingdom</i>.</p>
overseas introducing broker	<p>a person, who is not an authorised person:</p> <p>(a) who is resident outside the <i>United Kingdom</i>; and</p> <p>(b) who introduces transactions relating to designated investments arranged (brought about) for its <i>clients</i> to a clearing firm in the <i>United Kingdom</i>.</p>
overseas investment exchange	an investment exchange which has neither its head office nor its registered office in the <i>United Kingdom</i> .
overseas long-term insurer	<p>an insurance undertaking which is not an authorised person and which:</p> <p>(a)</p> <p>(b)</p> <p>(c) is authorised to effect or carry on <i>long-term insurance business</i> in the</p>

overseas
person

Bailiwick of Jersey, the Bailiwick of Guernsey, the Isle of Man, the Commonwealth of Pennsylvania or the State of Iowa;

(in accordance with article 3(1) of the *Regulated Activities Order* (Interpretation)) a person who:

(a) carries on any of the following *regulated activities*:

- (i) *dealing in investments as principal*;
- (ii) *dealing in investments as agent*;
- (iii) *arranging (bringing about) deals in investments*;
- (iv) *arranging (bringing about) regulated mortgage contracts*;
- (v) *making arrangements with a view to regulated mortgage contracts*;
- (vi) *making arrangements with a view to transactions in investments*;
- (vii) *managing investments*;
- (viii) *safe custody and administering investments*;
- (ix) *sending dematerialised instructions*;
- (x) *causing dematerialised instructions to be sent*;
- (xa) *managing a UK UCITS*;
- (xb) *acting as trustee or depositary of a UK UCITS*;
- (xc) *managing an AIF*;
- (xd) *acting as trustee or depositary of an AIF*;
- (xi) *establishing, operating or winding up a collective investment scheme*;
- (xii) [deleted]
- (xiii) [deleted]
- (xiiia) [deleted]
- (xiv) *establishing, operating or winding up a stakeholder pension scheme*;
- (xiva) *establishing, operating or winding up a personal pension scheme*;
- (xv) *advising on investments*;
- (xvi) *advising on regulated mortgage contracts* ;
- (xvii) *entering into a regulated mortgage contract* ;
- (xviii) *administering a regulated mortgage contract* ;
- (xix) *arranging (bringing about) a home reversion plan*;
- (xx) *making arrangements with a view to a home reversion plan*;
- (xxi) *advising on a home reversion plan*;

	<p>(xxii) <i>entering into a home reversion plan;</i></p> <p>(xxiii) <i>administering a home reversion plan;</i></p> <p>(xxiv) <i>arranging (bringing about) a home purchase plan;</i></p> <p>(xxv) <i>making arrangements with a view to a home purchase plan;</i></p> <p>(xxvi) <i>advising on a home purchase plan;</i></p> <p>(xxvii) <i>entering into a home purchase plan;</i></p> <p>(xxviii) <i>administering a home purchase plan;</i></p> <p>(xxix) agreeing to carry on those regulated activities, disregarding the exclusion in article 72 of the <i>Regulated Activities Order</i> (Overseas persons); but</p> <p>(b) does not carry on any such activities, or offer to do so, from a permanent place of business maintained by him in the <i>United Kingdom</i>.</p>
overseas regulator	<p>(1) (except in relation to the <i>overseas financial stability information power</i>) (as defined in section 195(3) of the Act (Exercise of power in support of overseas regulator)) an authority in a country or territory outside the <i>United Kingdom</i>:</p> <p>(a) which is a <i>Home State regulator</i>; or</p> <p>(b) which exercises any of the following functions:</p> <p>(i) a function corresponding to any function of the FCA or PRA under the Act;</p> <p>(ii) a function corresponding to any function exercised by the FCA in its capacity as <i>competent authority</i> in relation to the listing of securities;</p> <p>(iii) a function corresponding to any function exercised by the Secretary of State under the Companies Acts (as defined in section 2 of the Companies Act 2006);</p> <p>(iv) a function in connection with the investigation of conduct of the kind prohibited by Part V of the Criminal Justice Act 1993 (Insider Dealing), or with the enforcement of rules (whether or not having the force of law) relating to such conduct;</p> <p>(v) a function prescribed by regulations made for the purposes of section 195(4) of the Act (Exercise of powers) which, in the opinion of the Treasury, relates to companies or financial services.</p> <p>(2) (in relation to the <i>overseas financial stability information power</i>) (as defined in section 169A(2) of the Act (Support of overseas regulator with respect to financial stability)) an authority in a country or territory outside the <i>United Kingdom</i> which exercises functions with respect to the stability of the <i>relevant financial system</i> operating in that country or territory.</p>
overseas SMCR banking firm	<p>a <i>firm</i> identified as an overseas banking firm in the decision tree in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms) and Part Four of that Annex.</p>

overseas SMCR firm	an SMCR firm that is an overseas firm.
own account order	an order which relates to an own account transaction.
own account trading firm	(in relation to firm type in ■ SUP 16.10 (Confirmation of firm details)) a firm that only deals or arranges deals in securities or contractually based investments for its own benefit, or for the benefit of an associate.
own account transaction	a transaction executed by the firm for its own benefit or for the benefit of its associate .
own funds	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(2A) [deleted]</p> <p>(3) [deleted]</p> <p>(3A) [deleted]</p> <p>(4) [deleted]</p> <p>(4A)(in MIFIDPRU) has the meaning in ■ MIFIDPRU 3.2.1R.</p> <p>(5) (except in MIFIDPRU) has the meaning in article 4(1)(118) of the UK CRR, as it applied on 31 December 2021.</p>
own funds instruments	<p>(1)(in relation to an instrument issued by a MIFIDPRU investment firm) capital instruments that qualify as common equity tier 1 instruments, additional tier 1 instruments or tier 2 instruments.</p> <p>(2)(in relation to a parent undertaking to which the group capital test applies) as defined in ■ MIFIDPRU 2.6.2R.</p> <p>(3)(in any other case) has the meaning in article 4(1)(119) of the UK CRR.</p>
own funds threshold requirement	the amount of own funds that a firm needs to hold to comply with the overall financial adequacy rule.
own funds requirement	the requirement for a MIFIDPRU investment firm to maintain a minimum level of own funds specified in ■ MIFIDPRU 4.3.
own funds wind-down trigger	<p>(Except in the circumstances explained in ■ MIFIDPRU TP 2.25AR) an amount of own funds that is equal to:</p> <p>(1)the firm's fixed overheads requirement; or</p> <p>(2)another amount specified by the FCA in a requirement applied to the firm.</p>
owner	<p>(1) (in RCB) (as defined in Regulation 4 of the RCB Regulations) an owner which owns an asset pool and issues a guarantee to pay from that asset pool claims attaching to a regulated covered bond in the event of a failure of the issuer of that bond.</p> <p>(2) (in relation to a credit-related regulated activity), in accordance with article 60N(3) of the Regulated Activities Order:</p>

	<p>(a) the <i>person</i> who bails or, in Scotland, hires <i>goods</i> under a <i>consumer hire agreement</i>; or</p> <p>(b) a <i>person</i> who exercises, or has the right to exercise, the rights and duties of a <i>person</i> who bailed or, in Scotland, hired <i>goods</i> under a <i>consumer hire agreement</i>.</p>
<i>ownership share</i>	<p>in accordance with the definition of a "share" in section 422(6) of the Act (Controller):</p> <p>(a) (in relation to an <i>undertaking</i> with a share capital) an allotted share;</p> <p>(b) (in relation to an <i>undertaking</i> with capital but no share capital) a right to share in the capital of the <i>undertaking</i> ;</p> <p>(c) (in relation to an <i>undertaking</i> without capital) an interest:</p> <p>(i) conferring any right to share in the profits, or liability to contribute to the losses, of the <i>undertaking</i> ; or</p> <p>(ii) giving rise to an obligation to contribute to the debts or expenses of the <i>undertaking</i> in the event of a winding up.</p>
<i>own-initiative powers</i>	<p>the FCA's or the PRA's <i>own-initiative variation power</i> and <i>own-initiative requirement power</i>, which powers are supplemented, in respect of FCA-<i>authorised persons</i>, by the FCA's <i>additional own-initiative variation power</i>. The latter power is, for the avoidance of doubt, not within the scope of this definition.</p>
<i>own-initiative requirement power</i>	<p>The FCA's power under section 55L(3) of the Act or the PRA's power under section 55M(3) of the Act to impose a new <i>requirement</i> on a <i>firm</i>, to vary a <i>requirement</i> that it has imposed on the <i>firm</i> or to cancel any such <i>requirement</i> otherwise than on the application of a <i>firm</i>.</p>
<i>own-initiative variation power</i>	<p>the FCA's or the PRA's power under section 55J of the Act (Variation or cancellation on initiative of regulator) to vary or cancel a <i>Part 4A permission</i> otherwise than on the application of a <i>firm</i>, which power is supplemented, in respect of FCA-<i>authorised persons</i>, by the FCA's <i>additional own-initiative variation power</i>. The latter power is, for the avoidance of doubt, not within the scope of this definition.</p>

Glossary - P

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<i>P2P agreement</i>	<p>(a) (in relation to a <i>borrower</i>) in accordance with article 36H of the <i>Regulated Activities Order</i>, an agreement by which one <i>person</i> provides another <i>person</i> with credit (within the meaning of article 60L of the <i>Regulated Activities Order</i>) and in relation to which:</p> <p>(i) the <i>operator of the electronic system in relation to lending</i> which facilitates the agreement does not provide credit (within that meaning), assume the rights (by <i>assignment</i> or operation of law) of a <i>person</i> who provided credit, or receive credit under the agreement;</p> <p>(ii) the borrower is an <i>individual</i>; and</p> <p>(iii) either condition (A) or (B) is satisfied:</p> <p>(A) the lender provides credit (within that meaning) of less than or equal to £25,000; or</p> <p>(B) the agreement is not entered into by the borrower wholly or predominantly for the purposes of a business carried on, or intended to be carried on, by the borrower.</p> <p>(b) (in relation to a lender) in accordance with article 36H of the <i>Regulated Activities Order</i>, an agreement by which one <i>person</i> provides another <i>person</i> with credit (within the meaning of article 60L of the <i>Regulated Activities Order</i>) and in relation to which either:</p> <p>(i) the lender is an <i>individual</i> or was an <i>individual</i> at the time the agreement was entered into; or</p> <p>(ii) if the lender is not an <i>individual</i> or was not an <i>individual</i> at the time the agreement was entered into, either condition (A) or (B) is satisfied, or was satisfied at the time the agreement was entered into:</p> <p>(A) the lender provides credit (within that meaning) of less than or equal to £25,000; or</p> <p>(B) the agreement is not entered into by the borrower wholly or predominantly for the purposes of a business carried on, or intended to be carried on, by the borrower;</p> <p>provided, in either case, that the <i>operator of the electronic system in relation to lending</i> which facilitates the agreement does not provide credit (within that meaning), assume the rights (by <i>assignment</i> or operation of law) of a <i>person</i> who provided credit, or receive credit under the agreement.</p>
<i>P2P platform operator</i>	a <i>person</i> carrying on an activity of the kind specified by article 36H(1) or 36H(2D) of the <i>Regulated Activities Order</i> .
<i>P2P portfolio</i>	a collection of agreements that consist wholly of <i>P2P agreements</i> or a combination of <i>P2P agreements</i> and <i>non-P2P agreements</i> facilitated by an <i>operator of an electronic system in relation to lending</i> with the aim of achieving a <i>target rate</i> for a lender.
<i>P2P resolution manual</i>	the manual required by SYSC 4.1.8DBR .
<i>packaged bank account</i>	an arrangement under which a <i>firm</i> provides a <i>retail banking service</i> as part of a package which includes access to other goods or services, whether or not a fee is charged.

<i>packaged product</i>	<p>(a) a <i>life policy</i>;</p> <p>(b) a <i>unit</i> in a <i>regulated collective investment scheme</i>;</p> <p>(c) an interest in an <i>investment trust savings scheme</i>;</p> <p>(d) a <i>stakeholder pension scheme</i>;</p> <p>(e) a <i>personal pension scheme</i>;</p> <p>whether or not (in the case of (a), (b) or (c)) held within an <i>ISA</i> or a <i>CTF</i> and whether or not the <i>packaged product</i> is also a <i>stakeholder product</i>.</p>
<i>packaged retail and insurance-based investment product</i>	<p>a product that is:</p> <p>(1)a packaged retail and insurance-based investment product within the meaning of article 4(3) of the <i>PRIPs Regulation</i>; and</p> <p>(2)not exempt from the application of the <i>PRIPs Regulation</i> under articles 2(2) or 32 thereof.</p>
<i>parental responsibility</i>	<p>(as defined in section 3(9) of the Child Trust Fund Act 2004):</p> <p>(a) parental responsibility within the meaning of the Children Act 1989 or the Children (Northern Ireland) Order 1995 (SI 1995/755 (N.I. 2)); or</p> <p>(b) parental responsibilities within the meaning of the Children (Scotland) Act 1995.</p>
<i>parent undertaking</i>	<p>(1) (in accordance with section 420 of the <i>Act</i> (Parent and subsidiary undertaking) and section 1162 of the Companies Act 2006 (Parent and subsidiary undertakings)):</p> <p>(a) (in relation to whether an <i>undertaking</i> , other than an incorporated friendly society, is a <i>parent undertaking</i> and except for the purposes described in (c)) an <i>undertaking</i> which has the following relationship to another <i>undertaking</i> ("<i>S</i>"):</p>

- (i) it holds a majority of the voting rights in S; or
 - (ii) it is a member of S and has the right to appoint or remove a majority of its board of directors; or
 - (iii) it has the right to exercise a dominant influence over S through:
 - (A) provisions contained in S's memorandum or articles; or
 - (B) a control contract; or
 - (iv) it is a member of S and controls alone, under an agreement with other shareholders or members, a majority of the voting rights in S; or
 - (v)
 - (A) it has the power to exercise, or actually exercises, dominant influence or control over S; or
 - (B) it and S are managed on a unified basis; or
 - (vi) it is a parent undertaking of a parent undertaking of S; or
 - (vii) (except in *REC* or for the purposes of the *rules* in *GENPRU* and *INSPRU* as they apply to *members* of the *Society* of Lloyd's or to the *Society* or *managing agents* in respect of *members*) he is an individual and would be a *parent undertaking* if he were an *undertaking*; or
 - (viii) (except in *REC* or for the purposes of *rules* in *GENPRU* and *INSPRU* as they apply to *members* of the *Society* of Lloyd's or to the *Society* or *managing agents* in respect of *members*) it is incorporated in or formed under the law of an *EEA State* and is a parent undertaking within the meaning of any rule of law in that State for purposes connected with implementation of the Seventh Company Law Directive;
- in relation to (ii) and (iv); the *undertaking* will be treated as a member of S if any of its *subsidiary undertakings* is a member of S, or if any shares in S are held by a *person* acting on behalf of the *undertaking* or any of its *subsidiary undertakings*; the provisions of Schedule 7 to the Companies Act 2006 (Parent and subsidiary undertakings: supplementary provisions) explain the expressions used in and supplement paragraphs (i) to (vi);
- (b) (in relation to whether an incorporated friendly society is a parent undertaking and except for the purposes escribed in (c)) an incorporated friendly society which has the following relationship to a *body corporate* ("S"):
- (i) it holds a majority of the voting rights in S; or
 - (ii) it is a member of S and has the right to appoint or remove a majority of S's board of directors; or
 - (iii) it is a member of S and controls alone, under an agreement with other shareholders or members, a majority of the voting rights in S; or

	<p>(iv) it is the <i>parent undertaking</i> of a <i>body corporate</i> which has the relationship in (i), (ii) or (iii) to S.</p> <p>(c) for the purposes of ■ SYSC 12 (Group risk systems and controls requirement) and in relation to whether an <i>undertaking</i> is a <i>parent undertaking</i>) an <i>undertaking</i> which has the following relationship to another <i>undertaking</i> ("S"):</p> <p>(i) a relationship described in (a) other than (a)(vii); or</p> <p>(ii) it effectively exercises a dominant influence over S;</p> <p>(2) a <i>parent undertaking</i> within the meaning of (1) of a <i>controlled undertaking</i>.</p> <p>(3) (for the purposes of ■ GENPRU 3 and ■ SYSC 19D (Dual-regulated firms Remuneration Code)) has the meaning in article 4(1)(15) of the <i>UK CRR</i> but so that article 4(1)(15)(b) applies for the purpose of ■ GENPRU 3.</p> <p>[Note: article 2(9) of the <i>Financial Groups Directive</i>]</p> <p>(4)(for the purposes of <i>MIFIDPRU</i>, ■ SYSC 19G (MIFIDPRU Remuneration Code) and otherwise in relation to an <i>investment firm group</i>):</p> <p>(a)an <i>undertaking</i> which is a parent undertaking under section 1162 of the Companies Act 2006, taken with Schedule 7 to that Act; or</p> <p>(b)(for the purposes of ■ MIFIDPRU 2.5):</p> <p>(i)an <i>undertaking</i> referred to in (a); and</p> <p>(ii)an <i>undertaking</i> that is deemed to be a <i>parent undertaking</i> in accordance with ■ MIFIDPRU 2.4; or</p> <p>(c)(for the purposes of ■ MIFIDPRU 2.6):</p> <p>(i)an <i>undertaking</i> referred to in (a); and</p> <p>(ii)an <i>undertaking</i> that is deemed to be a <i>parent undertaking</i> in accordance with ■ MIFIDPRU 2.4.15R(2).</p>
PARs	<i>Payment Accounts Regulations</i> .
Part 4A permission	(as defined in section 55A of the <i>Act</i> (Application for <i>permission</i>)) a <i>permission</i> given by the <i>FCA</i> or <i>PRA</i> under Part 4A of the <i>Act</i> (Permission to carry on regulated activities), or having effect as if so given.
Part 6 rules	(as defined in section 73A of the <i>Act</i>) <i>rules</i> made for the purposes of Part VI of the <i>Act</i> .
Part 30 exemption order	the order under regulation 30.10 of the General Regulations under the US Commodity Exchange Act issued by the Commodity Futures Trading Commission on 10 October 2003 (consolidating and updating relief granted to <i>firms</i> in prior orders), granting a <i>person</i> authorised under the <i>Act</i> exemption from certain requirements contained in Part 30 of those General Regulations.
Part XX exemption	the exemption from the <i>general prohibition</i> conferred on an <i>exempt professional firm</i> by section 327 of the <i>Act</i> (Exemption from the <i>general prohibition</i>).

<i>participant</i>	<p>(a) (except in ■ FEES 9) (in accordance with section 235(2) of the Act (Collective investment schemes)) a <i>person</i> who participates in a <i>collective investment scheme</i>.</p> <p>(b) (in ■ FEES 9) in relation to a <i>regulated payment system</i>, any <i>operator</i>, <i>payment service provider</i> and infrastructure provider to that <i>regulated payment system</i>.</p> <p>(c) (in ■ FEES 9) in relation to an <i>IFR card payment system</i>, any <i>operator</i> or in that <i>IFR card payment system</i>.</p> <p>[Note: see section 42(2) of FSBRA]</p>
<i>participant firm</i>	<p>(1) a <i>firm</i> (including a <i>TP firm</i>) other than:</p> <p>(a) [deleted]</p> <p>(b) a service company;</p> <p>(c) an <i>underwriting agent</i> , or <i>members' adviser</i> , in respect of <i>advising on syndicate participation at Lloyd's</i> or managing the underwriting capacity of a Lloyd's syndicate as a managing agent at Lloyd's;</p> <p>(d) an <i>authorised professional firm</i> that is subject to the rules of the Law Society (England and Wales) or the Law Society of Scotland and with respect to its <i>regulated activities</i> participates in the relevant society's compensation scheme;</p> <p>(e) an <i>ICVC</i>;</p> <p>(f) [deleted]</p> <p>(g) in respect of the carrying on of <i>bidding in emissions auctions</i>, an <i>exempt MiFID commodities firm</i>;</p> <p>(h) [deleted]</p> <p>(i) an <i>operator of an electronic system in relation to lending</i> in respect of operating the system;</p> <p>(j) a <i>regulated benchmark administrator</i> in relation to <i>administering a benchmark</i>; and</p> <p>(k) a <i>claims management company</i> in relation to a <i>regulated claims management activity</i>;</p> <p>(l) a <i>TP AIFM qualifier</i>;</p> <p>(m) a <i>TP UCITS qualifier</i>;</p> <p>(n) a <i>TP firm</i> that under section 213(9A) or section 213(9A) [bis] of the Act is not to be regarded as a <i>relevant person</i>;</p> <p>(o) a <i>dormant asset fund operator</i>;</p> <p>(2) a <i>recognised investment exchange</i> but only insofar as it is <i>operating a multilateral trading facility</i> or <i>operating an organised trading facility</i>; (3) (except in ■ FEES 6) a <i>pre-exit incoming EEA firm</i> but only:</p> <p>(a) in relation to acts or omissions before <i>IP completion day</i> that give rise to a <i>claim</i> against it; and</p>

	<p>(b)(where necessary for it to have obtained <i>FSCS</i> cover) that had, before <i>IP completion day</i>:</p> <p>(i)notified the <i>FSCS</i> in writing that it had elected to participate in the <i>compensation scheme</i> under SI 2001/1783 (as in force and as from time to time amended before <i>IP completion day</i>); and</p> <p>(ii)the <i>FSCS</i> had notified it that its election had been accepted.</p>
<i>participating deposit-taker</i>	<p>(as defined in article 2(2) of the <i>compensation transitionals order</i>) a <i>person</i> who was at any time before <i>commencement</i>:</p> <p>(a) a UK institution, participating institution, former UK institution or former participating institution as defined in section 52(6) of the Banking Act 1987; or</p> <p>(b) a former authorised institution (as defined in section 106(1) of the Banking Act 1987 (other than a former UK institution or former participating institution as defined in section 52(6) of that Act), which was not a recognised bank or licensed institution excluded by an order under section 23(2) of the Banking Act 1979.</p>
<i>participating institution</i>	<p>(as defined in article 2(2) of the <i>compensation transitionals order</i>) a <i>person</i> who was at any time before <i>commencement</i> a participating institution within the meaning of section 24(4) of the Building Societies Act 1986.</p>
<i>participating security</i>	<p>a participating security as defined in regulation 3 of the Uncertificated Securities Regulations 1995 (SI 1995/3272), which enable title to participating securities to be evidenced otherwise than by a certificate and transferred otherwise than by a written instrument.</p>
<i>participation</i>	<p>(1) [deleted]</p> <p>(2) has the meaning in article 4(1)(35) of the <i>UK CRR</i>.</p>
<i>partner</i>	<p>(in relation to a <i>firm</i> which is a <i>partnership</i>) any <i>person</i> appointed to direct its affairs, including:</p> <p>(a) a <i>person</i> occupying the position of a partner (by whatever name called); and</p> <p>(b) a <i>person</i> in accordance with whose directions or instructions (not</p>

	being advice given in a professional capacity) the partners are accustomed to act.
<i>partner function</i>	<p>(1)(for an <i>SMCR firm</i>) <i>FCA controlled function</i> SMF27 in the <i>table of FCA-designated senior management functions</i>, described more fully in ■ SUP 10C.5.14R to ■ SUP 10C.5.19R; and</p> <p>(2)(in relation to <i>appointed representatives</i>) <i>FCA controlled function</i> CF4 in the <i>table of FCA controlled functions</i>, described more fully in ■ SUP 10A.6.23R to ■ SUP 10A.6.27R.</p>
<i>partnership</i>	(in accordance with section 417(1) of the <i>Act</i> (Definitions)) any partnership, including a partnership constituted under the law of a country or territory outside the <i>United Kingdom</i> , but not including a <i>limited liability partnership</i> .
<i>pathway investment</i>	an investment that corresponds to the <i>investment pathway</i> options in ■ COBS 19.10.17R(1).
<i>pawn</i>	any article subject to a <i>pledge</i> .
<i>pawnee</i>	a <i>person</i> who takes any article in <i>pawn</i> and includes any <i>person</i> to whom the rights and duties of the original pawnee have passed by assignment or operation of law.
<i>pawnor</i>	includes any <i>person</i> to whom the rights and duties of the original pawnor have passed by assignment or operation of law.
<i>pawn-receipt</i>	has the meaning given by section 114 of the <i>CCA</i> .
<i>payee</i>	<p>(1)(for the purposes of ■ FEES 9) a <i>person</i> who is the intended recipient of transferred funds ; and</p> <p>(2) (for purposes other than ■ FEES 9) a <i>person</i> who is the intended recipient of funds which have been the subject of a <i>payment transaction</i>.</p>
<i>payer</i>	<p>(1)(for the purposes of ■ FEES 9) a <i>person</i> who holds a payment account and allows instructions to be given to transfer funds from that payment account, or who gives instructions to transfer funds.</p> <p>(2)(for purposes other than ■ FEES 9)</p> <p>(a)a <i>person</i> who holds a <i>payment account</i> and initiates, or consents to the initiation of, a <i>payment order</i> from that <i>payment account</i>; or</p> <p>(b)where there is no <i>payment account</i>, a <i>person</i> who gives a <i>payment order</i>.</p>
<i>payment</i>	includes tender.
<i>payment account</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) an account held in the name of one or more <i>payment service users</i> which is used for the execution of <i>payment transactions</i> .
<i>Payment Accounts Regulations</i>	Accounts Regulations 2015 (SI 2015/2038).

<i>payment holiday</i>	a feature of a <i>regulated mortgage contract</i> under which the <i>mortgage lender</i> permits the customer to make no payments for a specified period without being in <i>arrears</i> .
<i>payment information</i>	the information described in COBS 7.3.4R, that is, the amount and nature of any payments that the <i>client</i> will have to make, directly or indirectly, for the <i>personal recommendation</i> .
<i>payment initiation service</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) an online service to initiate a <i>payment order</i> at the request of the <i>payment service user</i> with respect to a <i>payment account</i> held at another <i>payment service provider</i> .
<i>payment initiation service provider</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>payment service provider</i> which provides <i>payment initiation services</i> .
<i>payment institution</i>	an <i>authorised payment institution</i> or a <i>small payment institution</i> . [Note: articles 4(4) and 32(3) of the <i>Payment Services Directive</i>]
<i>payment instrument</i>	<p>(1)(in <i>BCOBS</i>) any personalised device or personalised set of procedures agreed between the <i>banking customer</i> and the <i>firm</i> used by the <i>banking customer</i> to initiate an instruction or request by the <i>banking customer</i> to the <i>firm</i> to make a payment.</p> <p>(2)(except in <i>BCOBS</i>) (in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) any:</p> <ul style="list-style-type: none"> (a)personalised device; or (b)personalised set of procedures agreed between the <i>payment service user</i> and the <i>payment service provider</i>, used by the <i>payment service user</i> in order to initiate a <i>payment order</i>.
<i>payment order</i>	<p>(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) any instruction by:</p> <ul style="list-style-type: none"> (a)a <i>payer</i>; or (b)a <i>payee</i>, to <p>their respective <i>payment service provider</i> requesting the execution of a <i>payment transaction</i>.</p>
<i>payment protection contract</i>	A <i>non-investment insurance contract</i> which has elements of a <i>general insurance contract</i> and the benefits of which are described as enabling a <i>policyholder</i> to protect his ability to continue to make payments due to third parties, or can reasonably be expected to be used in this way.

<i>payment routing information</i>	a combination of letters, numbers or symbols specified by a <i>firm</i> to be provided when instructing or requesting the <i>firm</i> to make a payment from an account of a <i>banking customer</i> for the purpose of routing the payment to the correct destination and intended recipient.
<i>payment service</i>	<p>(in accordance with regulation 2(1) of, and Schedule 1 to, the <i>Payment Services Regulations</i>):</p> <p>(a) Subject to (b), any of the following activities when carried out as a regular occupation or business activity:</p> <ul style="list-style-type: none"> (i) services enabling cash to be placed on a <i>payment account</i> and all of the operations required for operating a <i>payment account</i>; (ii) services enabling cash withdrawals from a <i>payment account</i> and all of the operations required for operating a <i>payment account</i>; (iii) execution of <i>payment transactions</i>, including transfers of funds on a <i>payment account</i> with the user's <i>payment service provider</i> or with another <i>payment service provider</i>: <ul style="list-style-type: none"> (A) execution of <i>direct debits</i>, including one-off <i>direct debits</i>; (B) execution of <i>payment transactions</i> through a payment card or a similar device; (C) execution of <i>credit transfers</i>, including standing orders; (iv) execution of <i>payment transactions</i> where the funds are covered by a credit line for a <i>payment service user</i>: <ul style="list-style-type: none"> (A) execution of <i>direct debits</i>, including one-off <i>direct debits</i>; (B) execution of <i>payment transactions</i> through a payment card or a similar device; (C) execution of <i>credit transfers</i>, including standing orders; (v) <i>issuing payment instruments</i> or <i>acquiring payment transactions</i>; (vi) <i>money remittance</i>; (vii) [deleted] (viii) <i>payment initiation services</i>; (ix) <i>account information services</i>. <p>(b) The following activities do not constitute <i>payment services</i>:</p> <ul style="list-style-type: none"> (i) <i>payment transactions</i> executed wholly in cash and directly between the <i>payer</i> and the <i>payee</i>, without any intermediary intervention; (ii) <i>payment transactions</i> between the <i>payer</i> and the <i>payee</i> through a commercial agent authorised in an agreement to negotiate or conclude the sale or purchase of goods or services on behalf of either the <i>payer</i> or the <i>payee</i> but not both the <i>payer</i> and <i>payee</i>; (iii) the professional physical transport of banknotes and coins, including their collection, processing and delivery; (iv) <i>payment transactions</i> consisting of non-professional cash

collection and delivery as part of a not-for-profit or charitable activity;

(v) services where cash is provided by the *payee* to the *payer* as part of a *payment transaction* for the purchase of goods or services following an explicit request by the *payer* immediately before the execution of the *payment transaction*;

(vi) cash-to-cash currency exchange operations where the funds are not held on a *payment account*;

(vii) *payment transactions* based on any of the following documents drawn on the *payment service provider* with a view to placing funds at the disposal of the *payee*:

(A) paper cheques of any kind, including traveller's cheques;

(B) bankers' drafts;

(C) paper-based vouchers;

(D) paper postal orders;

(viii) *payment transactions* carried out within a payment or securities settlement system between *payment service providers* and settlement agents, central counterparties, clearing houses, central banks or other participants in the system;

(ix) *payment transactions* related to securities asset servicing, including dividends, income or other distributions, or redemption or sale, carried out by *persons* referred to in (viii) or by investment firms, *credit institutions*, collective investment undertakings, asset management companies providing investment services or by any other entities allowed to have the custody of financial instruments;

(x) services provided by technical service providers, which support the provision of *payment services*, without the provider entering at any time into possession of the funds to be transferred, excluding *payment initiation services* or *account information services* but including:

(A) the processing and storage of data;

(B) trust and privacy protection services;

(C) data and entity authentication;

(D) information technology;

(E) communication network provision; and

(F) the provision and maintenance of terminals and devices used for *payment services*;

(xi) services based on specific *payment instruments* that can be used only in a limited way and meet one of the following conditions:

(A) allow the holder to acquire goods or services only in the issuer's premises; or

(B) are issued by a professional issuer and allow the holder to acquire goods or services only within a limited network of service providers which have direct commercial agreements with the

	<p>issuer; or</p> <p>(C) may be used only to acquire a very limited range of goods or services; or</p> <p>(D) are valid only in the <i>UK</i>, are provided at the request of an undertaking or a public sector entity, and are regulated by a national or regional public authority for specific social or tax purposes to acquire specific goods or services from suppliers which have a commercial agreement with the issuer.</p> <p>(xii) <i>payment transactions</i> resulting from services provided by a provider of electronic communications networks or services, including transactions between <i>persons</i> other than that provider and a subscriber, where those services are provided in addition to electronic communications services for a subscriber to the network or service, and where the additional service is:</p> <p>(A) for purchase of <i>digital content</i> and voice-based services, regardless of the device used for the purchase or consumption of the <i>digital content</i>, and charged to the related bill; or</p> <p>(B) performed from or via an electronic device and charged to the related bill for the purchase of tickets or for donations to organisations which are registered or recognised as charities by public authorities, whether in the <i>United Kingdom</i> or elsewhere, provided that the value of any single <i>payment transaction</i> does not exceed £40, and the cumulative value of <i>payment transactions</i> for an individual subscriber in a <i>month</i> does not exceed £240;</p> <p>(xiii) <i>payment transactions</i> carried out between <i>payment service providers</i>, or their agents or branches, for their own account;</p> <p>(xiv) <i>payment transactions</i> and related services between a parent undertaking and its subsidiary or between subsidiaries of the same parent undertaking, without any intermediary intervention by a <i>payment service provider</i> other than an undertaking belonging to the same group;</p> <p>(xv) cash withdrawal services provided through automatic teller machines where the provider is acting on behalf of one or more card issuers, is not party to the <i>framework contract</i> with the customer withdrawing money from a <i>payment account</i>, and does not conduct any other <i>payment service</i>.</p> <p>[Note: articles 3 and 4(3) of, and Annex 1 to, the <i>Payment Services Directive</i>]</p>
<i>payment service customer</i>	<p>(in <i>BCOBS</i>):</p> <p>(a) a <i>consumer</i>;</p> <p>(b) a <i>micro-enterprise</i>; or</p> <p>(c) a <i>charity</i> which has an annual income of less than £1 million.</p>
<i>Payment Services Directive</i>	<p>Directive (EU) 2015/2366 of the European Parliament and of the Council of 25 November 2015 on payment services in the internal market amending</p>

	<p>Directives 2002/65/EC, 2009/110/EC and 2013/36/EU and Regulation (EU) No 1093/2010, and repealing Directive 2007/64/EC.</p>
<p>payment service or electronic money promotion</p>	<p>an invitation or inducement to:</p> <ul style="list-style-type: none">(a) enter into an agreement for the provision of a <i>payment service</i>;(b) initiate a <i>payment order</i>; or(c) acquire <i>electronic money</i>, <p>that is communicated in the course of a regular occupation or business activity.</p>
<p>payment service provider</p>	<p>(1) (except in <i>DISP</i>, ■ FEES 7A and ■ FEES 7B) (in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) any of the following <i>persons</i> when they carry out a <i>payment service</i>:</p> <ul style="list-style-type: none">(a) an <i>authorised payment institution</i>;(b) a <i>small payment institution</i>;(ba) a <i>registered account information service provider</i>;(c) [deleted](ca) an <i>EEA registered account information service provider</i>,(d) a <i>credit institution</i>;(e) an <i>electronic money issuer</i>;(f) the Post Office Limited;(g) the Bank of England, other than when acting in its capacity as a monetary authority or carrying out other functions of a public nature; and(h) government departments and local authorities, other than when carrying out functions of a public nature. <p>[Note: article 1(1) of the <i>Payment Services Directive</i>]</p> <p>(2) (in <i>DISP</i>) as in (1) but excluding a <i>credit institution</i>.</p> <p>(3) (in ■ FEES 9) any <i>person</i> with access to a <i>regulated payment system</i> who provides services to consumers or businesses who are not <i>participants</i> in a <i>regulated payment system</i>, for the purposes of enabling the transfer of funds using that <i>regulated payment system</i>. For the purposes of ■ FEES 9, the Bank of England is not considered a <i>payment service provider</i>.</p> <p>(4) (in ■ FEES 9) any <i>person</i> with access to an <i>IFR card payment system</i> who acts as an <i>acquirer</i> or <i>card issuer</i> for the purposes of enabling the transfer of funds under the rules of that <i>IFR card payment system</i>.</p> <p>(5) (in ■ FEES 7A and ■ FEES 7B) as in (1) but excluding (1)(g) and (h).</p>
<p>payment service user</p>	<p>(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) a <i>person</i> when making use of a <i>payment service</i> in the capacity of <i>payer</i>, <i>payee</i>, or both. [Note: article 4(10) of the <i>Payment Services Directive</i>]</p>

<i>Payment Services Regulations</i>	with respect to an activity carried on before 13 January 2018 the Payment Services Regulations 2009 (SI 2009/209), and with respect to an activity carried on on or after 13 January 2018 the Payment Services Regulations 2017 (SI 2017/752).
<i>payment shortfall</i>	<p>(1) the total sum of periodic instalments of capital or interest (or both) that have become due under the terms of a <i>regulated mortgage contract</i> but which, in breach of those terms, remains unpaid; or</p> <p>(2) the total sum of periodic payments towards the purchase price or of rent (or both) that have become due under the terms of a <i>home purchase plan</i> but which, in breach of those terms, remains unpaid.</p> <p>(3) the total sum of periodic instalments towards the purchase price of a <i>funeral plan</i> that have become due under the terms of the <i>funeral plan contract</i> but which, in breach of those terms, remains unpaid.</p>
<i>payment system</i>	a system which is operated by one or more <i>persons</i> in the course of business for the purpose of enabling <i>persons</i> to make transfers of funds, and includes a system which is designed to facilitate the transfer of funds using another payment system.
<i>payment transaction</i>	<p>(1) (for the purposes of ■ FEES 9) an action of transferring funds, initiated by the <i>payer</i> or on its behalf or by the <i>payee</i>, irrespective of any underlying obligations between the <i>payer</i> and the <i>payee</i>.</p> <p>(2) (for purposes other than ■ FEES 9) an act initiated by the <i>payer</i> or <i>payee</i>, or on behalf of the <i>payer</i>, of placing, transferring or withdrawing funds, irrespective of any underlying obligations between the <i>payer</i> and <i>payee</i>.</p>
<i>PD</i>	<p>(1) Prospectus Directive.</p> <p>(2) [deleted]</p>
<i>PD Regulation</i>	the Prospectus Directive Regulation (No 2004/809/EC).
<i>pending application</i>	<p>(as defined in article 3(1) of the <i>compensation transitionals order</i>):</p> <p>(a) an application for compensation made under an <i>investment business compensation scheme</i> before <i>commencement</i> in relation to which a <i>terminating event</i> did not occur before <i>commencement</i>; and</p> <p>(b) an application made to the <i>FSCS</i> after <i>commencement</i> under an <i>investment business compensation scheme</i>, even if at the time of application that scheme had otherwise ceased to exist.</p>
<i>penny share</i>	<p>a <i>readily realisable security</i> in relation to which the bid-offer spread is 10 per cent or more of the offer price, but not:</p> <p>(a) a <i>government and public security</i>; or</p> <p>(b) a <i>share</i> in a <i>company</i> quoted on The Financial Times Stock Exchange 100 Index; or</p> <p>(c) a <i>security</i> issued by a <i>company</i> which, at the time that the firm <i>deals</i> or recommends to the <i>client</i> to <i>deal</i> in the <i>investment</i>, has a market capitalisation of £100 million or more (or its equivalent in any other currency at the relevant time).</p>

<i>pension annuity</i>	means a <i>policy</i> which is a contract to pay an annuity on human life purchased by a <i>retail client</i> (wholly or partially) out of the funds of an <i>occupational pension scheme</i> , a <i>personal pension scheme</i> or a <i>stakeholder pension scheme</i> in which the <i>retail client</i> has an interest and includes a <i>short-term annuity</i> .
<i>pension buy-out contract</i>	a <i>pension policy</i> bought from an <i>insurer</i> using funds from: <ul style="list-style-type: none"> (a) a scheme that was approved under Chapter 1 of Part 14 of the Income and Corporation Taxes Act 1988 when that chapter was in force; or (b) a scheme that is a registered pension scheme under Chapter 2 of Part 4 of the Finance Act 2004.
<i>pension commencement lump sum</i>	has the meaning in Part 1 of Schedule 29 to the Finance Act 2004. [Note: http://www.legislation.gov.uk/ukpga/2004/12/schedule/29/part/1]
<i>pension contract</i>	a contract under which rights to benefits are obtained by the making of contributions to an <i>occupational pension scheme</i> or to a <i>personal pension scheme</i> , where the contributions are paid to a <i>regulated collective investment scheme</i> .
<i>pension conversion</i>	a transaction resulting from a decision of a <i>retail client</i> to require the trustees or managers of a pension scheme to: <ul style="list-style-type: none"> (a) convert <i>safeguarded benefits</i> into different benefits that are <i>flexible benefits</i> under that pension scheme; or (b) pay an <i>uncrystallised funds pension lump sum</i> in respect of any of the <i>safeguarded benefits</i>. [Note: see article 53E(1)(c)(i) and (iii) of the RAO]
<i>pension credit member</i>	(in ■ COBS 19.11) a <i>relevant pension scheme member</i> who has rights under a <i>relevant pension scheme</i> which are attributable (directly or indirectly) to a credit under section 29(1)(b) of the Welfare Reform and Pensions Act 1999 or under corresponding Northern Ireland legislation.
<i>pension feeder fund</i>	an <i>AUT</i> or <i>ACS</i> that is a <i>relevant pension scheme</i> and is dedicated to units in a single <i>regulated collective investment scheme</i> .
<i>pension fund management</i>	(in relation to a class of contract of insurance) the class of contract of insurance specified in paragraph VII of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance) namely: <ul style="list-style-type: none"> (a) pension fund management contracts; and (b) pension fund management contracts which are combined with <i>contracts of insurance</i> covering either conservation of capital or payment of a minimum interest; where effected or carried out by a <i>person</i> who does not carry on a banking business, and otherwise carries on <i>insurance business</i> .

<i>pension fund management contract</i>	(as defined in article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) a contract to manage the <i>investments</i> of pension funds (other than funds solely for the benefit of the officers or employees of the <i>person</i> effecting or carrying out the contract and their dependants or, in the case of a <i>company</i> , partly for the benefit of officers and employees of its subsidiary or holding company or a subsidiary of its holding company and their dependants; in this definition "subsidiary" and "holding company" mean either <i>subsidiary</i> and <i>holding company</i> , or <i>subsidiary</i> and <i>holding company</i> defined in accordance with article 4 of the Companies (Northern Ireland) Order 1986 (SI 1986) No 1032 (NI 6)) as amended by article 62 of the Companies (No 2) (Northern Ireland) Order 1990 (SI 1990 No 1504 (NI 10)).
<i>pension identifier</i>	a unique sequence of characters generated in accordance with the <i>pensions dashboard standards</i> relating to technical standards and used to identify a specific pension.
<i>pension illustration</i>	has the meaning given in paragraph 6(1) of Schedule 6 to the <i>2013 Pensions Regulations</i> , which is an illustration of the amount of the pension: <ul style="list-style-type: none"> (a) that is calculated in accordance with paragraphs 7 and 8 of Schedule 6 to the <i>2013 Pensions Regulations</i>; (b) an entitlement to which would be likely to accrue to a <i>relevant pension scheme member</i>, or be capable of being secured by the <i>relevant pension scheme member</i>, at their <i>retirement date</i>; and (c) in respect of rights to <i>money-purchase benefits</i> that may arise under the <i>relevant pension scheme</i>.
<i>pensions benefit statement</i>	a statement of benefits produced in accordance with Part 5 of the <i>2013 Pensions Regulations</i> .
<i>pensions dashboard find data</i>	data which enables <i>pensions dashboard matching</i> to take place, comprising: <ul style="list-style-type: none"> (a) <i>pensions dashboard verified identity attributes</i>; (b) <i>pensions dashboard self-asserted data</i> elements; and (c) any other data elements that the <i>Money and Pensions Service</i> may add as part of the services that it provides.
<i>pensions dashboard find request</i>	a message containing <i>pensions dashboard find data</i> relating to a <i>pensions dashboard user</i> , sent from the <i>Money and Pensions Service</i> to all <i>relevant pension schemes</i> , asking the <i>operator</i> to search the records of the scheme for information on pensions relating to the <i>pensions dashboard user</i> concerned.
<i>pensions dashboard guidance</i>	(in ■ COBS 19.11) guidance published by the <i>Money and Pensions Service</i> or the Secretary of State from time to time for the purpose of section 137FAA(7) of the <i>Act</i> comprising of the following matters in relation to any part of the <i>MaPS pensions dashboards ecosystem</i> : matching, data (including value data), connection, and early or voluntary connection.
<i>pensions dashboard matching criteria</i>	the criteria selected by a <i>firm</i> in accordance with ■ COBS 19.11.9R to carry out its <i>pensions dashboard matching process</i> .

<i>pensions dashboard matching process</i>	<p>the process of:</p> <p>(a)searching the records relating to a <i>relevant pension scheme</i> for a <i>positive match</i> using data provided in a <i>pensions dashboard find request</i>; and</p> <p>(b)identifying and seeking to resolve the uncertainties in any <i>possible matches</i> in order to produce a <i>match made</i>.</p>
<i>pensions dashboard resource server</i>	a computer server which hosts <i>protected information</i> , and which handles authorised requests for access to that information.
<i>pensions dashboard self-asserted data</i>	personal details a <i>pensions dashboard user</i> provides (including their national insurance number, previous names and addresses, email address and mobile phone number) in addition to the <i>pensions dashboard verified identity attributes</i> .
<i>pensions dashboard service</i>	means a <i>qualifying pensions dashboard service</i> or the <i>MaPS pensions dashboard service</i> .
<i>pensions dashboard standards</i>	<p>(in ■ COBS 19.11) standards, specifications or technical requirements published by the <i>money and pensions service</i> from time to time for the purpose of section 137FAA(4) of the Act comprising of the following matters in relation to any part of the <i>MaPS pensions dashboards ecosystem</i>:</p> <p>(a)connection and security;</p> <p>(b)technical;</p> <p>(c)service;</p> <p>(d)operational;</p> <p>(e)reporting; and</p> <p>(f)data.</p>
<i>pensions dashboard user</i>	a <i>consumer</i> who is using a <i>pensions dashboard service</i> to locate information in relation to their pensions.
<i>pensions dashboard verified identity attributes</i>	a <i>pensions dashboard user's</i> first name, surname, current address and date of birth, as verified by the <i>Money and Pensions Service</i> .
<i>pensions dashboard view data</i>	<p>the data comprising:</p> <p>(a) <i>administrative data</i>;</p> <p>(b) <i>signpost data</i>;</p> <p>(c) <i>value data</i>; and</p> <p>(d) <i>contextual information</i>.</p>

<i>pensions dashboard view request</i>	a request by a <i>pensions dashboard service</i> to the <i>operator</i> of a <i>relevant pension scheme</i> , further to a <i>pensions dashboard find request</i> and relating to the <i>pensions dashboard user</i> to whom the <i>pensions dashboard find request</i> relates, for the <i>pensions dashboard view data</i> relating to a <i>pensions dashboard user</i> .
<i>pensions guidance</i>	<p>(1) as defined in section 137FB (4) of the <i>Act</i>, information or guidance provided by any person in pursuance of the requirements mentioned in section 4 of the Financial Guidance and Claims Act 2018 (information etc about flexible benefits under pension schemes);</p> <p>(2)(in ■ COBS 19.7) is when a <i>retail client</i> receives <i>pensions guidance</i> in (1) during an appointment with the provider of the guidance in a way that enables real time human interaction (whether face to face, telephone or through another electronic medium).</p>
<i>Pensions Ombudsman</i>	the person appointed as the Pensions Ombudsman by the Secretary of State under section 145 of the Pensions Schemes Act 1993.
<i>pension opt-out</i>	<p>a transaction, resulting from the decision of a <i>retail client</i> who is an individual, to:</p> <p>(a) opt out of an <i>occupational pension scheme</i>, <i>group personal pension scheme</i> or <i>group stakeholder pension scheme</i> to which his employer contributes and of which he is a member; or</p> <p>(b) decline to become a member of an <i>occupational pension scheme</i>, <i>group personal pension scheme</i> or <i>group stakeholder pension scheme</i> to which his employer contributes and of which he is eligible to join, or will be eligible to join at the end of a waiting period;</p> <p>in favour of a <i>stakeholder pension scheme</i> or <i>personal pension scheme</i> .</p>
<i>pension policy</i>	a contract under which a right to benefits results from contributions made to an <i>occupational pension scheme</i> or to a <i>personal pension scheme</i> , where the contributions are paid to a <i>long-term insurer</i> .
<i>pension scheme</i>	a scheme under which a right to benefits results from contributions made under a <i>pension contract</i> or <i>pension policy</i> .
<i>pension term assurance policy</i>	a <i>personal pension policy</i> which is a <i>pure protection contract</i> and in connection with which tax relief is available under Chapter 4 of Part 4 of the Finance Act 2004.
<i>pension transfer</i>	<p>(except in ■ COBS 15 (Cancellation)) a transaction, resulting from the decision of a <i>retail client</i> who is an individual, to require a transfer payment in respect of any <i>safeguarded benefits</i>:</p> <p>(a) from any pension scheme with a view to obtaining a right or entitlement to <i>flexible benefits</i> under another pension scheme; or</p> <p>(b) from an <i>occupational pension scheme</i> with a view to obtaining a right or entitlement to <i>safeguarded benefits</i> under a non-occupational pension scheme; or</p> <p>(c) from an individual pension contract providing fixed or guaranteed benefits that replaced similar <i>safeguarded benefits</i> under a pension scheme with a view to obtaining a right or entitlement to <i>safeguarded benefits</i> under a non-occupational pension scheme or under a <i>defined contribution occupational pension scheme</i>.</p>

	<p>For the purposes of this definition of “pension transfer”:</p> <p>(d) “pension scheme” means an <i>occupational pension scheme</i> or a non-occupational pension scheme; and</p> <p>(e) “non-occupational pension scheme” means a <i>stakeholder pension scheme</i>, a <i>personal pension scheme</i> or a deferred annuity contract.</p>
<i>pension transfer specialist</i>	<p>an individual who:</p> <p>(1) has passed the required examinations as specified in <i>TC</i>; and</p> <p>(2) is employed by a <i>firm</i> to give <i>advice on pension transfers, pension conversions and pension opt-outs</i> or to check such advice in accordance with the provisions of ■ COBS 19.1.</p>
<i>pension wrapper</i>	(in the cancellation rules (■ COBS 15)) a <i>SIPP, pension contract</i> or <i>personal pension product</i> .
<i>percentage ratio</i>	<p>(1) (in <i>UKLR</i>) (in relation to a transaction) the figure, expressed as a percentage, that results from applying a calculation under a <i>class test</i> to the transaction;</p> <p>(2) (in <i>DTR</i>) (in relation to a transaction or arrangement) the figure, expressed as a percentage, that results from applying a calculation under a <i>related party test</i> to the transaction or arrangement.</p>
<i>PERG</i>	the Perimeter Guidance manual.
<i>period rate of charge</i>	(in ■ CONC App 1.1) means a percentage rate of charge for a period, comprising all charges included in the <i>total charge for credit</i> determined in accordance with ■ CONC App 1.1.4 R to ■ CONC App 1.1.6 R.
<i>periodic information</i>	the information identified in the table in ■ COBS 16 Annex 2R, and if the <i>client</i> has not elected to receive <i>trade confirmation information</i> on a transaction by transaction basis under ■ COBS 16.3.3 R, the information identified in column 2 of ■ COBS 16 Annex 1R.
<i>periodic statement</i>	<p>a report which a <i>firm</i> is required to provide to a <i>client</i> pursuant to:</p> <p>(a) ■ COBS 16.3 (Periodic reporting) where the <i>firm</i> is carrying on <i>designated investment business</i> other than <i>MiFID, equivalent third country or optional exemption business</i>;</p> <p>(b) article 60(1) of the <i>MiFID Org Regulation</i> where the <i>firm</i> is carrying on <i>MiFID business</i>;</p> <p>(c) ■ GEN 2.2.22AR and ■ COBS 16A.4.1UK where the <i>firm</i> is carrying on the <i>equivalent business of a third country investment firm</i>;</p> <p>(d) ■ COBS 16A.1.2R and ■ COBS 16A.4.1UK where the <i>firm</i> is carrying on <i>MiFID optional exemption business</i>.</p> <p>[Note: see ■ COBS 16A.4.1UK where article 60(1) of the <i>MiFID Org Regulation</i> is reproduced]</p>
<i>permanent health</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph IV of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), providing specified benefits against risks of persons becoming incapacitated in consequence of

	<p>sustaining injury as a result of an accident or of an accident of a specified class or of sickness or infirmity, being contracts that:</p> <p>(a) are expressed to be in effect for a period of not less than five years, or until the normal retirement age of the persons concerned, or without limit of time; and</p> <p>(b) either are not expressed to be terminable by the insurer, or are expressed to be so terminable only in special circumstances mentioned in the contract.</p>
<i>permanent health reinsurance business</i>	<i>reinsurance</i> acceptances which are <i>contracts of insurance</i> falling within <i>long-term insurance business class IV</i> .
<i>permanent minimum capital requirement</i>	the part of the <i>own funds requirement</i> calculated in accordance with ■ MIFIDPRU 4.4.
<i>permission</i>	<p>(1) permission to carry on <i>regulated activities</i>; that is, any of the following:</p> <p>(a) a <i>Part 4A permission</i>;</p> <p>(b) [deleted];</p> <p>(c) [deleted];</p> <p>(d) [deleted];</p> <p>(e) the permission that an <i>ICVC</i> has, under paragraph 2(2) of Schedule 5 to the <i>Act</i> (Persons concerned in Collective Investment Schemes);</p> <p>(f) the permission that the Society of Lloyd's has, under section 315(2) of the <i>Act</i> (The Society: authorisation and permission), which is to be treated as a <i>Part IV permission</i> for the purposes of <i>Part 4A</i> of the <i>Act</i> (Permission to carry on regulated activities) in accordance with section 315(3) of the <i>Act</i>.</p> <p>(2) the authorisation that a <i>TP AIFM qualifier</i> has under regulation 78B of the <i>AIFMD UK regulation</i>.</p>
<i>permitted activity</i>	<p>(1) (except in ■ SUP 13A and ■ SUP 14) a <i>regulated activity</i> which a <i>firm</i> has <i>permission</i> to carry on.</p> <p>(2) (in ■ SUP 13A and ■ SUP 14) an activity identified in a consent notice, a regulator's notice or, where none is required, a notice of intention.</p>
<i>permitted approver</i>	in relation to a <i>financial promotion</i> , a <i>firm</i> that is entitled to <i>approve</i> that <i>financial promotion</i> under the terms of its <i>approver permission</i> or because it benefits from the transitional provision in regulation 3 of the Financial Services and Markets Act 2023 (Commencement No. 2 and Transitional Provisions) Regulations 2023 (SI 2023/936).
<i>permitted deposits</i>	<p>in relation to <i>permitted links</i>, <i>deposits</i> with any of the following:</p> <p>(a) an <i>approved credit institution</i>; or</p>

	<p>(b) an <i>approved financial institution</i>; or</p> <p>(c) an <i>approved investment firm</i>.</p>
<i>permitted derivatives contract</i>	<p>in relation to <i>permitted links</i>, a contract involving a <i>derivative</i> or <i>quasi-derivative</i> that:</p> <p>(a) (for a <i>Solvency II firm</i>) satisfies ■ COBS 21.3.13 R to ■ COBS 21.3.14 G, as applied in relation to assets covering liabilities in respect of <i>linked long-term</i> contracts of insurance; and</p> <p>(b) (for an <i>insurer</i> which is not a <i>Solvency II firm</i>) satisfies ■ INSPRU 3.2.5 R to ■ INSPRU 3.2.35A G with the exception of ■ INSPRU 3.2.18 R, as applied in relation to assets covering liabilities in respect of <i>linked long-term</i> contracts of insurance.</p>
<i>permitted immovable</i>	<p>any interest in land or buildings which falls within ■ COLL 5.6.18 R (2) and ■ COLL 5.6.18 R (6) (Investment in property) and which, being a leasehold interest or its equivalent, has an unexpired term of at least 20 years, but excluding, in relation to an <i>ICVC</i>, immovable property that is necessary for the direct pursuit of its business.</p>
<i>permitted land and property</i>	<p>in relation to <i>permitted links</i>, any interest in land (and any buildings situated on it) provided that:</p> <p>(a) it is considered by the <i>firm</i> to be located in a territory with a properly functioning market, indicated by the following criteria:</p> <ul style="list-style-type: none"> (i) a lack of artificial barriers, including barriers to foreign ownership and repatriation of capital; (ii) fair and accurate valuation; (iii) suitably qualified and independent surveyors; (iv) accurate financial information; (v) enforceable contractual and other property rights; (vi) clarity of taxation; (vii) availability of reliable economic and property market data; (viii) ethical transaction standards; and <p>(b) it is:</p> <ul style="list-style-type: none"> (i) owned directly by the <i>firm</i>; or (ii) held in a structure, or a series of structures, that do not pose a materially greater risk to <i>linked policyholders</i> than a direct holding; and <p>(c) it is not geared in excess of 10% of the gross asset value of the <i>linked fund</i> excluding any amounts represented by holdings in property detailed in <i>permitted scheme interests</i> (b) (i) to (iv). But this percentage restriction does not apply if the relevant <i>policyholder</i> or trustee or operator acting on behalf of an individual beneficiary requests, directly or indirectly, the <i>firm</i> to hold those investments based on the risk profile and objectives, stipulated by and specific for that individual under an investment management agreement with that individual.</p>

<i>permitted links</i>	the property in ■ COBS 21.3.1R(1) and ■ (2)(a) to ■ (l) that an <i>insurer</i> may use, whether by linking to it directly or via <i>permitted units</i> , for the purposes of determining <i>property-linked benefits</i> or <i>index-linked benefits</i> under <i>linked long-term contracts of insurance</i> .
<i>permitted loans</i>	<p>in relation to <i>permitted links</i>, a loan with any of the following:</p> <ul style="list-style-type: none"> (a) an <i>approved credit institution</i>; or (b) an <i>approved financial institution</i>; or (c) an <i>approved investment firm</i>; or (d) any person, provided that the loan: <ul style="list-style-type: none"> (i) is documented in a written agreement setting out the rate of interest and the amount of, and due dates for, repayments; and (ii) is fully secured by a mortgage or charge on <i>permitted land and property</i> that, if made to someone other than a body corporate, is not used wholly or mainly for domestic purposes.
<i>permitted scheme interests</i>	<ul style="list-style-type: none"> (a) [deleted] (b) in respect of a <i>firm's</i> business with <i>linked policyholders</i> any of the following: <ul style="list-style-type: none"> (i) an <i>authorised fund</i>, except a <i>long-term asset fund</i>; (ii) a <i>recognised scheme</i>; (iii) a scheme falling within the <i>UCITS Directive</i>; (iv) a <i>non-UCITS retail scheme</i>; (v) a <i>qualified investor scheme</i> or its <i>EEA</i> equivalent or any <i>unregulated collective investment scheme</i> that invests only in <i>permitted links</i> and publishes its prices regularly, provided that either: <ul style="list-style-type: none"> (A) no more than 20% of the gross assets of the <i>linked fund</i> are so invested; or (B) provided that the <i>firm</i> treats it as a <i>conditional permitted link</i> and meets the conditions in ■ COBS 21.3.16R and the requirements in ■ COBS 21.3.20R and ■ COBS 21.2.4R(3), it complies with the aggregated limit in ■ COBS 21.3.19R.
<i>permitted stock lending</i>	<p>in relation to <i>permitted links</i>, a <i>stock lending</i> transaction (including a <i>repo</i> transaction) that:</p> <ul style="list-style-type: none"> (a) (for a <i>Solvency II firm</i>) satisfies ■ COBS 21.3.11 R to ■ COBS 21.3.12 R (inclusive); and (b) (for an <i>insurer</i> which is not a <i>Solvency II firm</i>) satisfies ■ INSPRU 3.2.36A R to ■ INSPRU 3.2.42 G (inclusive).
<i>permitted third party</i>	<p>a third party who is:</p> <ul style="list-style-type: none"> (a) an <i>authorised person</i>; or (b) an <i>exempt person</i> for whom an <i>authorised person</i> is accepting

	responsibility; or (c) a <i>person</i> lawfully carrying on a <i>regulated activity</i> in another <i>EEA State</i> .
<i>permitted units</i>	units or beneficial interests in any real or notional fund that invests only in <i>permitted links</i> or <i>conditional permitted links</i> , or both, and is managed either: (a) wholly by the <i>insurer</i> ; or (b) wholly or partly by: (i) an agent on behalf of the <i>insurer</i> ; or (ii) a <i>reinsurer</i> in relation to a <i>reinsurance contract</i> with the <i>insurer</i> ; for whom the <i>insurer</i> retains all responsibility towards its <i>linked policyholders</i> .
<i>permitted unlisted securities</i>	in relation to <i>permitted links</i> , means any investment (including a <i>share</i> , <i>debt security</i> , Treasury Bill, Tax Reserve Certificate or Certificate of Tax Deposit) that is not a <i>listed security</i> , but provided always that it is realisable in the short term.
<i>per se eligible counterparty</i>	a <i>client</i> categorised as a per se eligible counterparty in accordance with ■ COBS 3.6.
<i>per se professional client</i>	a <i>client</i> categorised as a per se professional <i>client</i> in accordance with ■ COBS 3.5.
<i>person</i>	(in accordance with the Interpretation Act 1978) any person, including a body of persons corporate or unincorporate (that is, a natural person, a legal person and, for example, a <i>partnership</i>).
<i>personal injury claim</i>	a claim of the description specified in article 89F(2)(c) of the <i>Regulated Activities Order</i> .
<i>person discharging managerial responsibilities</i>	as defined in article 3(1)(25) of the <i>Market Abuse Regulation</i> .
<i>person exercising significant influence</i>	(in <i>UKLR</i>) in relation to a <i>listed company</i> , a <i>person</i> or entity which exercises significant influence over that <i>listed company</i> .
<i>Personal Insurance Arbitration Service</i>	the <i>former scheme</i> set up on a voluntary basis and run by the Chartered Institute of Arbitrators to handle complaints against those insurance companies which subscribed to it.
<i>personal investment firm</i>	a <i>firm</i> whose <i>permitted activities</i> include <i>designated investment business</i> , which is not an <i>authorised professional firm</i> , <i>bank</i> , <i>MIFIDPRU investment firm</i> , <i>building society</i> , <i>collective portfolio management firm</i> , <i>credit union</i> , <i>energy market participant</i> , <i>ICVC</i> ,

	<p><i>insurer, media firm, oil market participant or service company, whose permission does not include a requirement that it comply with ■ IPRU(INV) 3 (Securities and futures firms) or 5 (Investment management firms), and which is within (a), (b) or (c):</i></p> <p>(a) a <i>firm</i>:</p> <p>(i) which was a member of PIA immediately before <i>commencement</i>; and</p> <p>(ii) which was not, immediately before <i>commencement</i>, subject to the financial supervision requirements of the FSA (under section 43 of the Financial Services Act 1986), or IMRO or SFA (under lead regulation arrangements);</p> <p>(b) a <i>firm</i> whose <i>permission</i> includes a <i>requirement</i> that it comply with ■ IPRU(INV) 13 (Personal investment firms);</p> <p>(c) a <i>firm</i>:</p> <p>(i) which was given a <i>Part 4A permission</i> after <i>commencement</i>, or which was authorised under section 25 of the Financial Services Act 1986 immediately before <i>commencement</i> and not a member of IMRO, PIA or SFA; and</p> <p>(ii) for which the most substantial part of its gross income (including commissions) from the <i>designated investment business</i> included in its <i>Part 4A permission</i> is derived from one or more of the following activities (based, for a <i>firm</i> given a <i>Part 4A permission</i> after <i>commencement</i>, on the business plan submitted as part of the <i>firm's</i> application for <i>permission</i> or, for a <i>firm</i> authorised under section 25 of the Financial Services Act 1986, on the <i>firm's</i> financial year preceding its <i>authorisation</i> under the Act):</p> <p>(A) <i>advising on investments (except P2P agreements), arranging (bringing about) deals in investments or making arrangements with a view to transactions in investments, in relation to packaged products;</i></p> <p>(B) <i>managing investments for retail clients;</i></p> <p>(C) <i>advising on P2P agreements.</i></p>
personal pension contract	a <i>pension contract</i> under which contributions (single or regular) are paid to a <i>personal pension scheme</i> .
personal pension deposit	a contract under which rights to benefits are obtained by making contributions to a <i>personal pension scheme</i> operated by a <i>deposit-taking firm</i> .
personal pension policy	a <i>pension policy</i> under which contributions (single or regular) are paid to a <i>personal pension scheme</i> .
personal pension product	<p>(1) (except in ■ COBS 19.11) a contract under which rights to benefits are obtained by making contributions to a <i>personal pension scheme</i> other than a <i>personal pension policy</i>, a <i>personal pension contract</i>, a <i>personal pension deposit</i> or a <i>SIPP</i>.</p> <p>(2) (in ■ COBS 19.11) a <i>retirement annuity contract</i>, a <i>pension buy-out</i></p>

	<p>contract including a ‘section 32’ buy-out policy that was approved under section 32 of the Finance Act 1981 (when that Act was in force) or an <i>FSAVC</i>.</p>
<i>personal pension scheme</i>	<p>(in accordance with article 3 of the <i>Regulated Activities Order</i>) a scheme or arrangement which is not an <i>occupational pension scheme</i> or <i>stakeholder pension scheme</i> and which is comprised in one or more instruments or agreements having or capable of having effect so as to provide benefits to or in respect of people:</p> <ul style="list-style-type: none">(a) on retirement; or(b) on having reached a particular age; or(c) on termination of service in an employment.
<i>personal projection</i>	<p>a <i>projection</i> that reflects the terms of a particular contract with, or to be offered to, a particular <i>client</i>.</p>
<i>personal recommendation</i>	<p>(1) (except in <i>CONRED</i> and in relation to <i>advising on investments (except P2P agreements)</i>):a recommendation that is <i>advice on P2P agreements</i>, <i>advice on conversion or transfer of pension benefits</i>, or <i>advice on a home finance transaction</i> and is presented as suitable for the person to whom it is made, or is based on a consideration of the circumstances of that person.A recommendation is not a personal recommendation if it is issued exclusively to the public.For the purposes of this definition, references in the <i>Handbook</i> to making <i>personal recommendations</i> on, or in relation to, <i>P2P agreements</i> should be understood as referring to making <i>personal recommendations</i> involving <i>advice on P2P agreements</i>.(2) (in <i>CONRED</i>) a recommendation that is advice on investments and:</p> <ul style="list-style-type: none">(a) where given on or before 31 October 2007, was given to a specific <i>person</i>; or(b) where given on or after 1 November 2007, was presented as suitable for the <i>person</i> to whom the recommendation was made, or was based on a consideration of the circumstances of that <i>person</i>, other than a recommendation issued exclusively through distribution channels or to the public. <p>(3)(in relation to <i>advising on investments (except P2P agreements)</i>) a recommendation:</p> <ul style="list-style-type: none">(a)made to a <i>person</i> in their capacity as an investor or potential investor, or in their capacity as agent for an investor or a potential investor;(b)which constitutes a recommendation to them to do any of the following (whether as principal or agent): <ul style="list-style-type: none">(i)<i>buy, sell</i>, subscribe for, exchange, redeem, hold or underwrite a particular <i>investment</i> which is a <i>security</i>, a <i>structured deposit</i> or a <i>relevant investment</i> (that is, any <i>designated investment</i> (other than a <i>P2P agreement</i>), <i>funeral plan contract</i>, <i>pure protection contract</i>, <i>general insurance contract</i>, right to or interests in a <i>funeral plan contract</i> or <i>structured deposit</i>); or(ii)exercise or not exercise any right conferred by such a <i>relevant investment</i> to <i>buy, sell</i>, subscribe for, exchange or redeem such an <i>investment</i>;

	<p>(c)that is:</p> <ul style="list-style-type: none"> (i)presented as suitable for the <i>person</i> to whom it is made; or (ii)based on a consideration of the circumstances of that <i>person</i>; and <p>(d)that is not issued exclusively to the public.</p> <p>[Note: article 2(1)(15) of the <i>IDD</i>, article 9 of the <i>MiFID Org Regulation</i> and article 53(1C) and 53(1D) of the <i>Regulated Activities Order</i>]For the purposes of this definition, references in the <i>Handbook</i> to making <i>personal recommendations</i> on, or in relation to, <i>P2P agreements</i> should be understood as referring to making <i>personal recommendations</i> involving <i>advice on P2P agreements</i>.</p>
<i>personal transaction</i>	<p>a trade in a <i>designated investment</i> effected by or on behalf of a <i>relevant person</i>, where at least one of the following criteria are met:</p> <ul style="list-style-type: none"> (1) that <i>relevant person</i> is acting outside the scope of the activities he carried out in that capacity; (2) the trade is carried out for the account of any of the following <i>persons</i>: <ul style="list-style-type: none"> (a) the <i>relevant person</i>; (b) the spouse or civil partner of the <i>relevant person</i> or any partner of that <i>person</i> considered by national law as equivalent to a spouse; (c) a dependent child or stepchild of the <i>relevant person</i>; (d) any other relative of the <i>relevant person</i> who has shared the same household as that <i>person</i> for at least one year on the date of the <i>personal transaction</i> concerned; (e) any <i>person</i> with whom he has <i>close links</i>; (f) a <i>person</i> whose relationship with the <i>relevant person</i> is such that the <i>relevant person</i> has a direct or indirect material interest in the outcome of the trade, other than a fee or commission for the execution of the trade. <p>[Note: article 16(2) of <i>MiFID</i> and article 28 of the <i>MiFID Org Regulation</i>]</p>
<i>physical asset reconciliation</i>	the <i>safe custody assets</i> reconciliation described in ■ CASS 6.6.24 R, using either the <i>total count method</i> or the <i>rolling stock method</i> .
<i>physical meeting</i>	(in ■ COLL 4) has the meaning given in ■ COLL 4.4.1AR(1).
<i>physical safe custody asset</i>	a <i>safe custody asset</i> (or tangible evidence of one) that is in a <i>firm's</i> physical custody and which may also be registered with the relevant issuer or agent of the issuer.
<i>PIA</i>	the Personal Investment Authority Limited.
<i>PIA Ombudsman scheme</i>	the <i>former scheme</i> set up by <i>PIA</i> under the Financial Services Act 1986 and operated by the PIA Ombudsman Bureau Ltd to handle complaints against members of <i>PIA</i> .

<i>PII capital requirement</i>	<p>(1) (in ■ IPRU(INV) 11) an amount of <i>own funds</i> that a <i>collective portfolio management firm</i> must hold in relation to its professional indemnity insurance policy to cover any defined excess (as set out in article 15 of the <i>AIFMD level 2 regulation</i> (professional indemnity insurance) (as replicated in ■ IPRU(INV) 11.3.15UK)) and exclusions to that policy (see ■ IPRU(INV) 11.3.16R (Professional negligence)).</p> <p>[deleted]</p>
<i>placing</i>	(in <i>UKLR</i>) a marketing of <i>securities</i> already in issue but not <i>listed</i> or not yet in issue, to specified <i>persons</i> or clients of the <i>sponsor</i> or any securities house assisting in the placing, which does not involve an offer to the public or to existing holders of the <i>issuer's securities</i> generally.
<i>plan investor</i>	a <i>person</i> entered in the <i>plan register</i> under ■ COLL 6.4.9 R (Plan registers).
<i>plan manager</i>	<p>in relation to:</p> <p>(a) [deleted]</p> <p>(b) a <i>group ISA</i> , the <i>ISA manager</i> ;</p> <p>(c) a <i>group savings plan</i>, the <i>person</i> primarily responsible for that <i>group savings plan</i>.</p>
<i>plan register</i>	<p>(1) (in relation to an <i>ICVC</i>) a record of <i>persons</i> who subscribe to a <i>group plan</i> and for whom <i>shares</i> in the <i>ICVC</i> are held for the purposes of the <i>group plan</i> by the <i>plan manager</i> or a nominee (other than a record for the establishment or maintenance of which no payments are to be made out of the <i>scheme property</i>).</p> <p>(2) (in relation to an <i>AUT</i> or <i>ACS</i>) a sub- <i>register</i> to the <i>register</i>, which sub-<i>register</i> records <i>persons</i> who subscribe to a <i>group plan</i> and for whom <i>units</i> in the <i>AUT</i> or <i>ACS</i> are held for the purposes of the plan by the <i>plan manager</i> or a nominee (other than any sub- <i>register</i> that has not been established and maintained in accordance with ■ COLL 6.4.4 R (Register: general requirements and contents) or for the establishment of which no payments are to be made out of the <i>scheme property</i>).</p>
<i>plastic card</i>	a card, or a token with an equivalent function, which a <i>customer</i> can use to pay for goods and services, or to obtain cash or both, such as a credit card, charge card, debit card, cash card or electronic purse.
<i>platform charge</i>	any form of charge payable by or on behalf of a <i>retail client</i> to a <i>firm</i> in relation to the provision of a <i>platform service</i> and which is agreed between the <i>platform service provider</i> and the <i>retail client</i> .
<i>platform service</i>	<p>a service which:</p> <p>(a) involves <i>arranging</i> and <i>safeguarding and administering investments</i>; and</p> <p>(b) distributes <i>retail investment products</i> which are offered to <i>retail clients</i> by more than one product provider;</p> <p>but is neither:</p> <p>(c) solely paid for by <i>adviser charges</i>; nor</p> <p>(d) ancillary to the activity of <i>managing investments</i> for the <i>retail client</i>.</p>

<i>platform service provider</i>	a <i>firm</i> providing a <i>platform service</i> .
<i>pledge</i>	a <i>pawnee's</i> rights over an article taken in <i>pawn</i> .
<i>policy</i>	(as defined in article 2 of the Financial Services and Markets Act 2000 (Meaning of "Policy" and "Policyholder") Order 2001 (SI 2001/2361)) as the context requires: <ul style="list-style-type: none"> (a) a <i>contract of insurance</i>, including one under which an existing liability has already accrued; or (b) any instrument evidencing such a contract.
<i>policy stakeholder</i>	a natural <i>person</i> (excluding a <i>policyholder</i>) who is under a contractual or statutory obligation, which does not arise solely from that <i>person's</i> trade or profession, to pay an amount: <ul style="list-style-type: none"> (1) relating to: <ul style="list-style-type: none"> (a) the <i>premium</i>; and (b) any other costs connected to the distribution, of a <i>non-investment insurance contract</i>; and (2) where the obligation arises in relation to the person having an interest and/or benefit in the subject matter of the insurance.
<i>policy summary</i>	a summary of a <i>non-investment insurance contract</i> in the format and containing the information specified in ■ ICBS 6 Annex 2 .
<i>policyholder</i>	(1) (except for <i>contracts of insurance</i> where the <i>insurer</i> is a <i>Solvency II firm</i>) (as defined in article 3 of the Financial Services and Markets Act 2000 (Meaning of "Policy and "Policyholder") Order 2001 (SI 2001/2361)) the <i>person</i> who for the time being is the legal holder of the <i>policy</i> , including any <i>person</i> to whom, under the <i>policy</i> , a sum is due, a periodic payment is payable or any other benefit is to be provided or to whom such a sum, payment or benefit is contingently due, payable or to be provided; and (2) (in respect of a <i>contract of insurance</i> where the <i>insurer</i> is a <i>Solvency II firm</i>), a <i>policyholder</i> , which includes a <i>beneficiary</i> .
<i>policyholder advocate</i>	the <i>person</i> appointed under ■ COBS 20.2.42 R to negotiate with a <i>firm</i> on its proposals for making a <i>retribution</i> of its <i>inherited estate</i> .
<i>politically exposed person</i>	as defined in regulation 35(12) of the <i>Money Laundering Regulations</i> .
<i>pool</i>	either a <i>sub-pool</i> or a <i>general pool</i> , as the context requires.
<i>port</i>	in respect of the assets and positions recorded in a <i>client transaction account</i> that is an <i>individual client account</i> or an <i>omnibus client account</i> at an <i>authorised central counterparty</i> , action taken by that <i>authorised central counterparty</i> to transfer those assets and positions in accordance with article 48 of <i>EMIR</i> to another clearing member designated by the individual <i>client</i>

	(in the case of an <i>individual client account</i>) or designated by all of the <i>clients</i> for whom the account is held (in the case of an <i>omnibus client account</i>).
<i>portfolio</i>	(in relation to the <i>K-CMG requirement</i> or a <i>K-CMG permission</i>) either: <ul style="list-style-type: none"> (1) all the <i>trading book</i> positions attributable to a specific <i>trading desk</i> within the <i>firm</i>; or (2) a subset of the positions in (1) that share identified common characteristics and risks.
<i>portfolio management</i>	(1) managing portfolios in accordance with mandates given by <i>clients</i> on a discretionary <i>client-by-client</i> basis where such portfolios include one or more <i>financial instruments</i> . [Note: article 4(1)(8) of <i>MiFID</i>] (2) (in ■ <i>ESG</i>) a service provided to a <i>client</i> including: <ul style="list-style-type: none"> (a) <i>managing investments</i>; or (b) private equity or other private market activities consisting of either <i>advising on investments</i> or <i>managing investments</i> on a recurring or ongoing basis in connection with an arrangement the predominant purpose of which is investment in unlisted <i>securities</i>.
<i>positions held with trading intent</i>	any of the following: <ul style="list-style-type: none"> (a) proprietary positions and positions arising from client servicing and market making; (b) positions intended to be resold in the short term; (c) positions intended to benefit from actual or expected short-term price differences between buying and selling prices or from other price or interest rate variations.
<i>positive match</i>	in relation to the <i>pensions dashboard matching process</i> , either a <i>match made</i> or a <i>possible match</i> .
<i>POS Regulations</i>	the Public Offers of Securities Regulations 1995 (SI 1995/1537).
<i>possible match</i>	in relation to the <i>pensions dashboard matching process</i> , a <i>positive match</i> where the elements of data provided by a <i>pensions dashboard user</i> for the purposes of the <i>pensions dashboard matching process</i> only partially meet the <i>pensions dashboard matching criteria</i> such that the <i>firm</i> is unable to determine (in the absence of further information) whether or not the <i>pensions dashboard user</i> has a benefit under that <i>relevant pension scheme</i> .
<i>post</i>	(in relation to sending a <i>document</i> by post) sending pre-paid by a postal service which seeks to deliver <i>documents</i> by post within the <i>United Kingdom</i> no later than the next working day in all or the majority of cases, and to deliver by post outside the <i>United Kingdom</i> within such a period as is reasonable in all the circumstances.
<i>Post-BCCI Directive</i>	the European Parliament and Council Directive of 29 June 1995 amending certain directives with a view to reinforcing prudential supervision (No 95/26/EC).
<i>power of intervention</i>	the power conferred on the <i>FCA</i> or the <i>PRA</i> under section 196 of the <i>Act</i> (The Power of Intervention) to impose a requirement on an <i>incoming firm</i> .

<i>PPI claims management fee cap</i>	the provisions in sections 29 and 31 of the Financial Guidance and Claims Act 2018 (see ■ CMCOB 5.1).
<i>PPFM</i>	<i>Principles and Practices of Financial Management.</i>
<i>PPFM guidance table</i>	the table in ■ COBS 20.3.8 G (Guidance on with-profits principles and practices).
<i>PPFM issues table</i>	The table in ■ COBS 20.3.6 R (Issues to be covered in PPFM).
<i>pure benchmark SMCR firm</i>	has the meaning in ■ SYSC 23 Annex 1 6.13R(1)(b), and in summary means an <i>SMCR firm</i> that has <i>permission</i> to carry on the <i>regulated activity</i> of <i>administering a benchmark</i> but no other <i>regulated activity</i> .
<i>PRA</i>	Prudential Regulation Authority.
<i>PRA-approved person</i>	an <i>approved person</i> in relation to whom the <i>PRA</i> has given its approval under section 59 of the Act (Approval for particular arrangements) for the performance of a <i>PRA controlled function</i> .
<i>PRA- authorised person</i>	as defined in section 2B(5) of the Act, an <i>authorised person</i> who has permission: <ul style="list-style-type: none"> (a) given under Part 4A of the Act; or (b) resulting from any other provision of the Act; to carry on <i>regulated activities</i> that consist of or include one or more <i>PRA-regulated activities</i> .
<i>PRA certification function</i>	a <i>significant-harm function</i> that has been specified by the <i>PRA</i> under section 63E of the Act (Certification of employees by authorised persons) and which consequently is a specified function as defined in section 63E(2) of the Act.
<i>PRA controlled function</i>	a <i>controlled function</i> which is specified by the <i>PRA</i> under section 59 of the Act (Approval for particular arrangements) in: <ul style="list-style-type: none"> (1) (for CRR firms, credit unions and third country CRR firms (each as defined in the <i>PRA Rulebook</i>)) the part of the <i>PRA Rulebook</i> titled 'Senior Management Functions'; or (2) (for <i>Solvency II firms</i> including <i>large non-directive insurers</i>, and for <i>small non-directive insurers</i>) the Senior Management Functions parts of the <i>PRA Rulebook</i> applicable to Solvency II Firms and Non-Solvency II Firms.
<i>PRA-designated senior management function</i>	a <i>PRA controlled function</i> that is a <i>designated senior management function</i> .
<i>PRA Handbook</i>	means the <i>PRA Rulebook</i> .

<i>PRA-prescribed senior management responsibilities</i>	<p>one of the functions described as:(1)(for CRR firms, credit unions and third country CRR firms (each as defined in the <i>PRA Rulebook</i>)):</p> <ul style="list-style-type: none"> (a) a 'prescribed responsibility' in Chapter 4; (b) a 'small firm prescribed responsibility' in Chapter 5; or (c) a 'UK branch prescribed responsibility' in Chapter 6; <p>of the part of the <i>PRA Rulebook</i> called Allocation of Responsibilities;(2)(for <i>firms</i> covered by the Insurance - Allocation of Responsibilities and Large Non-Solvency II Firms – Allocation of Responsibilities parts of the <i>PRA Rulebook</i>) a prescribed responsibility or a third country branch prescribed responsibility as defined in those parts; and(3)(for <i>firms</i> covered by the Non-solvency II Firms - Allocation of Responsibilities part of the <i>PRA Rulebook</i>) a small non-directive insurer prescribed responsibility as defined in that part.</p>
<i>PRA-regulated Activities Order</i>	the Financial Services and Market Act 2000 (PRA-regulated Activities) Order 2013 (SI 2013/556).
<i>PRA-regulated activity</i>	a <i>regulated activity</i> specified in an order made under section 22A of the Act or specified pursuant to a power granted in such an order.
<i>PRA Rulebook</i>	the <i>PRA's</i> Rulebook of rules and guidance. Formerly the <i>PRA Handbook</i> . Available at the universal resource locator: http://www.prarulebook.co.uk/
<i>pre-existing arrangements</i>	<p>in relation to a <i>borrower-lender agreement</i> or a <i>borrower-lender-supplier agreement</i>, a <i>credit agreement</i> is entered into under pre-existing arrangements between a <i>lender</i> and a <i>supplier</i> if it is entered into in accordance with, or in connection with, arrangements previously made between the <i>lender</i> (or the <i>lender's associate</i>) and the <i>supplier</i> (or the <i>supplier's associate</i>) unless the arrangements are:</p> <ul style="list-style-type: none"> (a) for the making, in circumstances specified in the <i>credit agreement</i>, of payments to the <i>supplier</i> by the <i>lender</i> ("L") and L indicates that L is willing to make, in such circumstances, payments of the kind to <i>suppliers</i> generally, or (b) for the electronic transfer of funds from a current account held with an <i>authorised person</i> with <i>permission to accept deposits</i>, <p>but if a <i>lender</i> is an <i>associate</i> of the <i>supplier's</i>, the <i>credit agreement</i> is to be treated as entered into under pre-existing arrangements between the <i>lender</i> and the <i>supplier</i> unless the <i>lender</i> can show that this is not the case.</p>
<i>pre-set investment portfolio</i>	<p>a combination of <i>investments</i> which is selected by a <i>firm</i> and offered to its <i>clients</i> as a single investment option, for example, a <i>default arrangement</i> in a <i>qualifying scheme</i>, a <i>drawdown pension investment pathway</i>, or a ready-made investment portfolio, but not including a <i>default arrangement</i> in a <i>qualifying scheme</i> comprising:</p> <ul style="list-style-type: none"> (a) assets which make up less than 10% of the total assets held by a <i>firm</i> within <i>default arrangements</i> in <i>qualifying schemes</i>; or (b) assets which are under £100m in value.

<i>precious metals</i>	(in <i>COLL</i>) gold, silver or platinum.
<i>pre-contractual disclosure</i>	a disclosure produced under ■ ESG 5.3 in respect of a <i>sustainability product</i> .
<i>pre-contractual materials</i>	(in ■ ESG) one of the following (as applicable): (1) a <i>prospectus</i> ; or (2) (if not within (1)) in relation to a <i>full-scope UK AIFM</i> , the prior disclosure of information required by ■ FUND 3.2.2R .
<i>pre-IP completion day incoming EEA firm</i>	(in <i>COMP</i>) an EEA firm, or Treaty firm, that, before <i>IP completion day</i> , exercised its right to carry on a regulated activity in the United Kingdom, and qualified for authorisation, within the meaning of, and in accordance with, respectively, section 193(1)(a) and Schedule 3 of the <i>Act</i> (EEA Passport Rights), or section 193(1)(b) and Schedule 4 of the <i>Act</i> (Treaty Rights), as from time to time in force before <i>IP completion day</i> .
<i>predecessor scheme</i>	any of the following: (a) The Office of the Banking Ombudsman; (b) The Office of the Building Societies Ombudsman; (c) The Insurance Ombudsman Bureau; (d) The Office of the Investment Ombudsman; (e) The Personal Investment Authority Ombudsman Bureau; (f) The Personal Insurance Arbitration Service; (g) The Securities and Futures Authority Complaints Bureau and Arbitration Service; (h) The FSA Complaints Unit and Independent Investigator.
<i>preference share</i>	a <i>share</i> conferring preference as to income or return of capital which does not form part of the <i>equity share capital</i> of a <i>company</i> .
<i>preliminary charge</i>	a <i>charge</i> upon a <i>sale</i> of <i>units</i> by an <i>authorised fund manager</i> whether or not acting as <i>principal</i> .
<i>premium</i>	(1) (except in <i>ICOBS</i> and ■ CASS 5) (in relation to a <i>general insurance contract</i>) the consideration payable under the contract by the <i>policyholder</i> to the <i>insurer</i> . (2) (except in <i>ICOBS</i> and ■ CASS 5) (in relation to a <i>long-term insurance contract</i>) the consideration payable under the contract by the <i>policyholder</i> to the <i>insurer</i> ; (except in ■ SUP 16.8 (Persistency reports from insurers)) a premium is a regular premium if it is one of a series of payments under the contract: (a) (i) which are payable on dates that are certain or ascertainable at the time the contract is made;

(ii) which are payable over a period that exceeds one year in length; and

(iii) assuming the *policy* evidencing the contract is not surrendered or otherwise terminated before the *premiums* fall due, will fall due on those dates without either party to the contract exercising any option under the contract; or

(b) of which the first payment is an obligation under the contract, and subsequent payments, calculated according to an agreed formula, are payable over a period which exceeds one year in length under a collateral written arrangement with the *insurer* or *friendly society*.

(2A) (in *ICOBS* and ■ *CASS 5*) as in (1) and (2) except that '*insurance undertaking*' is substituted for '*insurer*' (except where '*insurer*' is used in the heading to ■ *SUP 16.8*).

(3) (in relation to an *option*) the total amount which the purchaser of the *option* is, or may be, required to pay in consideration for the right to exercise the *option*.

<i>premiums amount</i>	(for the purposes of INSPRU 1.1), an amount, as defined in INSPRU 1.1.45R, used in the calculation of the <i>general insurance capital requirement</i> .
<i>prescribed asset share methodology</i>	the methodology described in ■ COBS 20.2.5 R for assessing maturity payments by reference to unsmoothed asset shares.
<i>prescribed auction platform</i>	an auction platform which had been prescribed by the Treasury in the <i>Prescribed Markets and Qualifying Investments Order</i> as it was in force on 2 July 2016.
<i>prescribed market</i>	(1) (except in, and for the purpose of, ■ DTR 5) a market which had been prescribed by the Treasury in the <i>Prescribed Markets and Qualifying Investments Order</i> as it was in force on 2 July 2016. (2)(in, and for the purpose of, ■ DTR 5) a market which is established under the rules of a <i>UK RIE</i> .
<i>Prescribed Markets and Qualifying Investments Order</i>	the Financial Services and Markets Act 2000 (Prescribed Markets and Qualifying Investments) Order 2001 (SI 2001/996).
<i>prescribed pricing basis</i>	(in relation to a <i>derivative contract</i> , or <i>quasi-derivative contract</i>), the pricing basis set out in ■ IPRU(INS) 4.12R(8) (Derivative contracts) as that rule was in force on 30 December 2004.
<i>previous regulator</i>	(1) (in relation to a <i>firm</i> which was authorised under the Banking Act 1987 immediately before <i>commencement</i> or which was a European institution (as defined in the Banking Coordination (Second Council Directive) Regulations 1992) immediately before <i>commencement</i>) the <i>FSA</i> . (2) (in relation to a <i>firm</i> which was a <i>building society</i> immediately before <i>commencement</i>) the <i>Building Societies Commission</i> . (3) (in relation to a <i>firm</i> which was a <i>friendly society</i> immediately before <i>commencement</i>) the <i>Friendly Societies Commission</i> . (4) (in relation to a <i>firm</i> authorised under the Insurance Companies Act 1982 immediately before <i>commencement</i>) the Treasury. (5) (in relation to an <i>underwriting agent</i> which obtained the <i>permission</i> relevant to that category under the Financial Services and Markets Act 2000 (Repeals, Transitional Provisions and Savings) Order 2001 (SI 2001/2636)) the <i>Society of Lloyd's</i> . (6) (in relation to a <i>firm</i> which was authorised, or which was an <i>appointed representative</i> , under the Financial Services Act 1986 immediately before <i>commencement</i> or which was a European investment firm (as defined in the Investment Services Regulations 1995 (SI 1995/3275)) immediately before <i>commencement</i>) any of: (a) <i>IMRO</i> ; (b) <i>PIA</i> ; (c) <i>SFA</i> ;

	<p>(d) a <i>recognised professional body</i>; and</p> <p>(e) the <i>FSA</i>;</p> <p>if the <i>firm</i> (or, if relevant, its principal for the purposes of section 44 of the Financial Services Act 1986) was subject in carrying on business to the rules, requirements, regulations or guidance of that body.</p> <p>(7) (in relation to an <i>ex-section 43 firm</i>) the <i>FSA</i>.</p> <p>(8) (in relation to a <i>firm</i> which was authorised under the <i>Act</i> immediately before 1 April 2013) the <i>FSA</i>.</p>
price	<p>(1) (in <i>COLL</i>) (in relation to a <i>unit</i> in an <i>authorised fund</i>) the price of the <i>unit</i> calculated in accordance with ■ <i>COLL 6.3</i> (Valuation and pricing).</p> <p>(2)(in <i>COBS</i>) (in relation to an <i>operator of an electronic system in relation to lending</i>):</p> <p>(a)at origination of a loan in relation to which a <i>P2P agreement</i> is made, the interest rate to be paid by the borrower to the lender in respect of that <i>P2P agreement</i>;</p> <p>(b)in relation to any transaction after the origination of a loan in relation to which a <i>P2P agreement</i> is made, the amount to be paid (or, where the context requires, that was paid), for the present value of the principal and the interest rate to be paid by the borrower, in respect of that <i>P2P agreement</i>.</p>
price information	<p>(in <i>MCOB</i>) information, in a <i>financial promotion</i> , that relates to:</p> <p>(a) any rate of charge; or</p> <p>(b) the presence or absence of any payments, fees or charges; or</p> <p>(c) the amount, frequency or number of any payments, repayments, fees or charges; or</p> <p>(d) any monetary amounts.</p>
price stabilising rules	<p>rules made under section 137Q of the <i>Act</i> together with any other provisions available for their interpretation.</p>
PRIIP	<p>a <i>packaged retail and insurance-based investment product</i>.</p>
PRIIPs Regulation	<p>the <i>UK</i> version of Regulation (EU) No 1286/2014 of the European Parliament and of the Council of 26 November 2014 on key information documents for packaged retail and insurance-based investment products (PRIIPs), which is part of <i>UK</i> law by virtue of the <i>EUWA</i>.</p>

<i>PRIPs technical standards</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2017/653 of 8 March 2017 supplementing regulation (EU) No 1286/2014 of the European Parliament and of the Council on key information documents for packaged retail and insurance-based investment products (PRIPs) by laying down regulatory technical standards with regard to the presentation, content, review and revision of key information documents and the conditions for fulfilling the requirement to provide such documents, which is <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>primary information provider</i>	a <i>person</i> approved by the <i>FCA</i> under section 89P of the <i>Act</i> .
<i>primary market and M&A services</i>	(in ■ COBS 11A.2) services that constitute <i>designated investment business</i> or <i>MiFID business</i> and that are either: <ul style="list-style-type: none"> (1) services provided to an <i>issuer</i> comprising structuring, underwriting and/or placing an issue of <i>shares</i>, <i>warrants</i>, <i>certificates representing certain securities</i> or <i>debentures</i>; or (2) advice and services relating to mergers and the purchase or disposal of undertakings.
<i>primary place of business</i>	(in relation to <i>insurance distribution activity</i>) the location from where the main business is managed.
<i>primary pooling event</i>	<ul style="list-style-type: none"> (1) [deleted] (2) (in ■ CASS 5) an event that occurs in the circumstances described in ■ CASS 5.6.5 R (Failure of the authorised firm: primary pooling event). (3) (in ■ CASS 7 and ■ CASS 7A) an event that occurs in the circumstances described in ■ CASS 7A.2.2 R (Failure of the authorised firm: primary pooling event). (4) (in ■ CASS 11) an event that occurs in the circumstances described in ■ CASS 11.13.3 R. (5) (in ■ CASS 13) an event that occurs in the circumstances described in ■ CASS 13.11.3R.
<i>primary purpose</i>	the purpose set out in ■ FPCOB 3.1.5R .
<i>prime brokerage agreement</i>	an agreement between a <i>prime brokerage firm</i> and a <i>client</i> for <i>prime brokerage services</i> .
<i>prime brokerage firm</i>	<p>a <i>firm</i> that provides <i>prime brokerage services</i> to a <i>client</i> and which may do so acting as <i>principal</i>.</p> <ul style="list-style-type: none"> (1) (except in <i>FUND</i>) a <i>firm</i> that provides <i>prime brokerage services</i> to a <i>client</i> and which may do so acting as <i>principal</i>. (2) (in <i>FUND</i>) a <i>credit institution</i>, regulated <i>investment firm</i> or another entity subject to prudential regulation and ongoing supervision, offering services to <i>professional clients</i> primarily to finance or execute transactions in <i>financial instruments</i> as counterparty and which may also provide other services, such as clearing and settlement of trades, custodial

	<p>services, <i>stock lending</i>, customised technology and operational support facilities.</p> <p>[Note: article 4(1)(af) of <i>AIFMD</i>]</p>
<i>prime brokerage services</i>	<p>a package of services provided under a <i>prime brokerage agreement</i> which gives a <i>prime brokerage firm</i> a right to use <i>safe custody assets</i> for its own account and which comprises each of the following:</p> <ul style="list-style-type: none">(a) <i>custody or arranging safeguarding and administration of assets</i>;(b) clearing services; and(c) financing, the provision of which includes one or more of the following:<ul style="list-style-type: none">(i) capital introduction;(ii) margin financing;(iii) <i>stock lending</i>;(iv) stock borrowing;(v) entering into repurchase or reverse repurchase transactions; <p>and which, in addition, may comprise consolidated reporting and other operational support.</p>
<i>PRIN</i>	<p>the part of the <i>Handbook</i> in High Level Standards that has the title Principles for Businesses.</p>
<i>principal</i>	<p>(1) in relation to a <i>person</i> :</p> <ul style="list-style-type: none">(a) a <i>person</i> acting on his own account;(b) (if the <i>person</i> is an <i>appointed representative</i> or, where applicable, a <i>tied agent</i>) the <i>authorised person</i> who is party to a contract with the <i>appointed representative</i>, or who is responsible for the acts of the <i>tied agent</i>, resulting in him being exempt, or in him carrying on a <i>regulated activity</i> to which sections 20(1) and (1A) and 23(1A) of the Act do not apply, under section 39 of the Act (Exemption of appointed representatives). <p>(2) in relation to an <i>option</i> , <i>future</i> or forward contract:</p> <ul style="list-style-type: none">(a) (except in the case of an <i>option</i> on a <i>future</i>) the amount of property or the value of the property which must be delivered in order to satisfy settlement of the <i>option</i> , <i>future</i> or forward contract;(b) (in relation to an <i>option</i> on a <i>future</i>) the amount of property or the value of the property which must be delivered in order to satisfy settlement of the <i>future</i> .
<i>Principle</i>	<p>one of the Principles set out in ■ PRIN 2.1.1 R (Principles for Businesses).</p>
<i>Principles and Practices of Financial Management</i>	<p>the Principles and Practices of Financial Management, containing <i>with-profits principles</i> and <i>with-profits practices</i>, which a <i>firm</i> carrying on <i>with-profits business</i> must establish, maintain and record under ■ COBS 20.3 (Principles and Practices of Financial Management).</p>

<i>priority debt</i>	<p>(in <i>BCOBS</i>, ■ <i>CONC 5.2A</i> and ■ <i>CONC 5.5A</i>) an obligation on the part of a <i>consumer</i> to make a payment:</p> <p>(a) where the remedies for a breach of that obligation potentially include seeking possession of, or seeking to exercise a power of sale in respect of:</p> <ul style="list-style-type: none"> (i) the sole or main residence of the <i>consumer</i> (for example, an obligation to pay secured by a mortgage or charge in respect of land, an obligation to pay rent under a tenancy, or an obligation to make payment under a licence to occupy land); or (ii) the <i>consumer's</i> essential goods or services (for example, an obligation to pay under a hire purchase, conditional sale or hire agreement that relates to, or an obligation to pay secured by a charge on, the <i>consumer's</i> cooker, refrigerator, or the means to travel to work); or <p>(b) where that obligation arises out of an order of the court, an Act or secondary legislation (for example, an obligation to pay council tax, child support maintenance, income tax or court fines); or</p> <p>(c) where that obligation arises under a contract for the provision of utility supplies (for example, water, gas or electricity).</p>
<i>private customer</i>	<p>(for the purposes only of ■ <i>COBS TP 1</i> (Transitional Provisions in relation to Client Categorisation)):</p> <p>(1) (except in ■ <i>COB 3</i>, ■ <i>COB 4.2</i> and ■ <i>COB 6.4</i>) subject to (h), a <i>client</i> who is not a market counterparty or an <i>intermediate customer</i>, including:</p> <ul style="list-style-type: none"> (a) an individual who is not a <i>firm</i> ; (b) an overseas individual who is not an <i>overseas financial services institution</i>; (c) [deleted] (d) (except for the purposes of <i>DISP</i>) a <i>client</i> when he is classified as a <i>private customer</i> in accordance with ■ <i>COB 4.1.14 R</i> (Client classified as a private customer); (e) a <i>person</i> to whom a <i>firm</i> gives <i>basic advice</i>; (f) (in ■ <i>COB 6.1</i> to ■ <i>6.5</i>) where the <i>regulated activity</i> (except for a personal recommendation relating to a contribution to a <i>CTF</i>) relates to a <i>CTF</i> and there is no <i>registered contact</i> , the <i>person</i> to whom the statement must be sent in accordance with Regulation 10 of the <i>CTF Regulations</i>; (g) (in ■ <i>COB 6.7</i>) where the <i>regulated activity</i> (except for a personal recommendation relating to a contribution to a <i>CTF</i>) relates to a <i>CTF</i> and there is no <i>registered contact</i>, the child, via the person to whom the statement must be sent in accordance with Regulation 10 of the <i>CTF Regulations</i>; (h) a <i>client</i> who would otherwise be excluded as a market counterparty or <i>intermediate customer</i> if the <i>client</i> is within (e), (f) or (g); <p>but excluding a <i>client</i> , who would otherwise be a <i>private customer</i>:</p> <ul style="list-style-type: none"> (i) when he is classified as an <i>intermediate customer</i> in accordance

private person

with ■ COB 4.1.9 R (Expert private customer classified as an intermediate customer); or

(ii) when the *regulated activity* relates to a CTF, any person other than (e), (f), (g) or (h).

(2) (in ■ COB 3) a person in (1) or a person excluded under (1)(h)(ii) or a person who would be such a person if he were a *client*. *consumer*.

(3) (in ■ COB 4.2 and ■ 6.1 to ■ 6.5) a person in (1) and, in relation to the conclusion of a *distance contract*, a *consumer*.

(1) except in relation to a rule made under section 137A of the Act as applied by Schedule 3 to the *Electronic Money Regulations* or Schedule 6 to the *Payment Services Regulations*, (as defined in article 3 of the Financial Services and Markets Act 2000 (Rights of Action) Regulations 2000 (SI 2001/2256)):

(a) any individual, unless he suffers the loss in question in the course of carrying on:

(i) any *regulated activity*; or

(ii) any activity which would be a *regulated activity* apart from any exclusion made by article 72 of the *Regulated Activities Order* (Overseas persons);

(b) any person who is not an individual, unless he suffers the loss in question in the course of carrying on business of any kind;

(c) a relevant recipient of *credit* (within the meaning of article 60L of the *Regulated Activities Order*) who is not an individual and who has suffered the loss in question in connection with an activity of the kind specified by article 36A, 39D, 39E, 39F, 39G, 53DA, 60B, 60N, 89A or 89B of that Order or article 64 of that Order, so far as relevant to any of those activities; and

(d) a person who is, by virtue of article 36J of the *Regulated Activities Order*, to be regarded as a person who uses, may use, has or may have used or has or may have contemplated using, services provided by *authorised persons* in carrying on a *regulated activity* of the kind specified by article 36H of that Order or article 64 of that Order so far as relevant to that activity;

but not including a government, a local authority (in the *United Kingdom* or elsewhere) or an international organisation; for the purposes of (a), an individual who suffers loss in the course of *effecting or carrying out contracts of insurance* written at Lloyd's is not to be taken to suffer loss in the course of carrying on a *regulated activity*; in this definition:

(A) "government" means:

(I) the government of the *United Kingdom*; or

(II) the Scottish Administration; or

(III) the Executive Committee of the Northern Ireland Assembly; or

(IV) the National Assembly for Wales; or

	<p>(V) the government of any country or territory outside the <i>United Kingdom</i>;</p> <p>(B) "international organisation" means any international organisation the members of which include the <i>United Kingdom</i> or any other State;</p> <p>(C) "local authority", in relation to the <i>United Kingdom</i>, means:</p> <p>(I) in England and Wales, a local authority as defined in the Local Government Act 1972, the Greater London Authority, the Common Council of the City of London or the Council of the Isles of Scilly;</p> <p>(II) in Scotland, a local authority as defined in the Local Government (Scotland) Act 1973; and</p> <p>(III) in Northern Ireland, a district council as defined in the Local Government Act (Northern Ireland) 1972.</p> <p>(2) in relation to a <i>rule</i> made under section 137A of the <i>Act</i> as applied by Schedule 3 to the <i>Electronic Money Regulations</i>, as defined in regulation 72(3) of those regulations:</p> <p>(a) any individual, except where the individual suffers the loss in question in the course of issuing <i>electronic money</i> or providing <i>payment services</i>; and</p> <p>(b) any <i>person</i> who is not an individual, except where that person suffers the loss in question in the course of carrying on business of any kind,</p> <p>but not a government, a local authority (in the <i>United Kingdom</i> or elsewhere) or an international organisation.</p> <p>(3) in relation to a <i>rule</i> made under section 137A of the <i>Act</i> as applied by Schedule 6 to the <i>Payment Services Regulations</i> as defined in regulation 148(3) of those regulations:</p> <p>(a) any individual, except where the individual suffers the loss in question in the course of providing <i>payment services</i>; and</p> <p>(b) any <i>person</i> who is not an individual, except where that person suffers the loss in question in the course of carrying on business of any kind,</p> <p>but not a government, a local authority (in the <i>United Kingdom</i> or elsewhere) or an international organisation.</p>
probable reserves	<p>(in <i>UKLR</i>):</p> <p>(a) in respect of <i>mineral companies</i> primarily involved in the <i>extraction</i> of oil and gas resources, those reserves which are not yet <i>proven</i> but which, on the available evidence and taking into account technical and economic factors, have a better than 50% chance of being produced; and</p> <p>(b) in respect of <i>mineral companies</i> other than those primarily involved in the <i>extraction</i> of oil and gas resources, those measured and/or indicated mineral resources, which are not yet <i>proven</i> but of which detailed technical and economic studies have demonstrated that <i>extraction</i> can be justified at the time of the determination and under specified economic conditions.</p>
processing entity	<p>any <i>person</i> providing payment transaction processing services, in terms of the actions required for the handling of a payment instruction between the <i>acquirer</i> and the <i>card issuer</i> in a <i>card payment system</i> or in an <i>IFR card payment system</i>.</p>

<i>procuration fee</i>	the total amount paid by a <i>home finance provider</i> to a <i>home finance intermediary</i> , whether directly or indirectly, in connection with providing applications from <i>customers</i> to enter into <i>home finance transactions</i> with that <i>home finance provider</i> .
<i>product</i>	<p>(1)any <i>specified investment distributed</i> or to be <i>distributed</i> to <i>retail customers</i>; and (2)any service which involves or includes the carrying on of a <i>regulated activity</i> or an <i>ancillary activity</i>, providing a <i>payment service</i>, or issuing <i>electronic money</i> and activities connected to providing a <i>payment service</i> or issuing <i>electronic money</i> which is:</p> <p>(a)provided directly to a <i>retail customer</i>;</p> <p>(b)provided by Firm A to Firm B (further to an arrangement between them) for the purpose of enabling Firm B to distribute a <i>specified investment</i> to a <i>retail customer</i> or provide a <i>regulated activity</i> directly to a <i>retail customer</i> (for example providing a credit reference for the purposes of mortgage lending or consumer credit); or</p> <p>(c)provided by Firm A to Firm B (further to an arrangement between them) to enable Firm B to operate or procure performance of the terms of a <i>specified investment</i>, or a <i>credit agreement</i>, that has been <i>distributed</i> to a <i>retail customer</i> (for example debt collection).</p> <p>(3)The term '<i>product</i>' is intended to refer to the <i>distribution</i> of a <i>specified investment</i> or provision of a service generally and not, unless the contrary intention appears, to arrangements with or in relation to individual <i>retail customers</i>. [Note: paragraph (1) includes a <i>fund</i> the <i>units</i> or <i>shares</i> of which are <i>distributed</i> or to be <i>distributed</i> to <i>retail customers</i>]</p>
<i>product provider</i>	<p>a <i>firm</i> which is:</p> <p>(i) a <i>long-term insurer</i>;</p> <p>(ii) a <i>friendly society</i>;</p> <p>(iii) the <i>operator</i> of a <i>regulated collective investment scheme</i> or an <i>investment trust savings scheme</i>; or</p> <p>(iv) the <i>operator</i> of a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>.</p>
<i>PROF</i>	the Professional Firms sourcebook.
<i>professional ACS investor</i>	in relation to an <i>ACS</i> , a <i>person</i> who falls within one of the categories (1) to (4) of Section I of Annex II (professional clients for the purpose of that directive) to <i>MiFID</i> .
<i>professional client</i>	a <i>client</i> that is either a <i>per se professional client</i> or an <i>elective professional client</i> (see ■ <i>COBS 3.5.1 R</i>).[Note: article 4(1)(10) of <i>MiFID</i>]
<i>professional customer</i>	a <i>customer</i> who works or has recently worked in the home finance sector for at least one year in a professional position, which requires knowledge of the <i>home finance transactions</i> or home finance services envisaged, and who the <i>firm</i> reasonably believes to be capable of understanding the risks involved in the transaction or transactions contemplated.
<i>professional firm</i>	<p>a <i>person</i> which is:</p> <p>(a) an individual who is entitled to practise a profession regulated by a</p>

	<p><i>designated professional body</i> and, in practising it, is subject to its rules, whether or not he is a member of that body; or</p> <p>(b) a <i>person</i> (not being an individual) which is controlled or managed by one or more such individuals.</p>
<i>professional negligence capital requirement</i>	<p>(1) (in ■ IPRU(INV) 11) an amount of <i>own funds</i> that a <i>collective portfolio management firm</i> must hold professional liability risks as set out in article 14 of the <i>AIFMD level 2 regulation</i> (additional own funds) (as replicated in ■ IPRU(INV) 11.3.14UK) (Professional negligence).</p> <p>[deleted]</p>
<i>profit estimate</i>	(in UKLR) (as defined in the <i>PR Regulation</i>) a profit forecast for a financial period which has expired and for which results have not yet been published.
<i>programme</i>	(in RCB) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) issues, or series of issues, of <i>covered bonds</i> which have substantially similar terms and are subject to a framework contract or contracts.
<i>profit forecast</i>	(in UKLR) (as defined in the <i>PR Regulation</i>) a form of words which expressly states or by implication indicates a figure or a minimum or maximum figure for the likely level of profits or losses for the current financial period and/or financial periods subsequent to that period, or contains data from which a calculation of such a figure for future profits or losses may be made, even if no particular figure is mentioned and the word "profit" is not used.
<i>prohibited action</i>	an action which a <i>ring-fenced body</i> is prohibited from taking by an order made under section 142E of the <i>Act</i> .
<i>prohibition order</i>	an order made under section 56 of the <i>Act</i> (Prohibition orders) which prohibits an individual from performing a specified function, any function falling within a specified description or any function.
<i>projected pension fund value</i>	an estimate of the value of a <i>relevant pension scheme member's</i> accrued rights at their <i>retirement date</i> , expressed as a single amount.
<i>projected pension pot value</i>	an estimate of the value of a <i>relevant pension scheme member's</i> pension benefits at their <i>retirement date</i> expressed as a single amount.
<i>projection</i>	a projection of the amount of any future benefit payable under a contract or <i>policy</i> , being a benefit the amount of which is not ascertainable under the terms of the contract or <i>policy</i> when the calculation is made.
<i>projection date</i>	the date to which the <i>projection</i> is made.
<i>projection period</i>	(in COBS) the period covered by a <i>standardised deterministic projection</i> , which begins on the date the investment is reasonably expected to be made and ends on the <i>projection date</i> described in paragraph 2.1 of ■ COBS 13 Annex 2.

<i>Promotion of Collective Investment Schemes Order</i>	the Financial Services and Markets Act 2000 (Promotion of Collective Investment Schemes) (Exemptions) Order 2001.
<i>properly secured</i>	[deleted]
<i>property</i>	(in <i>UKLR</i>) freehold, heritable or leasehold property.
<i>property authorised investment fund</i>	an <i>open-ended investment company</i> to which Part 4A of the Authorised Investment Funds (Tax) Regulations 2006 (SI 2006/964) applies.
<i>property company</i>	(in <i>UKLR</i>) a <i>company</i> primarily engaged in <i>property</i> activities including: <ul style="list-style-type: none"> (a) the holding of <i>properties</i> (directly or indirectly) for letting and retention as investments; (b) the development of <i>properties</i> for letting and retention as investments; (c) the purchase and development of <i>properties</i> for subsequent sale; or (d) the purchase of land for development <i>properties</i> for retention as investments.
<i>property enterprise trust</i>	an <i>unregulated collective investment scheme</i> of which the underlying assets are land and buildings.
<i>property fund</i>	<ul style="list-style-type: none"> (a) a <i>regulated collective investment scheme</i> dedicated to land and interests in land; (b) a fund of funds of which one or more of the funds to which it is dedicated falls within (a); (c) a constituent part of an umbrella fund which, if it were a separate fund, would fall within (a).
<i>property holding vehicle</i>	<p>a single <i>body corporate</i> which:</p> <ul style="list-style-type: none"> (1) is the sole legal or beneficial owner of a single <i>income generating property</i>; (2) issues <i>debentures</i> which have a fixed maturity date or <i>preference shares</i>; (3) issues <i>debentures</i> or <i>preference shares</i> in a sum which does not exceed the value of the <i>income generating property</i> owned; (4) issues only one tranche of <i>debentures</i> or <i>preference shares</i>; (5) does not and will not carry on any activities other than the holding of the <i>income generating property</i> referred to in (1) and associated activities, which may include the collection of rent or other income from the <i>income generating property</i> and appointing a manager to maintain the <i>income generating property</i>, but must not include the development

	<p>of the <i>income generating property</i> that goes beyond maintaining it in a suitable condition; and</p> <p>(6) does not enter into any loan agreement whether as the borrower or lender.</p>
<i>property-linked assets</i>	in relation to an <i>insurer</i> , <i>long-term insurance assets</i> that are, for the time being, identified in the records of the <i>insurer</i> as being assets by reference to the value of which <i>property-linked benefits</i> are to be determined.
<i>property-linked benefits</i>	benefits other than <i>index-linked benefits</i> provided for under a <i>linked long-term contract of insurance</i> .
<i>property-linked liabilities</i>	insurance liabilities in respect of <i>property-linked benefits</i> .
<i>proportional reinsurance treaty</i>	a reinsurance treaty under which a pre-determined proportion of each <i>claim</i> payment by the cedant under <i>policies</i> subject to the treaty is recoverable from the <i>reinsurer</i> ; <i>non-proportional reinsurance treaty</i> is construed accordingly.
<i>proposed arrangement</i>	(for the purposes of ■ COBS 19 and ■ CONRED 4), refers to the arrangement with <i>flexible benefits</i> to which the <i>retail client</i> would move and takes into account the subsequent intended pattern of decumulation;
<i>proprietary trader</i>	(in ■ SYSC 27 (Senior managers and certification regime: (Certification regime) and COCOM) a <i>person</i> (A) whose responsibilities include committing another <i>person</i> (B) as part of B's <i>proprietary trading</i> .
<i>proprietary trading</i>	(in ■ SYSC 27 (Senior managers and certification regime: (Certification regime) and COCOM) <i>dealing in investments as principal</i> as part of a business of trading in <i>specified investments</i> . For these purposes <i>dealing in investments as principal</i> includes any activities that would be included but for the exclusion in Article 15 (Absence of holding out), Article 16 (Dealing in contractually based investments) or, for a <i>UK AIFM</i> or <i>UK UCITS management company</i> , article 72AA (Managers of UCITS and AIFs) of the <i>Regulated Activities Order</i> .
<i>prospectus</i>	<p>(1)(in <i>UKLR</i>, <i>PRR</i>, <i>FEES</i>, ■ FUND 3 (Requirements for managers of alternative investment funds) and in the definition of <i>non-retail financial instrument</i>) a <i>prospectus</i> required under the <i>Prospectus Regulation</i>.</p> <p>(2) (except in <i>UKLR</i> and <i>PRR</i>)(in relation to a <i>collective investment scheme</i>) a document containing information about the <i>scheme</i> and complying with the requirements in ■ COLL 4.2.5 R (Table: contents of the prospectus), ■ COLL 8.3.4 R (Table: contents of qualified investor scheme prospectus), ■ COLL 9.3.2 R (Additional information required in the prospectus for an application under section 272), or ■ COLL 15.4.5R (Table: contents of a long-term asset fund prospectus), applicable to a <i>prospectus</i> of a <i>scheme</i> of the type concerned.</p>
<i>Prospectus Directive</i>	the Directive of the European Parliament and of the Council of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading (No 2003/71/EC).

<i>Prospectus Regulation</i>	the <i>UK</i> version of Regulation (EU) No 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>Prospectus RTS Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) No 2019/979, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>Prospectus Rules</i>	(as defined in section 73A(4) of the <i>Act</i>) <i>rules</i> expressed to relate to <i>transferable securities</i> .
<i>protected cell company</i>	a company formed as a protected cell company under the <i>Risk Transformation Regulations</i> .
<i>protected claim</i>	a <i>claim</i> which is covered by the <i>compensation scheme</i> , as defined in ■ COMP 5.2.1 R.
<i>protected debt management business</i>	<i>debt management activities</i> which are covered by the <i>compensation scheme</i> , as set out in ■ COMP 5.8.1R.
<i>protected disclosure</i>	<p>(a) a “qualifying disclosure” as defined in section 43B of the Employment Rights Act 1996 (and summarised in (b) below) made by a <i>worker</i> in accordance with sections 43C to 43H of the Employment Rights Act 1996;</p> <p>(b) a qualifying disclosure is, in summary, a disclosure, made in the public interest, of information which, in the reasonable belief of the <i>worker</i> making the disclosure, tends to show that one or more of the following (a “failure”) has been, is being, or is likely to be, committed:</p> <ul style="list-style-type: none">(i) a criminal offence; or(ii) a failure to comply with any legal obligation; or(iii) a miscarriage of justice; or(iv) the putting of the health and safety of an individual in danger; or(v) damage to the environment; or(vi) deliberate concealment relating to any of (i) to (v); <p>it is immaterial whether the failure occurred, occurs or would occur in the <i>United Kingdom</i> or elsewhere, and whether the law applying to it is that of the <i>United Kingdom</i> or of any other country or territory.</p>

<i>protected dormant account</i>	a <i>dormant account</i> which is covered by the <i>compensation scheme</i> , as defined in COMP 5.3.2R.
<i>protected funeral plan business</i>	<i>regulated funeral plan activities</i> which are covered by the <i>compensation scheme</i> , as defined in ■ COMP 5.9.
<i>protected home finance mediation</i>	activities in relation to <i>home finance transactions</i> which are covered by the <i>compensation scheme</i> , as defined in ■ COMP 5.6.1 R.
<i>protected information</i>	information which, whether taken on its own or together with other information disclosed by an <i>operator</i> of a <i>relevant pension scheme</i> , identifies a <i>pensions dashboard user</i> or enables the <i>pensions dashboard user</i> to be identified.
<i>protected investment business</i>	<i>designated investment business</i> which is covered by the <i>compensation scheme</i> , as defined in ■ COMP 5.5.1 R.
<i>protected items</i>	<p>(as defined in section 413 of the Act (Protected items)) communications (and items which they enclose or refer to and which are in the possession of a <i>person</i> entitled to possession of them) between:</p> <ul style="list-style-type: none"> (a) a professional legal adviser and his client or any <i>person</i> representing his client; or (b) a professional legal adviser, his client or any <i>person</i> representing his client and any other <i>person</i>; <p>where the communication or the item is made:</p> <ul style="list-style-type: none"> (i) in connection with the giving of legal advice to the client; or (ii) in connection with, or in contemplation of, legal proceedings and for the purposes of those proceedings; and <p>is not held with the intention of furthering a criminal purpose.</p>
<i>protected non-investment insurance distribution</i>	<i>insurance distribution activities</i> which are covered by the <i>compensation scheme</i> , as defined in ■ COMP 5.7.1R.
<i>proven reserves</i>	<p>(in UKLR):</p> <ul style="list-style-type: none"> (a) in respect of <i>mineral companies</i> primarily involved in the <i>extraction</i> of oil and gas resources, those reserves which, on the available evidence and taking into account technical and economic factors, have a better than 90% chance of being produced; and (b) in respect of <i>mineral companies</i> other than those primarily involved in the <i>extraction</i> of oil and gas resources, those measured <i>mineral resources</i> of which detailed technical and economic studies have demonstrated that <i>extraction</i> can be justified at the time of the determination, and under specified economic conditions.

<i>provider of credit information services</i>	a person <i>providing credit information services</i> who has, or ought to have, a <i>Part 4A permission</i> to carry on the <i>regulated activity</i> of <i>providing credit information services</i> .
<i>provider of credit references</i>	a person <i>providing credit references</i> who has, or ought to have, a <i>Part 4A permission</i> to carry on the <i>regulated activity</i> of <i>providing credit references</i> .
<i>providing credit information services</i>	a <i>regulated activity</i> of the kind specified in article 89A of the <i>Regulated Activities Order</i> .
<i>providing credit references</i>	the <i>regulated activity</i> specified in article 89B of the <i>Regulated Activities Order</i> .
<i>providing information in relation to a specified benchmark</i>	The <i>regulated activity</i> , specified in article 63O(1)(a) of the <i>Regulated Activities Order</i> , which in summary means making <i>benchmark submissions</i> .
<i>providing qualifying credit</i>	the <i>controlled activity</i> , specified in paragraph 10 of Schedule 1 to the <i>Financial Promotion Order</i> , of providing <i>qualifying credit</i> .
<i>proxy advisor</i>	(1) (Except for ■ FEES 4.2) a legal person that analyses, on a professional and commercial basis, the corporate disclosure and, where relevant, other information of listed companies, with a view to informing investors' voting decisions by providing research, advice or voting recommendations that relate to the exercise of voting rights. (2) (In ■ FEES 4.2) a person as defined in regulation 2 of the <i>Proxy Advisors (Shareholders' Rights) Regulations</i> 2019.
<i>Proxy Advisors (Shareholders' Rights) Regulations</i>	the Financial Services and Markets Act 2000 (Proxy Advisors) Regulations 2019 (SI 2019/926).
<i>PRR</i>	(1) [deleted] (2) the Prospectus Regulation Rules sourcebook.
<i>PR Regulation</i>	the <i>UK</i> version of Regulation number 2019/980 of the European Commission, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>PRR item</i>	(in <i>BIPRU</i>) a <i>commodity</i> or a <i>CRD financial instrument</i> .
<i>PRU</i>	the Integrated Prudential Sourcebook
<i>prudent segregation</i>	a <i>firm's</i> segregation of an amount of <i>money</i> as <i>client money</i> under ■ CASS 7.13.41 R
<i>prudent segregation record</i>	the records created and maintained by a <i>firm</i> under ■ CASS 7.13.50 R to ■ CASS 7.13.53 R.

<i>prudential context</i>	<p>(1) For the <i>FCA</i>, in relation to activities carried on by a <i>firm</i>, the context in which the activities have, or might reasonably be regarded as likely to have, a negative effect on:</p> <ul style="list-style-type: none"> (a) the integrity of the <i>UK financial system</i>; or (b) the ability of the <i>firm</i> to meet either: <ul style="list-style-type: none"> (i) the "fit and proper" test in <i>threshold condition</i> 2E and 3D (Suitability); or (ii) the applicable requirements and standards under the <i>regulatory system</i> relating to the <i>firm's</i> financial resources. <p>(2) For the <i>PRA</i>, in relation to activities carried on by a <i>firm</i>, the context in which the activities have, or might reasonably be regarded as likely to have, a negative effect on:</p> <ul style="list-style-type: none"> (a) the safety and soundness of <i>PRA-authorised persons</i>; or (b) the ability of the <i>firm</i> to meet either: <ul style="list-style-type: none"> (i) the "fit and proper" test in <i>threshold condition</i> 5 (Suitability); or (ii) the applicable requirements and standards under the <i>regulatory system</i> relating to the <i>firm's</i> financial resources.
<i>PSD complaint</i>	<p>any oral or written expression of dissatisfaction, whether justified or not, from, or on behalf of, a <i>payment service user</i> about the provision of, or failure to provide, a financial service or a <i>redress determination</i>:</p> <ul style="list-style-type: none"> (a) which alleges that the complainant has suffered (or may suffer) financial loss, material distress or material inconvenience; and (b) concerning the rights and obligations arising under Parts 6 and 7 of the <i>Payment Services Regulations</i>.
<i>PSP</i>	<i>payment service provider</i> .
<i>PSR</i>	the Payment Systems Regulator Limited, the <i>body corporate</i> established by the <i>FCA</i> under section 40(1) of <i>FSBRA</i> .
<i>PSR fee</i>	the fee payable by a <i>PSR fee payer</i> under ■ FEES 9.2.1R.
<i>PSR fee payer</i>	a <i>direct payment service provider</i> , or an <i>operator acting as a PSR fee payer</i> , eligible to pay a <i>PSR fee</i> in accordance with ■ FEES 9.2.1R.
<i>PSR's AFR</i>	the annual funding requirement of the <i>PSR</i> which is published by the <i>PSR</i> at the start of each <i>fee year</i> .
<i>public announcement</i>	any communication made by or on behalf of the <i>issuer</i> or the <i>stabilising manager</i> being a communication made in circumstances in which it is likely that members of the public will become aware of the communication.
<i>public censure</i>	<ul style="list-style-type: none"> (1) a statement published under section 205 (Public censure) of the <i>Act</i>; (2) a statement of misconduct published under section 66 (Disciplinary powers) of the <i>Act</i>; (3) a statement published under section 123 (Power to impose penalties

	<p>in cases of market abuse) of the <i>Act</i>;</p> <p>(4) a statement published under section 87M (Public censure of issuer) of the <i>Act</i>, under section 88A (Disciplinary powers: contravention of s88(3)(c) or (e)) of the <i>Act</i> or under section 91 (Penalties for breach of Part 6 rules) of the <i>Act</i>;</p> <p>(5) a statement published under section 271R (Public censure) or section 282B (Public censure) of the <i>Act</i>.</p>
<i>public international body</i>	(in <i>UKLR</i>) the African Development Bank, the Asian Development Bank, the Asian Infrastructure Investment Bank, the Caribbean Development Bank, the Council of Europe Development Bank, the European Atomic Energy Community, the European Bank for Reconstruction and Development, the European Company for the Financing of Railroad Stock, the <i>EU</i> , the European Investment Bank, the Inter-American Development Bank, the International Bank for Reconstruction and Development, the International Finance Corporation, the International Monetary Fund and the Nordic Investment Bank.
<i>public offer</i>	an offer of <i>securities</i> to the public and described in the <i>POS Regulations</i> .
<i>public product-level sustainability report</i>	<p>a report comprising Part A (where applicable) and Part B, produced in accordance with ■ ESG 5.5.1R to ■ ESG 5.5.12R in respect of the following insofar as it is a <i>sustainability product</i>:</p> <p>(1) an <i>authorised fund</i>; and</p> <p>(2) an <i>unauthorised AIF</i> which is a <i>UK AIF</i> managed by a <i>full-scope UK AIFM</i> or a <i>small authorised UK AIFM</i> which is listed on a <i>recognised investment exchange</i>; this includes an <i>investment trust</i>.</p>
<i>public sector issuer</i>	states and their regional and local authorities, <i>state monopolies</i> , <i>state finance organisations</i> , <i>public international bodies</i> , statutory bodies and <i>OECD state guaranteed issuers</i> .
<i>public shareholder</i>	(in <i>UKLR</i>) as defined in ■ UKLR 13.1.4R(2) .
<i>public TCFD product report</i>	<p>a report produced in accordance with ■ ESG 2.3 in respect of any of the following, insofar as it is a <i>TCFD product</i>:</p> <p>(1) an <i>authorised fund</i>;</p> <p>(2) a <i>with-profits fund</i>;</p> <p>(3) a <i>linked fund</i>;</p> <p>(4) a <i>pre-set investment portfolio</i>;</p> <p>(5) a <i>closed-ended investment fund</i>; or</p> <p>(6) an <i>unauthorised AIF</i> managed by a <i>UK AIFM</i> that is listed on a <i>recognised investment exchange</i>; this includes an <i>investment trust</i>.</p>
<i>published recommendation</i>	<p>any publication by or on behalf of a <i>firm</i> (including publication by sound broadcasting or television or other electronic means) which contains:</p> <p>(a) the results of research into <i>investments</i>; or</p> <p>(b) analysis of factors likely to influence the future performance of <i>investments</i>; or</p>

*pure
protection
contract*

(c) advice or recommendations based on those results or analysis, including any communication of which the content is common to a number of communications although worded as if it were a *personal recommendation*.

(1) a *long-term insurance contract* in respect of which the following conditions are met:

(a) the benefits under the contract are payable only on death or in respect of incapacity due to injury, sickness or infirmity;

(b) [deleted]

(c) the contract has no surrender value, or the consideration consists of a single premium and the surrender value does not exceed that premium; and

(d) the contract makes no provision for its conversion or extension in a manner which would result in it ceasing to comply with (a) or (c); or

(e) [deleted]

(2) a *reinsurance contract* covering all or part of a risk to which a *person* is exposed under a *long-term insurance contract*.

*pure
protection
service*

(a) making a *personal recommendation* to a *consumer* in relation to a *pure protection contract*;

(b) arranging for a *consumer* to enter into a *pure protection contract*.

pure reinsurer

an *insurer* whose *insurance business* is restricted to reinsurance.

Glossary - Q

Q10 = 10% increase in temperature

Q10 = 10% decrease in temperature

Q10 = 10% increase in substrate concentration

Q10 = 10% decrease in substrate concentration

Q10 = 10% increase in enzyme concentration

Q10 = 10% decrease in enzyme concentration

Q10 = 10% increase in pH

Q10 = 10% decrease in pH

Q10 = 10% increase in ionic strength

Q10 = 10% decrease in ionic strength

Q10 = 10% increase in pressure

Q10 = 10% decrease in pressure

Q10 = 10% increase in light intensity

Q10 = 10% decrease in light intensity

Q10 = 10% increase in oxygen concentration

Q10 = 10% decrease in oxygen concentration

Q10 = 10% increase in carbon dioxide concentration

Q10 = 10% decrease in carbon dioxide concentration

Q10 = 10% increase in humidity

Q10 = 10% decrease in humidity

<i>qualified investor scheme</i>	an <i>authorised fund</i> whose <i>instrument constituting the fund</i> contains the statement in ■ COLL 8.2.6 R 1(2) (Table: contents of the instrument constituting the fund) that it is a <i>qualified investor scheme</i> .
<i>qualified valuer</i>	<p>(in relation to any particular type of land in any particular area) a fellow or professional associate of the Royal Institution of Chartered Surveyors, a fellow or associate of the Incorporated Society of Valuers and Auctioneers, or a fellow or associate of the Rating and Valuation Association, who:</p> <ul style="list-style-type: none"> (a) has knowledge of and experience in the valuation of that particular type of land in that particular area; or (b) has knowledge of and experience in the valuation of land and has taken advice from a valuer who he is satisfied has knowledge of and experience in the valuation of that particular type of land in that particular area; or (c) immediately before 15 June 1981 was recognised as a qualified valuer by approval by the Secretary of State under the Insurance Companies (Valuation of Assets) Regulations 1976.
<i>qualifying credit</i>	<p>(as defined in Schedule 1 paragraph 10 (Providing qualifying credit) of the <i>Financial Promotion Order</i>) credit (including a cash loan and any other form of financial accommodation) provided in accordance with an agreement under which:</p> <ul style="list-style-type: none"> (a) the lender is a person who enters into or administers <i>regulated mortgage contracts</i>; and (b) the obligation of the borrower to repay is secured (in whole or in part) on land.
<i>qualifying credit promotion</i>	[deleted]
<i>qualifying cryptoasset</i>	<p>(as defined in paragraph 26F (Qualifying cryptoasset) of Schedule 1 to the <i>Financial Promotion Order</i>):(1)Any cryptoasset (other than a cryptoasset falling in (2)) which is:</p> <ul style="list-style-type: none"> (a)fungible; and (b)transferable. <p>(2)A cryptoasset does not fall within (1) if it is:</p> <ul style="list-style-type: none"> (a)a <i>controlled investment</i> falling within any of paragraphs 12 to 26E or, so far as relevant to any such <i>investment</i>, paragraph 27 of Schedule 1 to the <i>Financial Promotion Order</i>; (b)electronic money (as defined in regulation 2(1) (Interpretation) of the <i>Electronic Money Regulations</i>); (c)fiat currency; (d)fiat currency issued in digital form; or (e)a cryptoasset that: <ul style="list-style-type: none"> (i)cannot be transferred or sold in exchange for money or other cryptoassets, except by way of redemption with the issuer; and

	<p>(ii) can only be used in a limited way and meets one of the following conditions:</p> <p>(1) it allows the holder to acquire goods or services only from the issuer;</p> <p>(2) it is issued by a professional issuer and allows the holder to acquire goods or services only within a limited network of service providers which have direct commercial agreements with the issuer; or</p> <p>(3) it may be used only to acquire a very limited range of goods or services.</p> <p>(3) For the purposes of this definition, a cryptoasset is any cryptographically secured digital representation of value or contractual rights that:</p> <p>(a) can be transferred, stored or traded electronically; and</p> <p>(b) uses technology supporting the recording or storage of data (which may include distributed ledger technology).</p>
qualifying holding	<p>(1) (in <i>MIFIDPRU</i>) a direct or indirect holding in an <i>undertaking</i> which:</p> <p>(a) represents 10% or more of the capital of that <i>undertaking</i>;</p> <p>(b) represents 10% or more of the voting rights of that <i>undertaking</i>; or</p> <p>(c) makes it possible to exercise a significant influence over the management of that <i>undertaking</i>.</p> <p>(2) (otherwise) a direct or indirect holding in an <i>investment firm</i> which represents 10% or more of the capital or of the voting rights, as set out in articles 9 and 10 of the <i>Transparency Directive</i>, taking into account the conditions regarding aggregation in article 12(4) and (5) of that Directive, or which makes it possible to exercise a significant influence over the management of the <i>investment firm</i> in which that holding subsists. [Note: article 4(1)(31) of <i>MiFID</i>]</p>
qualifying home listing	<p>a <i>listing of equity shares</i> admitted to trading on an overseas regulated, regularly operating, recognised open market, which is subject to:</p> <p>(1) oversight by a <i>regulatory body</i> that is a signatory to the <i>IOSCO Multilateral Memorandum of Understanding Concerning Consultation and Cooperation and the Exchange of Information</i> (or pursuant to which the <i>issuer</i> is subject to direct oversight by such <i>regulatory body</i>) at the time the application for <i>admission to listing</i> is made; and</p> <p>(2) the rules applicable to that overseas regulated, regularly operating, recognised open market without dispensation by virtue of the <i>applicant's</i> country of incorporation.</p>
qualifying interest in land	<p>(in accordance with article 63B(4)(a) of the <i>Regulated Activities Order</i>) land (other than timeshare accommodation) in the UK which is:</p> <p>(a) in relation to land in England and Wales, an estate in fee simple absolute or a term of years absolute whether subsisting at law or in equity; or</p> <p>(b) in relation to land in Scotland, the interest of an owner in land or the</p>

	<p>tenant's right over or interest in a property subject to a lease; or</p> <p>(c) in relation to land in Northern Ireland, any freehold estate or any leasehold estate whether subsisting at law or in equity.</p>
<i>qualifying management company holding</i>	(in <i>COLL</i>) a direct or indirect holding in a <i>management company</i> which represents 10% or more of the capital or of the voting rights or which makes it possible to exercise a significant influence over the management of the company in which that holding subsists; and for this purpose the voting rights referred to in articles 9 and 10 of the <i>Transparency Directive</i> must be taken into account.
<i>qualifying master LTAF</i>	where a <i>feeder LTAF</i> is <i>dedicated to units</i> in a single <i>collective investment scheme</i> which is a second <i>scheme</i> that operates in accordance with the principle of prudent risk spreading (see ■ <i>COLL 15.6.3R</i> (Prudent spread of risk)) and that meets the requirements in ■ <i>COLL 15.6.9R</i> (Investment in <i>collective investment schemes</i>), that <i>collective investment scheme</i> .
<i>qualifying master scheme</i>	where a <i>feeder NURS</i> is <i>dedicated to units</i> in a single <i>collective investment scheme</i> , which meets the requirements in ■ <i>COLL 5.6.26R (1)</i> , that <i>collective investment scheme</i> .
<i>qualifying money market fund</i>	<p>(1) (in and <i>BSOCS</i>) a collective investment undertaking authorised under the <i>UCITS Directive</i> or which is subject to supervision and, if applicable, authorised by an authority under the national law of the authorising <i>Member State</i>, and which satisfies the following conditions:</p> <p>(a) its primary investment objective must be to maintain the net asset value of the undertaking either constant at par (net of earnings), or at the value of the investors' initial capital plus earnings;</p> <p>(b) it must, with a view to achieving that primary investment objective, invest exclusively in high quality money market instruments with a maturity or residual maturity of no more than 397 days, or regular yield adjustments consistent with such a maturity, and with a weighted average maturity of no more than 60 days. It may also achieve this objective by investing on an ancillary basis in deposits with credit institutions;</p> <p>(c) it must provide liquidity through same day or next day settlement.</p> <p>(2) For the purposes of (1)(b), a money market instrument may be considered to be of high quality if the <i>AIFM</i> or <i>UCITS management company</i> of the collective investment undertaking performs its own documented assessment of the credit quality of money market instruments that allows it to consider a money market instrument as high quality subject to the conditions below:</p> <p>(a) where one or more credit rating agencies registered and supervised by <i>ESMA</i> have provided a rating of the instrument, the <i>AIFM's</i> or <i>UCITS management company's</i> internal assessment must have regard to, inter alia, those credit ratings; and</p> <p>(b) while there can be no mechanistic reliance on such external ratings, a downgrade below the two highest short-term credit ratings by any agency registered and supervised by <i>ESMA</i> that has rated the instrument will lead the <i>AIFM</i> or <i>UCITS management company</i> to undertake a new assessment of the credit quality of the money market instrument to ensure it continues to be of high quality.</p>

(3) [deleted]

(4)(in *COLL*) a collective investment undertaking which is a *UCITS scheme* or authorised under the *UCITS Directive* or which is subject to supervision and, if applicable, authorised by either the *FCA* or an authority under the national law of the authorising *Member State*, and which satisfies the following conditions:

(a)its primary investment objective must be to maintain the net asset value of the undertaking either constant at par (net of earnings), or at the value of the investors' initial capital plus earnings;

(b)it must, with a view to achieving that primary investment objective, invest exclusively in high quality money market instruments with a maturity or residual maturity of no more than 397 days, or regular yield adjustments consistent with such a maturity, and with a weighted average maturity of no more than 60 days. It may also achieve this objective by investing on an ancillary basis in deposits with credit institutions;

(c)it must provide liquidity through same day or next day settlement.

For the purposes of (b), a money market instrument may be considered to be of high quality if the *AIFM* or *management company* of the collective investment undertaking performs its own documented assessment of the credit quality of money market instruments that allows it to consider a money market instrument as high quality subject to the conditions below:

(i)where one or more credit rating agencies registered and supervised by the *FCA* or *ESMA* have provided a rating of the instrument, the *AIFM's* or *management company's* internal assessment must have regard to, inter alia, those credit ratings; and

(ii)while there can be no mechanistic reliance on such external ratings, a downgrade below the two highest short-term credit ratings by any agency registered and supervised by the *FCA* or *ESMA* that has rated the instrument will lead the *AIFM* or *UCITS management company* to undertake a new assessment of the credit quality of the money market instrument to ensure it continues to be of high quality.

(5)(in ■ *CASS 7*) a collective investment undertaking which is a *UCITS scheme* and, if applicable, authorised by the *FCA*, and which satisfies the following conditions:

(a)its primary investment objective must be to maintain the net asset value of the undertaking either constant at par (net of earnings), or at the value of the investors' initial capital plus earnings;

(b)it must, with a view to achieving that primary investment objective, invest exclusively in high quality money market instruments with a maturity or residual maturity of no more than 397 days, or regular yield adjustments consistent with such a maturity, and with a weighted average maturity of no more than 60 days. It may also achieve this objective by investing on an ancillary basis in deposits with credit institutions;

(c)it must provide liquidity through same day or next day settlement.

	<p>For the purposes of (b), a money market instrument may be considered to be of high quality if the <i>AIFM</i> or <i>management company</i> of the collective investment undertaking performs its own documented assessment of the credit quality of money market instruments that allows it to consider a money market instrument as high quality subject to the conditions below:</p> <p>(i) For the purposes of (b), a money market instrument may be considered to be of high quality if the <i>AIFM</i> or <i>management company</i> of the collective investment undertaking performs its own documented assessment of the credit quality of money market instruments that allows it to consider a money market instrument as high quality subject to the conditions below; and</p> <p>(ii) while there can be no mechanistic reliance on such external ratings, a downgrade below the two highest short-term credit ratings by any agency registered and supervised by the <i>FCA</i> that has rated the instrument will lead the <i>AIFM</i> or <i>management company</i> to undertake a new assessment of the credit quality of the money market instrument to ensure it continues to be of high quality.</p> <p>[Note: article 1(4) of, and recital 4 to, the <i>MiFID Delegated Directive</i>]</p>
qualifying pensions dashboard service	<p>an electronic communications service:</p> <p>(a) by means of which information about pensions may be requested by, and provided to, a <i>pensions dashboard user</i> or a <i>person</i> authorised by the <i>pensions dashboard user</i>; and</p> <p>(b) which meets the requirements to be satisfied to come within the meaning given in section 238A(2) of the Pensions Act 2004.</p>
qualifying scheme	<p>(a) a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>, which provides money purchase benefits, used by an employer(s) to comply with duties imposed in Part 1, Chapter 1 of the Pensions Act 2008. In summary, these duties are to take necessary steps for particular employees, by a particular time, to make those employees members of a pension scheme which meets the criteria in that Act and in regulations made under that Act;</p> <p>(b) but such a scheme will not be a <i>qualifying scheme</i> if the only members of that scheme are directors or former directors of the same employer, including at least one third of the current directors of that employer; and</p> <p>(c) (in ■ COBS 9.4.11R, ■ COBS 19.1, ■ COBS 19.2 and ■ COBS 21) in addition to the schemes in (a) as qualified by (b), a <i>defined contribution occupational pension scheme</i> that is a qualifying scheme for the purposes of the Pensions Act 2008.</p>
qualifying social entrepreneurship fund	has the meaning given in article 3(b) of the <i>EuSEF regulation</i> .
qualifying venture capital fund	has the meaning given in article 3(b) of the <i>EuVECA regulation</i> .

<i>quantification date</i>	the date as at which the liability of the relevant person in default is to be determined under ■ COMP 12.3.
<i>quarterly reporting period</i>	(in <i>COLL</i>) a period determined in accordance with ■ COLL 15.5.9R(2) (Quarterly reports).
<i>quasi-derivative contract or quasi-derivative</i>	a contract or asset having the effect of a <i>derivative</i> contract.

Glossary - R

Reactive (see [Reactive](#))

Reactive (see [Reactive](#))

Reactive (see [Reactive](#))

Reactive (see [Reactive](#))

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<i>RAG</i>	<i>regulated activity group.</i>
<i>railway rolling stock</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 5 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), against loss of or damage to railway rolling stock.
<i>range</i>	see <i>range of packaged products</i> and <i>range of stakeholder products</i> .
<i>range of packaged products, range</i>	(in relation to a <i>firm</i>) the range of packaged products on which the <i>firm</i> gives <i>advice on investments</i> to <i>retail clients</i> (see ■ COBS 6.3) or if appropriate the list of packaged products in which the <i>firm</i> deals.
<i>range of stakeholder products, range</i>	(in relation to a <i>firm</i>) the range of <i>stakeholder products</i> on which the <i>firm</i> gives <i>advice</i> (see ■ COBS 9.6);References to a <i>firm's range</i> (or ranges) of <i>stakeholder products</i> include, where the context requires, a reference to the range (or ranges) of the <i>firm's appointed representatives</i> .
<i>RAP</i>	a <i>recognised auction platform</i> .
<i>RAP recognition requirements</i>	(1) (in relation to a <i>RAP</i>) any of the requirements applicable to a <i>RAP</i> under the <i>RAP regulations</i> , <i>UK auctioning regulations</i> or <i>MiFIR</i> and the <i>UK</i> version of any <i>EU regulation</i> under <i>MiFID</i> or <i>MiFIR</i> , which is part of <i>UK law</i> by virtue of the <i>EUWA</i> . (2) (in relation to a <i>UK RIE</i> applying for recognition as a <i>RAP</i>) any of the requirements under the <i>RAP regulations</i> , the <i>UK auctioning regulations</i> or <i>MiFIR</i> and the <i>UK</i> version of any <i>EU regulation</i> adopted under <i>MiFID</i> or <i>MiFIR</i> which is part of <i>UK law</i> by virtue of the <i>EUWA</i> and which, if its application were successful, would apply to it.
<i>RAP regulations</i>	the Recognised Auction Platforms Regulations 2011 (SI 2011/2699).
<i>recognised auction platform</i>	a <i>recognised investment exchange</i> which is declared by a <i>recognition order</i> for the time being in force to be a <i>recognised auction platform</i> .
<i>recognised body requirements</i>	<p>(1) (in relation to an <i>RIE</i>) the <i>recognition requirements</i>;</p> <p>(2) (in relation to a <i>UK RIE</i>) the <i>MiFID/MiFIR requirements</i>;</p> <p>(3) (in relation to a <i>RAP</i>) the <i>RAP recognition requirements</i>; and</p> <p>(4) (in relation to any of the bodies specified in (1) to (3)) any other obligations imposed by or under the <i>Act</i>.</p>
<i>rated position</i>	(for the purposes of <i>MIPRU</i> , and in relation to a <i>securitisation position</i>) describes a <i>securitisation position</i> which has an eligible credit assessment by an <i>eligible ECAI</i> . [Note: Part 1 of Annex IX of the <i>Banking Consolidation Directive</i> (Securitisation definitions)]
<i>RCB</i>	the Regulated Covered Bond sourcebook.
<i>RCB Regulations</i>	the Regulated Covered Bonds Regulations 2008 (SI 2008/346).
<i>RCH</i>	a <i>recognised clearing house</i> .
<i>RDC</i>	<i>Regulatory Decisions Committee</i> .

<i>readily realisable investment</i>	<p>(1)</p> <p>(a) <i>a packaged product;</i></p> <p>(b) <i>a readily realisable security.</i></p> <p>[deleted]</p>
<i>readily realisable security</i>	<p>(except in ■ COBS 4.12B, COLL and for the purposes of the definition of <i>non-readily realisable security</i>):</p> <p>(a) <i>a government or public security</i> denominated in the currency of the country of its <i>issuer</i>;</p> <p>(b) any other <i>security</i> which is:</p> <p>(i) admitted to official listing on an exchange in the <i>UK</i>; or</p> <p>(ii) regularly traded on or under the rules of such an exchange; or</p> <p>(iii) regularly traded on or under the rules of a <i>recognised investment exchange</i> or (except in relation to <i>unsolicited real time financial promotions</i>) <i>designated investment exchange</i>;</p> <p>(c) a newly issued <i>security</i> which can reasonably be expected to fall within (b) when it begins to be traded.</p> <p>(in ■ COBS 4.12B, COLL and for the purposes of the definition of <i>non-readily realisable security</i>):</p> <p>(a) <i>a government or public security</i> denominated in the currency of the country of its <i>issuer</i>;</p> <p>(b) any other <i>security</i> which is:</p> <p>(i) admitted to official listing on an exchange in the <i>UK</i> or an <i>EEA State</i>; or</p> <p>(ii) regularly traded on or under the rules of such an exchange; or</p> <p>(iii) regularly traded on or under the rules of a <i>recognised investment exchange</i> or (except in relation to <i>unsolicited real time financial promotions</i>) <i>designated investment exchange</i>;</p> <p>(c) a newly issued <i>security</i> which can reasonably be expected to fall within (b) when it begins to be traded.</p>

<i>real estate market adjustment ratio</i>	has the meaning set out, in relation to the <i>resilience capital requirement</i> , in INSPRU 3.1.21R.
<i>real time financial promotion</i>	(in accordance with article 7(1) of the Financial Promotion Order) a <i>financial promotion</i> made in the course of a personal visit, telephone conversation or other interactive dialogue.
<i>reasonable assurance engagement</i>	a 'reasonable assurance engagement' as described in the Glossary of terms in Financial Reporting Council: Audit and Assurance: Standards and Guidance 2014.
<i>reattribution</i>	the process under which a <i>firm</i> which carries on <i>with-profits business</i> seeks to redefine the rights and interests that the <i>with-profits policyholders</i> have over the <i>inherited estate</i> .
<i>reattribution expert</i>	the expert appointed by a <i>firm</i> to satisfy its obligations under COBS 20.2.47 R (Reattribution expert).
<i>rebalancing of the portfolio</i>	(in <i>COLL</i>) means a significant modification of the composition of the <i>scheme property</i> of a <i>UCITS scheme</i> . [Note: article 2(1) of the <i>UCITS implementing Directive No 2</i>]
<i>REC</i>	the Recognised Investment Exchange and Recognised Clearing House sourcebook.
<i>receiving UCITS</i>	(in <i>COLL</i> and in accordance with regulations 7 and 8 of the <i>UCITS Regulations 2011</i>) in relation to a <i>UCITS merger</i> , the <i>UCITS scheme</i> or <i>sub-fund</i> of that <i>scheme</i> , whether it is an existing <i>scheme</i> (or a <i>sub-fund</i> of it) or one that is being formed for the purpose of that merger, which under the proposed arrangements will be receiving the assets and liabilities of one or more <i>merging UCITS</i> .
<i>recipient</i>	the <i>person</i> to whom a communication is made or, in the case of a <i>non-real time financial promotion</i> which is <i>directed at persons</i> generally, any <i>person</i> who reads or hears the communication.
<i>recognised body</i>	an <i>RIE</i> or <i>RAP</i>
<i>recognised clearing house</i>	a <i>clearing house</i> which is declared by an order made by the Bank of England under section 290 or 292 of the Act and for the time being in force to be a recognised clearing house.
<i>recognised investment exchange</i>	an investment exchange which is declared by a <i>recognition order</i> for the time being in force to be a recognised investment exchange.
<i>recognised overseas investment exchange</i>	an <i>overseas investment exchange</i> which is declared by a <i>recognition order</i> for the time being in force to be a <i>recognised investment exchange</i> .
<i>recognised professional body</i>	any of the following professional bodies (which were the recognised professional bodies for the purposes of the Financial Services Act 1986): (a) The Law Society (England and Wales);

	<div><div>(b) The Law Society of Scotland;</div><div>(c) The Law Society of Northern Ireland;</div><div>(d) The Institute of Chartered Accountants in England and Wales;</div><div>(e) The Institute of Chartered Accountants of Scotland;</div><div>(f) The Institute of Chartered Accountants in Ireland;</div><div>(g) The Association of Chartered Certified Accountants;</div><div>(h) The Institute of Actuaries.</div><div>(see also <i>designated professional body</i>.)</div></div>
<div>recognised scheme</div>	<div>a <i>scheme</i> recognised for the purpose of part XVII of the Act.</div>
<div>recognised third country credit institution</div>	<div><div>a <i>full CRD credit institution</i> that satisfies the following conditions:</div><div><div>(a) its head office is outside the <i>UK</i>;</div><div>(b) it is authorised by a <i>third country competent authority</i> in the state or territory in which the credit institution's head office is located; and</div><div>(c) that <i>third country competent authority</i> applies prudential and supervisory requirements to that credit institution that are at least equivalent to those applied in the <i>UK</i>.</div></div></div>
<div>recognised third country investment firm</div>	<div>(1) [deleted]</div>

	<p>(2) (in ■ GENPRU 3 (Cross sector groups)) an <i>investment firm</i> that falls within the meaning of “investment firm” in article 4(1)(2) of the <i>UK CRR</i> and which satisfies the following conditions:</p> <p>(a) its head office is outside the <i>UK</i>;</p> <p>(b) it is authorised by a <i>third country competent authority</i> in the state or territory in which the <i>investment firm's</i> head office is located; and</p> <p>(c) that <i>investment firm</i> is subject to and complies with prudential rules of or administered by that <i>third country competent authority</i> that are at least as stringent as those laid down in whichever of the <i>UK CRR</i> or <i>MIFIDPRU</i> would apply if its head office was in the <i>UK</i>.</p> <p>(3) [deleted]</p>
<i>recognition order</i>	(in accordance with section 313 of the <i>Act</i> (Interpretation of Part XVIII)) an order made under section 290 or 292 of the <i>Act</i> which declares an investment exchange to be an <i>RIE</i> or (for <i>RAPs</i>) an order made under regulation 2 of the <i>RAP</i> regulations which declares a <i>UK RIE</i> to be a <i>RAP</i>).
<i>recognition requirement</i>	<p>(1) (in relation to a <i>UK RIE</i>) any of the requirements applicable to that body under the Recognition Requirements Regulations.</p> <p>(2) (in relation to a body applying for recognition as a <i>UK RIE</i>) any of the requirements under the Recognition Requirements Regulations which, if its application were successful, would apply to it.</p> <p>(3) (in relation to an <i>ROIE</i>, or to an applicant for recognition as an <i>ROIE</i>) any of the requirements in section 292(3) of the <i>Act</i> (Overseas investment exchanges and overseas clearing houses).</p>
<i>Recognition Requirements Regulations</i>	the Financial Services and Markets Act 2000 (Recognition Requirements for Investment Exchanges and Clearing Houses) Regulations 2001 (SI 2001/995).
<i>redemption</i>	<p>(1) (except in ■ EG 14 (Collective investment schemes)) (in relation to <i>units</i> in an <i>authorised fund</i>) the purchase of them from their <i>holder</i> by the <i>authorised fund</i> manager acting as a <i>principal</i>.</p> <p>(2) (in ■ EG 14 (Collective investment schemes)) redemption as in (1) but including their cancellation by:</p> <p>(a) the trustee of an <i>AUT</i>;</p> <p>(b) the <i>depository</i> of an <i>ACS</i>; or</p> <p>(c) an <i>ICVC</i>.</p>
<i>redemption charge</i>	an amount levied by the <i>operator</i> of a <i>scheme</i> upon the <i>redemption</i> of <i>units</i> , in the case of an <i>authorised fund</i> under ■ COLL 6.7.7R (Charges on buying and selling units) or, if relevant in relation to a <i>long-term asset fund</i> , ■ COLL 15.8.15GR (Charges on buying and selling units).
<i>redemption determination</i>	(in relation to a <i>long-term asset fund</i>) has the meaning given in ■ COLL 15.8.12R(1) (Dealing: redemption of units).
<i>redemption price</i>	(in <i>COLL</i>) the <i>price</i> payable by the <i>authorised fund manager</i> for each <i>unit</i> it <i>redeems</i> from a <i>Unit</i> holder, calculated in accordance with ■ COLL 6.3 (Valuation and pricing).

<i>redress determination</i>	<p>a written communication from a <i>respondent</i> under a <i>consumer redress scheme</i> which:</p> <p>(a) sets out the results of the <i>respondent's</i> determination under the scheme;</p> <p>(b) encloses a copy of the <i>Financial Ombudsman Service's</i> standard explanatory leaflet; and</p> <p>(c) informs the complainant that if he is dissatisfied, he may now make a <i>complaint</i> to the <i>Financial Ombudsman Service</i> and must do so within six <i>months</i>.</p>
<i>Referral Fees Regulations</i>	the Legal Aid, Sentencing and Punishment of Offenders Act 2012 (Referral Fees) Regulations 2013 (SI 2013/1635).
<i>refinance</i>	see the definition of <i>finance</i> (except in relation to ■ CONC 6.7.18 R to ■ CONC 6.7.23 R and ■ CONC 7.6.12 R).
<i>register</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3)(in <i>COLL</i>) either:</p> <p>(a)the <i>register of unitholders</i> kept under (as appropriate):</p> <p>(i)Schedule 3 to the <i>OEIC Regulations</i>;</p> <p>(ii)■ COLL 6.4.4 R (Register: general requirements and contents);</p> <p>(iii)■ COLL 8.5.8 R (The register of unitholders: AUTs or ACSs); or</p> <p>(iv)■ COLL 15.7.-12BR (The register of unitholders: AUTs or ACSs (schemes made available to retail clients who are not limited protection LTAF investors) or ■ COLL 15.7.12R (The register of unitholders: AUTs or ACSs (schemes intended only for limited protection LTAF investors)) (as applicable); or</p> <p>(b)in relation to a <i>collective investment scheme</i> that is not an <i>authorised fund</i>, a record of the holders (other than of <i>bearer certificates</i>) of <i>units</i> in it.</p>
<i>registered account information service provider</i>	(in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>) an <i>account information service provider</i> registered pursuant to regulation 18 of the <i>Payment Services Regulations</i> and included by the <i>FCA</i> in the <i>Financial</i>

	<i>Services Register</i> pursuant to regulation 4(1)(c) of the <i>Payment Services Regulations</i> .
<i>registered branch</i>	a branch of a <i>friendly society</i> which is separately registered under the Friendly Societies Act 1974.
<i>registered charity</i>	a charity: <ul style="list-style-type: none"> (a) registered on the Charity Commission's Register of Charities; (b) registered on the Scottish Charity Register; (c) registered on the Charity Commission of Northern Ireland's Register of Charities; or (d) that is or will be required to register on the register in (c) and which is recognised as a charity for tax purposes by Her Majesty's Revenue and Customs.
<i>registered contact</i>	(as defined in regulation 8(1)(d) of the <i>CTF Regulations</i>) the <i>person</i> who is capable of giving instructions to the <i>CTF provider</i> with respect to the management of the <i>CTF</i> .
<i>registered friendly society</i>	a <i>friendly society</i> registered under section 7(1)(a) of the <i>Friendly Societies Act</i> 1974 or any enactment which it replaced, including any registered branches.
<i>registered person</i>	(as defined in article 73ZA of the <i>Financial Promotion Order</i>) a <i>person</i> who is: <ul style="list-style-type: none"> (a) a <i>cryptoasset exchange provider</i> or <i>custodian wallet provider</i>, as defined in regulation 14A (cryptoasset exchange providers and custodian wallet providers) of the <i>Money Laundering Regulations</i>; (b) included on the register maintained by the <i>FCA</i> pursuant to regulation 54(1A) (duty to maintain registers of certain relevant persons) of those Regulations; and (c) not an <i>authorised person</i>.
<i>registered society</i>	a society registered or deemed to be registered under the Co-operative and Community Benefit Societies Act 2014.
<i>registrar</i>	the <i>person</i> who maintains a <i>register</i> .
<i>registration date</i>	(in <i>RCB</i>) the date of the <i>FCA</i> decision to register a <i>regulated covered bond</i> .
<i>registration document</i>	(in <i>Part 6 rules</i> and ■ COBS 11A) a registration document referred to in article 6(3) of the <i>Prospectus Regulation</i> .
<i>regular user</i>	<p>(1) (as defined in section 130A(3) of the <i>Act</i> (Market abuse)) a <i>person</i> who is, in relation to a particular market, a reasonable <i>person</i> who regularly deals on that market in <i>investments</i> of the kind in question.</p> <p>(2) [deleted]</p>
<i>Regulated Activities Order</i>	the Financial Services and Markets Act 2000 (Regulated Activities) Order 2001 (SI 2001/544).

Regulated Activities Amendment Order

regulated activity

the Financial Services and Markets Act 2000 (Regulated Activities) (Amendment) (No 2) Order 2013 (SI 2013/1881).

(A) in the *PRA Handbook*:

(a) *accepting deposits* (article 5);

(aa) *issuing electronic money* (article 9B);

(b) *effecting contracts of insurance* (article 10(1));

(c) *carrying out contracts of insurance* (article 10(2));

(d) *dealing in investments as principal* (article 14);

(e) *dealing in investments as agent* (article 21);

(ea) [deleted];

(f) *arranging (bringing about) deals in investments* (article 25(1));

(g) *making arrangements with a view to transactions in investments* (article 25(2));

(ga) *arranging (bringing about) regulated mortgage contracts* (article 25A(1));

(gb) *making arrangements with a view to regulated mortgage contracts* (article 25A(2));

(gc) *arranging (bringing about) a home reversion plan* (article 25B(1));

(gd) *making arrangements with a view to a home reversion plan* (article 25B(2));

(ge) *arranging (bringing about) a home purchase plan* (article 25C(1));

(gf) *making arrangements with a view to a home purchase plan* (article 25C(2));

(gg) *operating a multilateral trading facility* (article 25D);

(gga) *operating an organised trading facility* (article 25DA);

(gh) *arranging (bringing about) a regulated sale and rent back agreement* (article 25E(1));

(gi) *making arrangements with a view to a regulated sale and rent back agreement* (article 25E(2));

(h) *managing investments* (article 37);

(ha) *assisting in the administration and performance of a contract of insurance* (article 39A);

(i) *safeguarding and administering investments* (article 40); for the purposes of the *permission* regime, this is sub-divided into:

(i) *safeguarding and administration of assets (without arranging)*;

(ii) *arranging safeguarding and administration of assets*;

- (j) *sending dematerialised instructions* (article 45(1));
- (k) *causing dematerialised instructions to be sent* (article 45(2));
- (l) *establishing, operating or winding up a collective investment scheme* (article 51(1)(a)); for the purposes of the *permission* regime, this is sub-divided into:
 - (i) *establishing, operating or winding up a regulated collective investment scheme*;
 - (ii) *establishing, operating or winding up an unregulated collective investment scheme*;
- (m) *acting as trustee of an authorised unit trust scheme* (article 51(1)(b));
- (ma) *acting as the depositary of an authorised contractual scheme* (article 51(1)(bb));
- (n) *acting as the depositary or sole director of an open-ended investment company* (article 51(1)(c));
- (na) *managing a UK UCITS* (article 51ZA);
- (nb) *acting as trustee or depositary of a UK UCITS* (article 51ZB);
- (nc) *managing an AIF* (article 51ZC);
- (nd) *acting as trustee or depositary of an AIF* (article 51ZD);
- (ne) *establishing, operating or winding up a collective investment scheme* (51ZE).
- (o) *establishing, operating or winding up a stakeholder pension scheme* (article 52(a));
- (oa) *providing basic advice on stakeholder products* (article 52B);
- (ob) *establishing, operating or winding up a personal pension scheme* (article 52(b));
- (p) *advising on investments* (article 53); for the purposes of the *permission* regime, this is sub-divided into:
 - (i) *advising on investments* (except pension transfers and pension opt-outs);
 - (ii) *advising on pension transfers and opt-outs*;
- (pa) *advising on regulated mortgage contracts* (article 53A);
- (pb) *advising on a home reversion plan* (article 53B);
- (pc) *advising on a home purchase plan* (article 53C);
- (pd) *advising on a regulated sale and rent back agreement* (article 53D);
- (q) *advising on syndicate participation at Lloyd's* (article 56);
- (r) *managing the underwriting capacity of a Lloyd's syndicate as a managing agent at Lloyd's* (article 57);
- (s) *arranging deals in contracts of insurance written at Lloyd's* (article 58);

- (sa) *entering into a regulated mortgage contract* (article 61(1));
- (sb) *administering a regulated mortgage contract* (article 61(2));
- (sc) *entering into a home reversion plan* (article 63B(1));
- (sd) *administering a home reversion plan* (article 63B(2));
- (se) *entering into a home purchase plan* (article 63F(1));
- (sf) *administering a home purchase plan* (article 63F(2));
- (sg) *entering into a regulated sale and rent back agreement* (article 63J(1));
- (sh) *administering a regulated sale and rent back agreement* (article 63J(2));
- (si) *meeting of repayment claims* (article 63N(1)(a));
- (sj) *managing dormant asset funds (including the investment of such funds)* (article 63N(1)(b));
- (t) *entering as provider into a funeral plan contract* (article 59);
- (B) in the FCA Handbook: (in accordance with section 22 of the Act (Regulated activities)) the activities specified in Part II (Specified activities), Part 3A (Specified activities in relation to information) and Part 3B (Claims management activities in Great Britain) of the *Regulated Activities Order*, which are, in summary:
 - (a) *accepting deposits* (article 5);
 - (aa) *issuing electronic money* (article 9B);
 - (b) *effecting contracts of insurance* (article 10(1));
 - (c) *carrying out contracts of insurance* (article 10(2));
 - (ca) *insurance risk transformation* (article 13A)
 - (d) *dealing in investments as principal* (article 14);
 - (e) *dealing in investments as agent* (article 21);
 - (ea) *bidding in emissions auctions* (article 24A);
 - (f) *arranging (bringing about) deals in investments* (article 25(1));
 - (g) *making arrangements with a view to transactions in investments* (article 25(2));
 - (ga) *arranging (bringing about) regulated mortgage contracts* (article 25A(1) and (2A));
 - (gb) *making arrangements with a view to regulated mortgage contracts* (article 25A(2));
 - (gc) *arranging (bringing about) a home reversion plan* (article 25B(1));
 - (gd) *making arrangements with a view to a home reversion plan* (article 25B(2));
 - (ge) *arranging (bringing about) a home purchase plan* (article 25C(1));

(gf) *making arrangements with a view to a home purchase plan* (article 25C(2));

(gg) *operating a multilateral trading facility* (article 25D);

(gga) *operating an organised trading facility* (article 25DA);

(gh) *arranging (bringing about) a regulated sale and rent back agreement* (article 25E(1));

(gi) *making arrangements with a view to a regulated sale and rent back agreement* (article 25E(2));

(h) *managing investments* (article 37);

(ha) *assisting in the administration and performance of a contract of insurance* (article 39A);

(i) *safeguarding and administering investments* (article 40); for the purposes of the *permission* regime, this is sub-divided into:

(i) *safeguarding and administration of assets (without arranging)*;

(ii) *arranging safeguarding and administration of assets*;

(j) *sending dematerialised instructions* (article 45(1));

(k) *causing dematerialised instructions to be sent* (article 45(2));

(l) [deleted]

(m) [deleted]

(ma) [deleted]

[deleted]

(na) *managing a UK UCITS* (article 51ZA);

(nb) *acting as trustee or depositary of a UK UCITS* (article 51ZB);

(nc) *managing an AIF* (article 51ZC);

(nd) *acting as trustee or depositary of an AIF* (article 51ZD);

(ne) *establishing, operating or winding up a collective investment scheme* (article 51ZE);

(o) *establishing, operating or winding up a stakeholder pension scheme* (article 52(a));

(oa) *providing basic advice on stakeholder products* (article 52B);

(ob) *establishing, operating or winding up a personal pension scheme* (article 52(b));

(p) *advising on investments (except P2P agreements)* (article 53(1)); for the purposes of the *permission* regime, this includes::

(i) *advising on investments (except pension transfers and pension opt-outs)*; and

(ii) *advising on investments (except P2P agreements)* in respect of *pensions transfers and pension opt-outs*;

- (pa) *advising on P2P agreements* (article 53(2));
- (pb) *advising on regulated mortgage contracts* (article 53A);
- (pc) *advising on a home reversion plan* (article 53B);
- (pd) *advising on a home purchase plan* (article 53C);
- (pe) *advising on a regulated sale and rent back agreement* (article 53D);
- (pf) *advising on regulated credit agreements for the acquisition of land* (article 53DA);
- (pg) *advising on conversion or transfer of pension benefits* (article 53E);
- (q) *advising on syndicate participation at Lloyd's* (article 56);
- (r) *managing the underwriting capacity of a Lloyd's syndicate as a managing agent at Lloyd's* (article 57);
- (s) *arranging deals in contracts of insurance written at Lloyd's* (article 58);
- (sa) *entering into a regulated mortgage contract* (article 61(1));
- (sb) *administering a regulated mortgage contract* (article 61(2));
- (sc) *entering into a home reversion plan* (article 63B(1));
- (sd) *administering a home reversion plan* (article 63B(2));
- (se) *entering into a home purchase plan* (article 63F(1));
- (sf) *administering a home purchase plan* (article 63F(2));
- (sg) *entering into a regulated sale and rent back agreement* (article 63J(1));
- (sh) *administering a regulated sale and rent back agreement* (article 63J(2));
- (si) *meeting of repayment claims* (article 63N(1)(a));
- (sj) *managing dormant asset funds (including the investment of such funds)* (article 63N(1)(b));
- (t) *entering as provider into a funeral plan contract* (article 59(1));
- (t-a) *carrying out a funeral plan contract as provider* (article 59(1A));
- (ta) *providing information in relation to a specified benchmark;*
- (tb) *administering a specified benchmark;*
- (tc) *credit broking* (article 36A);
- (td) *operating an electronic system in relation to lending* (article 36H);
- (te) *debt adjusting* (article 39D);
- (tf) *debt counselling* (article 39E);
- (tg) *debt collecting* (article 39F);
- (th) *debt administration* (article 39G);

regulated activity debt

- (ti) *entering into a regulated credit agreement as lender* (article 60B(1));
- (tj) *exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement* (article 60B(2));
- (tk) *entering into a regulated consumer hire agreement as owner* (article 60N(1));
- (tl) *exercising, or having the right to exercise, the owner's rights and duties under a regulated consumer hire agreement* (article 60N(2));
- (tm) *providing credit information services* (article 89A);
- (tn) *providing credit references* (article 89B);
- (to) *administering a benchmark* (article 63S);
- (tp) *seeking out, referrals and identification of claims or potential claims* (article 89G);
- (tq) *advice, investigation or representation in relation to a personal injury claim* (article 89H);
- (tr) *advice, investigation or representation in relation to a financial services or financial product claim* (article 89I);
- (ts) *advice, investigation or representation in relation to a housing disrepair claim* (article 89J);
- (tt) *advice, investigation or representation in relation to a claim for a specified benefit* (article 89K);
- (tu) *advice, investigation or representation in relation to a criminal injury claim* (article 89L); and
- (tv) *advice, investigation or representation in relation to an employment-related claim* (article 89M);
- which is carried on by way of business and, except for (ta), (tb) and (to), relates to a *specified investment* applicable to that activity; or, in the case of (l), (m), (n) and (o), is carried on in relation to property of any kind; or, in the case of (tm) and (tn), is carried on in relation to information about a *person's* financial standing or, in the case of (tp), (tq), (tr), (ts), (tt), (tu) and (tv), is or relates to *claims management services* and is carried on in *Great Britain*;
- (u) *agreeing to carry on a regulated activity* (article 64);
- which is carried on by way of business and relates to a *specified investment* applicable to that activity or, in the case of (na), (nb), (nc), (nd), (ne) and (o), is carried on in relation to property of any kind. or, in the case of (tm) and (tn), is carried on in relation to information about a *person's* financial standing or, in the case of (tp), (tq), (tr), (ts), (tt), (tu) and (tv), is, or relates to, *claims management services* and is carried on in *Great Britain*.

an obligation to pay a sum due and payable under an agreement, the making or performance of which constitutes or is part of a *regulated activity* carried on by an individual who:

- (a) is, or has been, an *authorised person*; or

	(b) is carrying on, or has carried on, a <i>regulated activity</i> in contravention of the <i>general prohibition</i> .
<i>regulated activity group</i>	A set of one or more <i>regulated activities</i> (with associated <i>investment</i> types and <i>customer</i> types) referred to in ■ SUP 16 to determine a <i>firm's</i> or other regulated person's <i>data item submission</i> requirements.
<i>regulated agreement</i>	any <i>credit agreement</i> which is not an exempt agreement (see articles 60C to 60H of the <i>Regulated Activities Order</i>) or any <i>consumer hire agreement</i> which is not an exempt agreement (see articles 60O to 60Q of the <i>Regulated Activities Order</i>).
<i>regulated benchmark administrator</i>	a person who has a <i>Part 4A permission</i> to carry on the <i>regulated activity</i> of <i>administering a benchmark</i> .
<i>regulated-data benchmark</i>	has the meaning in article 3.1(24) of the <i>benchmarks regulation</i> .
<i>regulated claims management activity</i>	each of: <ul style="list-style-type: none"> (a) seeking out, referrals and identification of claims or potential claims; (b) advice, investigation or representation in relation to a personal injury claim; (c) advice, investigation or representation in relation to a financial services or financial product claim; (d) advice, investigation or representation in relation to a housing disrepair claim; (e) advice, investigation or representation in relation to a claim for a specified benefit; (f) advice, investigation or representation in relation to a criminal injury claim; and (g) advice, investigation or representation in relation to an employment-related claim.
<i>regulated claims management agreement</i>	an agreement, the entering into or performing of which by either party is a <i>regulated claims management activity</i> (see section 137FD(7)(a) of the Act).
<i>regulated clearing arrangement</i>	as the context requires, either: <ul style="list-style-type: none"> (a) an arrangement under which a <i>firm</i> directly places <i>client money</i> in a <i>client transaction account</i> that is an <i>individual client account</i> or an <i>omnibus client account</i> at an <i>authorised central counterparty</i>; or (b) an arrangement under which a <i>firm</i>, acting for a <i>client</i> who is also an <i>indirect client</i>, directly places <i>client money</i> of that <i>indirect client</i> in a <i>client transaction account</i> that is an <i>individual client account</i> or an <i>omnibus client account</i> at a <i>clearing member</i> for the purposes of having that <i>clearing member</i> clear the positions of that <i>indirect client</i> through an <i>authorised central counterparty</i>.

<i>regulated collective investment scheme</i>	<p>(a) an <i>ICVC</i>; or</p> <p>(b) an <i>AUT</i>; or</p> <p>(ba) an <i>ACS</i>; or</p> <p>(c) a <i>recognised scheme</i>;</p> <p>whether or not the <i>units</i> are held within an <i>ISA</i> or <i>personal pension scheme</i>.</p>
<i>regulated consumer hire agreement</i>	<p>in accordance with article 60N of the <i>Regulated Activities Order</i>:</p> <p>(a) in the case of an agreement entered into before 1 April 2014, a <i>consumer hire agreement</i>:</p> <p>(i) which was a regulated agreement within the meaning of section 189(1) of the CCA when the agreement was entered into; or</p> <p>(ii) which was such a regulated agreement after being varied or supplemented by another agreement before 1 April 2014; or</p> <p>(b) in the case of an agreement entered into on or after 1 April 2014, a <i>consumer hire agreement</i> which is not an exempt agreement under articles 60O to 60Q of the <i>Regulated Activities Order</i>.</p>
<i>regulated covered bond</i>	<p>(in <i>RCB</i>) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) a <i>covered bond</i> or <i>programme of covered bonds</i>, as the case may be, which is admitted to the register of <i>regulated covered bonds</i> maintained under Regulation 7(1)(b) of the <i>RCB Regulations</i>.</p>
<i>regulated credit agreement</i>	<p>in accordance with article 60B of the <i>Regulated Activities Order</i>:</p> <p>(a) in the case of an agreement entered into before 1 April 2014, a <i>credit agreement</i>:</p> <p>(i) which was a regulated agreement within the meaning of section 189(1) of the CCA when the agreement was entered into; or</p> <p>(ii) which was such a regulated agreement after being varied or supplemented by another agreement before 1 April 2014;</p> <p>and which would not be an exempt agreement pursuant to article 60C(2) of the <i>Regulated Activities Order</i> if it had been entered into on 21 March 2016; or</p> <p>(b) in the case of an agreement entered into on or after 1 April 2014, a <i>credit agreement</i> which is not an exempt agreement under articles 60C to 60H of the <i>Regulated Activities Order</i>.</p>
<i>regulated entity</i>	<p>one of the following:</p> <p>(a) a <i>credit institution</i>; or</p> <p>(b) a "UK Solvency II firm", "third country insurance undertaking" or "third country reinsurance undertaking", each as defined in the PRA Rulebook: Glossary; or</p> <p>(c) an <i>investment firm</i>;</p> <p>whether or not it is incorporated in, or has its head office in, the UK. An <i>asset management company</i> is treated as a regulated entity for the</p>

	<p>purposes described in ■ GENPRU 3.1.39R (The financial sectors: asset management companies). An <i>alternative investment fund manager</i> is treated as a regulated entity for the purposes described in ■ GENPRU 3.1.39 R (The financial sectors: alternative investment fund managers). ■ GENPRU 3.1.39R (The financial sectors: <i>asset management companies</i>).</p>
<i>regulated funeral plan activity</i>	<p>any <i>regulated activity</i> carried on in relation to a <i>funeral plan contract</i>, that is:</p> <ul style="list-style-type: none"> (a) <i>dealing in investments as agent</i> (article 21); (b) <i>arranging (bringing about) deals in investments</i> (article 25(1)); (c) <i>making arrangements with a view to transactions in investments</i> (article 25(2)); (d) <i>managing investments</i> (article 37); (e) <i>safeguarding and administering investments</i> (article 40); (f) <i>sending dematerialised instructions</i> (article 45(1)); (g) <i>causing dematerialised instructions to be sent</i> (article 45(2)); (h) <i>advising on investments (except P2P agreements)</i> (article 53(1)); (i) <i>entering as provider into a funeral plan contract</i> (article 59(1)); (j) <i>carrying out a funeral plan contract as provider</i> (article 59(1A)); and (k) <i>agreeing to carry on a regulated activity in (a) to (j)</i> (article 64).
<i>regulated information</i>	<p>all information which an <i>issuer</i>, or any other <i>person</i> who has applied for the admission of <i>financial instruments</i> to trading on a <i>regulated market</i> without the <i>issuer's</i> consent, is required to disclose under:</p> <ul style="list-style-type: none"> (a) <i>DTR</i>; or (b) articles 17 to 19 of the <i>Market Abuse Regulation</i>; or (c) <i>LR</i>.
<i>regulated institution</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (a) an <i>EEA insurer</i> or <i>UK insurer</i>; or (b) an <i>approved credit institution</i>; or (c) a <i>friendly society</i> (not within (a)) which is authorised to carry on <i>insurance business</i>; or (d) a <i>firm</i> whose <i>permission</i> includes dealing in investments as <i>principal</i> with respect to <i>derivatives</i> which are not <i>listed</i>; or (e) a <i>MiFID investment firm</i> whose authorisation (as referred to in article 5 of <i>MiFID</i>) authorises it to carry on activities of the kind referred to in (d).
<i>regulated insurance entity</i>	<p>an insurance undertaking or reinsurance undertaking within the meaning of article 13(1) and (4) of the <i>Solvency II Directive</i>.</p>

<i>regulated lifetime mortgage contract</i>	a <i>regulated mortgage contract</i> which is a <i>lifetime mortgage</i> .
<i>regulated market</i>	<p>(1) a regulated market which is a <i>UK RIE</i>.</p> <p>[Note: article 2(1)(13A) of <i>MiFIR</i>]</p> <p>(2) (in addition, in <i>INSPRU</i>, <i>IPRU(INS)</i>, ■ <i>SYSC 3.4</i>, ■ <i>COBS 2.2B</i> and for the purposes of <i>Principle 12</i> and ■ <i>PRIN 2A</i> only) a market situated outside the <i>United Kingdom</i> which is characterised by the fact that:</p> <p>(a) it meets comparable requirements to those set out in (1); and</p> <p>(b) the <i>financial instruments</i> dealt in are of a quality comparable to those in a regulated market in the <i>United Kingdom</i>.</p> <p>(3)(in ■ <i>MAR 1</i>, <i>FUND</i>, <i>COLL</i> and ■ <i>COBS 21</i>) as in (1) above or an <i>EU regulated market</i>.</p>
<i>regulated market transaction</i>	a transaction concluded by a <i>firm</i> on a <i>regulated market</i> with another member or participant of that <i>regulated market</i> .
<i>regulated money market fund</i>	a <i>UCITS scheme</i> that is authorised as a money market fund as envisaged in article 4, or an <i>AIF</i> that is authorised as a money market fund as envisaged in article 5, of the <i>Money Market Funds Regulation</i> .
<i>regulated mortgage activity</i>	<p>any of the following activities specified in Part II of the <i>Regulated Activities Order</i> (Specified Activities):</p> <p>(a) <i>arranging (bringing about) regulated mortgage contracts</i> (article 25A(1) and (2A));</p> <p>(b) <i>making arrangements with a view to regulated mortgage contracts</i> (article 25A(2));</p> <p>(c) <i>advising on regulated mortgage contracts</i> (article 53A);</p> <p>(d) <i>entering into a regulated mortgage contract</i> (article 61(1));</p> <p>(e) <i>administering a regulated mortgage contract</i> (article 61(2));</p> <p>(f) <i>agreeing to carry on a regulated activity in (a) to (e)</i> (article 64).</p>
<i>regulated mortgage contract</i>	<p>(a) (in relation to a contract) a contract which:</p> <p>(i) (in accordance with article 61(3) of the <i>Regulated Activities Order</i>) at the time it is entered into, meets the following conditions:</p> <p>(A) a lender provides credit to an individual or to trustees (the 'borrower'); and</p> <p>(B) the obligation of the borrower to repay is secured by a mortgage on land, at least 40% of which is used, or is intended to be used, in the case of credit provided to an individual, as or in connection with a dwelling; or (in the case of credit provided to a trustee who is not an individual), as or in connection with a dwelling by an individual who is a beneficiary of the trust, or by a <i>related person</i>;</p>

	<p>where “land” for this purpose means:</p> <p>(C)in relation to a contract entered into before <i>IP completion day</i>:</p> <p>(I)land in the <i>United Kingdom</i>; or</p> <p>(II)if the contract was entered into on or after 21 March 2016, land in the <i>United Kingdom</i> or within the territory of a State that was an <i>EEA State</i> at the time the contract was entered into; and</p> <p>(D)in relation to a contract entered into on or after <i>IP completion day</i>, land in the <i>United Kingdom</i>.</p> <p>(ii) is not a <i>home purchase plan</i>, a limited payment second charge bridging loan, a second charge business loan, an investment property loan, an exempt consumer buy-to-let mortgage contract, an exempt equitable mortgage bridging loan, an exempt housing authority loan or a limited interest second charge credit union loan within the meaning of article 61A(1) or (2) of the <i>Regulated Activities Order</i>; and</p> <p>(iii)if the contract was entered into before 21 March 2016:</p> <p>(A)at the time the contract was entered into, entering into the contract constituted the <i>regulated activity</i> of <i>entering into a regulated mortgage contract</i>; or</p> <p>(B)the contract is a consumer credit back book mortgage contract within the meaning of article 2 of the <i>MCD Order</i>.</p> <p>(b) (in relation to a <i>specified investment</i>) the <i>investment</i>, specified in article 88 of the <i>Regulated Activities Order</i>, which is rights under a <i>regulated mortgage contract</i> within (a).</p> <p>[Note: articles 3(1)(a) and 4(2) of the <i>MCD</i>]</p>
regulated payment system	a <i>payment system</i> designated by HM Treasury under section 43 of <i>FSBRA</i> .
regulated person	(in FEES 9) a person on whom the <i>IFR</i> imposes an obligation, restriction or prohibition, including <i>participants</i> in <i>IFR card payment systems</i> .
regulated related undertaking	<p>a <i>related undertaking</i> that is any of the following:</p> <p>(a) a <i>regulated entity</i>; or</p> <p>(b) an <i>insurance undertaking</i> which is not a <i>regulated insurance entity</i>; or</p> <p>(c) an <i>asset management company</i>; or</p> <p>(d) a <i>financial institution</i> which is neither a <i>credit institution</i> nor an <i>investment firm</i>; or</p> <p>(e) a <i>financial holding company</i>; or</p> <p>(f) an <i>insurance holding company</i>; or</p> <p>(g) a <i>mixed financial holding company</i>.</p>

<i>regulated sale and rent back activity</i>	<p>any of the following <i>regulated activities</i>:</p> <ul style="list-style-type: none"> (a) <i>arranging (bringing about) a regulated sale and rent back agreement</i> (article 25E(1)); (b) <i>making arrangements with a view to a regulated sale and rent back agreement</i> (article 25E(2)); (c) <i>advising on a regulated sale and rent back agreement</i> (article 53D); (d) <i>entering into a regulated sale and rent back agreement</i> (article 63J(1)); (e) <i>administering a regulated sale and rent back agreement</i> (article 63J(2)); or (f) <i>agreeing to carry on a regulated activity</i> in (a) to (e) (article 64).
<i>regulated sale and rent back agreement</i>	<p>(in accordance with article 63J(3)(a) of the <i>Regulated Activities Order</i>) an arrangement comprised in one or more instruments or agreements, in relation to which the following conditions are met at the time it is entered into:</p> <ul style="list-style-type: none"> (a) the arrangement is one under which a <i>person</i> (an agreement provider), buys all or part of the <i>qualifying interest in land</i> in the <i>United Kingdom</i> from an individual or trustees (the "agreement seller"); and (b) the agreement seller (if he is an individual) or an individual who is the beneficiary of the trust (if the agreement seller is a trustee), or a related person, is entitled under the arrangement to occupy at least 40% of the land in question as or in connection with a dwelling, and intends to do so; <p>but excluding any arrangement that is a <i>regulated home reversion plan</i>.</p>
<i>regulated sale and rent back firm</i>	a <i>firm</i> that carries on any <i>regulated sale and rent back activity</i> .
<i>regulated sale and rent back mediation activity</i>	<p>any of the following <i>regulated activities</i>:</p> <ul style="list-style-type: none"> (a) <i>arranging (bringing about) regulated sale and rent back agreements</i> (article 25E(1)); (b) <i>making arrangements with a view to regulated sale and rent back agreements</i> (article 25E(2)); (c) <i>advising on regulated sale and rent back agreements</i> (article 53D); (d) <i>agreeing to carry on a regulated activity</i> in (a) to (c) (article 64).
<i>regulated sale and rent back transaction</i>	a transaction involving a <i>regulated sale and rent back agreement</i> under which a <i>SRB agreement seller</i> , in return for the sale of a <i>qualifying interest in land</i> in whole or in part to a <i>SRB agreement provider</i> , is granted, or any member of his family is granted, a right to occupy the land in question as, or in connection with, a dwelling, and intends so to occupy it.
<i>regulatory basis only life firm</i>	a <i>firm</i> carrying on <i>long-term insurance business</i> .

<i>regulatory body</i>	<p>(1) (except in <i>DTR</i>) any authority, body or <i>person</i> having, or who has had, responsibility for the supervision or regulation of any <i>regulated activities</i> or other financial services, whether in the <i>United Kingdom</i> or overseas.</p> <p>(2) (in <i>DTR</i>) an organisation listed in ■ DTR 8 Annex 1.</p>
<i>regulatory costs</i>	the periodic fees payable to the <i>FCA</i> by a <i>participant firm</i> in accordance with ■ FEES 4 (Periodic fees).
<i>regulatory current liabilities</i>	(in relation to a <i>with-profits fund</i>) the regulatory current liabilities of the <i>with-profits fund</i> calculated in accordance with INSPRU 1.1.30R.
<i>Regulatory Decisions Committee</i>	a committee of the Board of the <i>FCA</i> , described in ■ DEPP 3.1 (The nature and procedure of the RDC).
<i>regulatory excess capital</i>	(in relation to a <i>with-profits fund</i>) has the meaning set out in INSPRU 1.3.32R.
<i>regulatory function</i>	(as defined in section 291 of the <i>Act</i> (Liability in relation to <i>recognised body's</i> regulatory functions)) any function of a <i>recognised body</i> so far as relating to, or to matters arising out of, the obligations to which the body is subject under or by virtue of the <i>Act</i> and (for a <i>RAP</i>) under the <i>RAP recognition requirements</i> .
<i>regulatory host</i>	<p>a <i>firm</i>:</p> <p>(1) that offers or provides a service:</p> <p>(a) by which <i>unauthorised persons</i>, whether or not in the same <i>group</i> as the <i>firm</i>, may become <i>appointed representatives</i> of the <i>firm</i>;</p> <p>(b) for <i>remuneration</i> with a view to profit; and</p> <p>(2) to which either (a) or (b) applies:</p> <p>(a) the <i>firm</i> does not carry on any <i>regulated activities</i> other than through its <i>appointed representatives</i>; or</p> <p>(b) the <i>regulated activities</i> carried on by one or more of the <i>appointed representatives</i> of the <i>firm</i> are not connected to any <i>regulated activity</i> undertaken by the <i>firm</i> other than through its <i>appointed representatives</i>.</p>
<i>regulatory information service or RIS</i>	<p>a <i>primary information provider</i>.</p> <p>[deleted]</p>
<i>regulatory objectives</i>	[deleted]
<i>regulatory provisions</i>	any rules, guidance, arrangements or policy issued by the investment exchange in connection with its business as an investment exchange or in connection with the provision by it of <i>clearing facilitation services</i> .
<i>regulatory surplus</i>	(in relation to a long-term business fund, or sub-fund) the excess, if any, of the <i>regulatory value of assets</i> for the <i>with-profits fund</i> over the <i>regulatory value of liabilities</i> for that fund.

<i>regulatory system</i>	<p>(1) the arrangements for regulating a <i>firm</i> or other <i>person</i> in or under the <i>Act</i>, including the <i>threshold conditions</i>, the <i>Principles</i> and other <i>rules</i>, the <i>Statements of Principle</i>, codes and <i>guidance</i>, or in or under the <i>CCA</i>, and including any relevant provisions of a an <i>onshored regulation</i> such as those contained in the <i>MiFID Org Regulation</i> and the <i>UK CRR</i>.</p> <p>(2) in <i>PRIN</i> and in <i>BCOBS</i> in addition to (1), the arrangements for regulating <i>payment service providers</i> and <i>electronic money issuers</i> in or under the <i>Payment Services Regulations</i> and <i>Electronic Money Regulations</i>, including conditions of authorisation or registration set out in those regulations, the <i>Principles</i> and other <i>rules</i>, codes and <i>guidance</i>, including any relevant provisions of an <i>onshored regulation</i>.</p>
<i>regulatory value of assets</i>	(in relation to a <i>with-profits fund</i>) has the meaning set out in INSPRU 1.3.24R.
<i>regulatory value of liabilities</i>	(in relation to a <i>with-profits fund</i>) has the meaning set out in INSPRU 1.3.29R.
<i>rehabilitation exceptions orders</i>	the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975, the Rehabilitation of Offenders Act 1974 (Exclusions and Exceptions) (Scotland) Order 2003 and the Rehabilitation of Offenders (Exceptions) Order (Northern Ireland) 1979.
<i>reinsurance</i>	includes retrocession.
<i>reinsurance contract</i>	(in ■ <i>COBS 21</i> , <i>ICOBS</i> , ■ <i>CASS 1</i> , ■ <i>CASS 5</i> and <i>COMP</i>) a <i>contract of insurance</i> covering all or part of a risk to which a <i>person</i> is exposed under a <i>contract of insurance</i> .
<i>reinsurance distribution</i>	<p>(as defined in article 2(1)(2) of the <i>IDD</i>) the activities of advising on, proposing or carrying out other work preparatory to the conclusion of contracts of reinsurance, of concluding such contracts, or of assisting in the administration and performance of such contracts, in particular in the event of a claim, including when carried out by an <i>IDD reinsurance undertaking</i> without the intervention of an <i>IDD reinsurance intermediary</i>.</p> <p>The following shall not be considered to constitute <i>reinsurance distribution</i>:</p> <ul style="list-style-type: none"> (a) the provision of information on an incidental basis in the context of another professional activity where the purpose of that activity is not to assist the customer in concluding or performing a reinsurance contract; (b) the management of claims of an <i>IDD reinsurance undertaking</i> on a professional basis, and loss adjusting and expert appraisal of claims; (c) the mere provision of data and information on potential policyholders to an <i>IDD reinsurance intermediary</i> or <i>IDD reinsurance undertaking</i> where the provider does not take any additional steps to assist in the conclusion of a reinsurance contract; and (d) the mere provision of information about a reinsurance product, an <i>IDD reinsurance intermediary</i> or an <i>IDD reinsurance undertaking</i> to potential policyholders where the provider does not take any additional steps to assist in the conclusion of a reinsurance contract.

	[Note: article 2(1)(2) and article 2(2) of the <i>IDD</i>]
<i>reinsurance to close</i>	<p>(a) an agreement under which members of a <i>syndicate</i> in one <i>syndicate year</i> ("the reinsured members") agree with the members of that <i>syndicate</i> in a later <i>syndicate year</i> or the members of another <i>syndicate</i> ("the reinsuring members") that the reinsuring members will discharge, or procure the discharge of, or indemnify the reinsured members against, all known and unknown <i>insurance business</i> liabilities of the reinsured members arising out of the <i>insurance business</i> carried on by the reinsured members in that <i>syndicate year</i>; or</p> <p>(b) a similar reinsurance agreement or arrangement that has been approved by the <i>Council</i> as a reinsurance to close.</p>
<i>reinsurance undertaking</i>	an <i>insurance undertaking</i> whose <i>insurance business</i> is restricted to <i>reinsurance</i> .
<i>reinsurer</i>	an <i>insurance undertaking</i> whose business includes <i>effecting or carrying out</i> contracts of <i>reinsurance</i> ; includes a retrocessionaire.
<i>related investment</i>	in relation to a <i>financial instrument</i> , means an instrument whose price or value depends on the price or value of the <i>financial instrument</i> .
<i>related party</i>	<p>(1) (in <i>UKLR</i>) as defined in ■ UKLR 8.1.11R;</p> <p>(2) (in relation to an agreement seller under a <i>regulated sale and rent back agreement</i> or, where the agreement seller is a trustee, a beneficiary of the trust):</p> <p>(a) that <i>person's</i> spouse or civil partner; or</p> <p>(b) a <i>person</i> (whether or not of the opposite sex) whose relationship with that <i>person</i> has the characteristic of the relationship between husband and wife; or</p> <p>(c) that <i>person's</i> parent, brother, sister, child, grandparent or grandchild;</p> <p>(3)(in <i>DTR</i>) as defined in ■ DTR 7.3.2R.</p>
<i>related party tests</i>	(in <i>DTR</i>) the tests set out in ■ DTR 7 Annex 1 , which are used to determine whether a transaction or arrangement is a <i>material related party transaction</i> .
<i>related party transaction</i>	<p>(1)(in <i>UKLR</i>) as defined in ■ UKLR 8.1.7R;</p> <p>(2)(in <i>DTR</i>) as defined in ■ DTR 7.3.3R.</p>
<i>related person</i>	<p>(in relation to a borrower or, in the case of credit provided to trustees, a beneficiary of the trust), a person who is:</p> <p>(a) that person's spouse or civil partner;</p> <p>(b) a person (whether or not of the opposite sex) whose relationship with that person has the characteristics of the relationship between husband and wife; or</p> <p>(c) that person's parent, brother, sister, child, grandparent or grandchild.</p>

<i>related services</i>	(for the purposes of ■ COBS 19.1B) has the same meaning as in ■ COBS 6.1A.6R and ■ COBS 6.1A.6AG.
<i>related undertaking</i>	in relation to an <i>undertaking</i> ("U"): <ul style="list-style-type: none"> (a) any <i>subsidiary undertaking</i> of U; or (b) any <i>undertaking</i> in which U or any of U's <i>subsidiary undertakings</i> holds a participation; or (c) any <i>undertaking</i> linked to U by a <i>consolidation Article 12(1) relationship</i>; or (d) any <i>undertaking</i> linked by a <i>consolidation Article 12(1) relationship</i> to an <i>undertaking</i> in (a), (b) or (c).
<i>relative</i>	brother, sister, uncle, aunt, nephew, niece, lineal ancestor or lineal descendent.
<i>relevant articles</i>	(in <i>REC</i>): <ul style="list-style-type: none"> (1) Articles 17 and 19 of the <i>Market Abuse Regulation</i>; (2) Articles 3, 5, 7, 8, 10, 14 and 16 of the <i>Prospectus Directive</i>; (3) Articles 4 to 6, 14, 16 to 19 and 30 of the <i>Transparency Directive</i>; and (4) <i>EU</i> legislation made under the provisions mentioned in (1) to (3).
<i>relevant asset pool</i>	(in <i>RCB</i>) (as defined in Regulation 1(2) of the <i>RCB Regulations</i>) in relation to a <i>regulated covered bond</i> the <i>asset pool</i> from which the claims attaching to that bond are guaranteed to be paid by the <i>owner</i> of that pool in the event of the failure of the <i>issuer</i> .
<i>relevant body</i>	(in <i>MIFIDPRU</i>) a general meeting of the shareholders of a <i>firm</i> or an equivalent meeting of the owners of a <i>firm</i> .
<i>relevant business</i>	(1) (in <i>DISP</i> and <i>FEES</i>) that part of a <i>firm's</i> business which it conducts with <i>consumers</i> and which is subject to the jurisdiction of the <i>Financial Ombudsman Service</i> as provided for in ■ DISP 2.3 (To which activities does the Compulsory Jurisdiction apply?) and ■ DISP 2.5 (To which activities does the Voluntary Jurisdiction apply?), measured by reference to the appropriate tariff-base for each <i>industry block</i> .(2) (in relation to information communicated to a client other than a <i>financial promotion</i>) <i>designated investment business</i> .(3) (in relation to a <i>financial promotion</i>) a <i>controlled activity</i> .
<i>relevant capital sum</i>	for the purposes of INSPRU 1.3.34R, the sum under a <i>contract of insurance</i> which is: <ul style="list-style-type: none"> (a) unless (b) applies: <ul style="list-style-type: none"> (i) for whole life assurances, the sum assured; (ii) for <i>contracts of insurance</i> where a sum is payable on maturity (including contracts where a sum is also payable on earlier death), the sum payable on maturity; (iii) for deferred annuities, the capitalised value of the annuity at the vesting date (or the cash option if it is greater);

	<p>(iv) for <i>capital redemption</i> contracts, the sum payable at the end of the contract period; and</p> <p>(v) for linked long-term contracts of insurance, notwithstanding (i) to (iv), the lesser of:</p> <p>(A) the amount for the time being payable on death; and</p> <p>(B) the aggregate of the value for the time being of the units allocated to the contract (or, where entitlement is not denoted by means of units, the value for the time being of any other measure of entitlement under the contract equivalent to units) and the total amount of the <i>premiums</i> remaining to be paid during such of the term of the contract as is appropriate for <i>zillmerising</i> or, if such <i>premiums</i> are payable beyond the age of seventy-five, until that age;</p> <p>but excluding in all cases any vested reversionary bonus; and</p> <p>(b) for temporary assurances, the sum assured on the <i>actuarial valuation date</i>.</p>
<i>relevant charitable scheme</i>	<p>an <i>authorised fund</i> which is:</p> <p>(a) a registered charity; or</p> <p>(b) a charitable unit trust scheme under regulation 7(2)(d) of the Income Tax (Definition of Unit Trust Scheme) Regulations 1988.</p>
<i>relevant claims management complaint</i>	<p>a <i>relevant existing claims management complaint</i> or a <i>relevant new claims management complaint</i>.</p>
<i>relevant collateral</i>	<p>in relation to a transaction:</p> <p>(a) cash;</p> <p>(b) letters of credit and guarantees to the extent of their face value, issued by an <i>approved bank</i> which is neither a counterparty nor an <i>associate</i> of a counterparty;</p> <p>(c) gold and silver bullion and coinage;</p> <p>(d) marketable investments;</p> <p>(e) the performance guarantees issued in support of the securities lending and borrowing programmes of Euroclear and Cedel, in respect only of <i>exposure</i> arising from participation in such programmes;</p> <p>subject in each case to:</p> <p>(i) the <i>firm</i> having an unconditional right to apply or realise the relevant collateral for the purpose of repaying a counterparty's obligations;</p> <p>(ii) marketable investments:</p> <p>(A) being marked to market daily using the valuation principles in ■ IPRU(INV) 3.41(9)R;</p>

	(B) not being issued by a counterparty nor by an <i>associate</i> of a counterparty.
<i>relevant commencement date</i>	<p>(as defined in article 1 of the <i>Mortgage and General Insurance Complaints Transitional Order</i>):</p> <p>(a) in relation to a complaint which relates to an activity to which, immediately before 14 January 2005, the <i>GISC facility</i> applied, the beginning of 14 January 2005;</p> <p>(b) in relation to a complaint which relates to an activity to which, immediately before 31 October 2004, the <i>MCAS scheme</i> applied, the beginning of 31 October 2004.</p>
<i>relevant complaint</i>	<p>(1) (in <i>DISP</i>) a <i>relevant existing complaint</i>, <i>relevant new complaint</i>, a <i>relevant transitional complaint</i>, and (in <i>DISP</i> and ■ FEES 5) a <i>relevant claims management complaint</i> and a <i>relevant transitional funeral plan complaint</i>.</p> <p>(2) (in <i>REC</i>) (as defined in section 299(2) of the Act (Complaints about <i>recognised bodies</i>)) a complaint which the <i>FCA</i> considers is relevant to the question of whether a <i>recognised body</i> should remain a <i>recognised body</i>.</p>
<i>relevant credit activity</i>	an activity of a kind specified as a <i>relevant credit activity</i> in paragraph 2G of Schedule 6 to the Act.
<i>relevant credit agreement</i>	a <i>credit agreement</i> (within the meaning given by article 60B of the <i>Regulated Activities Order</i>) other than a <i>regulated mortgage contract</i> or a <i>regulated home purchase plan</i> (within the meaning of that Order) (see paragraph 28 of Schedule 1 to the <i>Financial Promotion Order</i>).
<i>relevant credit agreement relating to the purchase of land</i>	<p>in accordance with article 60E (7) of the <i>Regulated Activities Order</i>:</p> <p>(a) a <i>borrower-lender-supplier agreement financing</i>:</p> <p>(i) the purchase of <i>land</i>; or</p> <p>(ii) the provision of dwellings on <i>land</i>;</p> <p>and secured by a <i>legal or equitable mortgage</i> on that <i>land</i>;</p> <p>(b) a <i>borrower-lender agreement</i> secured by a <i>legal or equitable mortgage</i> on <i>land</i>; or</p> <p>(c) a <i>borrower-lender-supplier agreement financing</i> a transaction which is a <i>linked transaction</i> in relation to:</p> <p>(i) an agreement falling within (a), or</p> <p>(ii) an agreement falling within (b) <i>financing</i>:</p> <p>(aa) the purchase of <i>land</i>; or</p> <p>(bb) the provision of dwellings on <i>land</i>,</p> <p>and secured by a <i>legal or equitable mortgage</i> on the <i>land</i> referred to in (a) or the <i>land</i> referred to in (c)(ii).</p>

<i>relevant credit-related complaint</i>	a <i>relevant existing credit-related complaint</i> or a <i>relevant new credit-related complaint</i> .
<i>relevant credit union client</i>	(in <i>CREDS</i>): (a) an individual; (b) a <i>charity</i> which has an annual income of less than £1 million; or (c) a <i>small business</i> .
<i>relevant date</i>	(1) (in ■ <i>MCOB 10</i> (Annual percentage rate)): (a) (where a date is specified in or determinable under an agreement at the date of its making as the date on which the debtor is entitled to require provision of anything which is the subject of the agreement) the earliest such date; (b) (in any other case) the date of making the agreement. (2) (in ■ <i>CONC App 1.1</i>): (a) where a date is specified in or determinable under a <i>credit agreement</i> at the date of its making as the date on which the <i>borrower</i> is entitled to require provision of anything which is the subject of the <i>credit agreement</i>) the earliest such date; (b) in any other case, the date of making the <i>credit agreement</i> .
<i>relevant debts under management</i>	in relation to a <i>firm</i> , a debt due under a <i>credit agreement</i> or a <i>consumer hire agreement</i> in relation to which the <i>firm</i> is carrying on <i>debt adjusting</i> or an activity connected to that activity.
<i>relevant digital medium</i>	(in ■ <i>ESG</i>) a <i>firm's</i> website and any mobile application or other digital medium that the <i>firm</i> may be using in relation to a <i>sustainability product</i> .
<i>relevant details</i>	for a <i>UK firm</i> exercising an <i>EEA right</i> derived from the <i>IDD</i> , the details listed in regulation 17D of the <i>EEA Passport Rights Regulations</i> .
<i>relevant document</i>	(in accordance with the Financial Services and Markets Act 2000 (Service of Notices) Regulations 2001): (1) a document in relation to which a provision of or made under the <i>Act</i> (other than a provision of or made under Part IX or Part XXIV of the <i>Act</i>) requires a document of that kind to be given; or (2) where a provision of or made under the <i>Act</i> (other than a provision of or made under Part IX or Part XXIV) authorises the imposition of a requirement, a document by which such a requirement is imposed.
<i>relevant electronic lending services</i>	<i>operating an electronic system in relation to lending</i> or <i>operating an electronic system in relation to non-P2P agreements</i> .

<i>relevant existing claims management complaint</i>	a <i>complaint</i> in respect of which the <i>Financial Ombudsman Service</i> has jurisdiction by operation of article 69(1) of the Financial Services and Markets Act 2000 (Claims Management Activity) Order 2018.
<i>relevant existing credit-related complaint</i>	a complaint made under the ombudsman scheme before 1 April 2014 which was being dealt with under the <i>Consumer Credit Jurisdiction</i> .
<i>relevant existing complaint</i>	(in accordance with the Ombudsman Transitional Order) a complaint which: <ul style="list-style-type: none"> (a) was referred to a <i>former scheme</i> at any time before <i>commencement</i>, by a person who was at that time entitled, under the terms of the <i>former scheme</i>, to refer such a complaint (whether described in that scheme as the making of a complaint, the referral of a dispute, the submission of a claim, or otherwise); and (b) has not, before <i>commencement</i>, been rejected, withdrawn, settled or determined by the former Ombudsman (whether by a substantive decision, or by closure of the case without a substantive decision).
<i>relevant expenditure</i>	(in ■ MIFIDPRU 4 and ■ IPRU(INV) 11) relevant expenditure as calculated under ■ MIFIDPRU 4.5.3R.
<i>relevant financial system</i>	(in accordance with section 169A(5) of the Act (Support of overseas regulator with respect to financial stability)) a financial system including: <ul style="list-style-type: none"> (a) financial markets and exchanges; (b) activities that would be <i>regulated activities</i> if carried on in the <i>United Kingdom</i>; and (c) other activities connected with financial markets and exchanges.
<i>relevant financial undertaking</i>	any of the following: <ul style="list-style-type: none"> (1)an <i>investment firm</i>; (2)a <i>credit institution</i>; (3)a <i>financial institution</i>; (4)an <i>ancillary services undertaking</i>; or (5)a <i>tied agent</i>.
<i>relevant former scheme</i>	(as defined in article 2(2) of the <i>compensation transitionals order</i>): <ul style="list-style-type: none"> (a) in relation to a <i>pending application</i>, the <i>investment business compensation scheme</i> under which the application was made; (b) in relation to an <i>article 9 default</i>, one of the following that applied to the default before <i>commencement</i>: <ul style="list-style-type: none"> (i) the Policyholders Protection Scheme established by the Policyholders Protection Act 1975; (ii) the Deposit Protection Scheme established by Part II of the Banking Act 1987; (iii) the Building Societies Investor Protection Scheme established by

	Part IV of the Building Societies Act 1986;
	(iv) the Friendly Societies Protection Scheme established in accordance with section 141 of the Financial Services Act 1986.
<i>relevant function</i>	(in relation to a <i>UK recognised body</i>) an <i>exempt activity</i> or a <i>regulatory function</i> .
<i>relevant general insurance contract</i>	(in <i>COMP</i>) any <i>general insurance contract</i> other than: <ul style="list-style-type: none"> (a) [deleted] (b) [deleted] (c) a contract falling within any of the following classes: <ul style="list-style-type: none"> (i) <i>aircraft</i>; (ii) <i>ships</i>; (iii) <i>goods in transit</i>; (iv) <i>aircraft liability</i>; (v) <i>liability of ships</i>; (vi) <i>credit</i>.
<i>relevant information</i>	(1) [deleted] (2) (in <i>REC</i>) (in relation to an <i>investment</i>) information which is relevant to determining the current value of that <i>investment</i> or (in relation to <i>RAPs</i>) information on the terms of <i>emissions auction products</i> and the terms on which they will be auctioned on a <i>RAP</i> .
<i>relevant insurer</i>	in relation to a <i>community co-insurance operation</i> , an <i>insurer</i> which is concerned in the operation but is not the <i>leading insurer</i> .
<i>relevant investment</i>	(1) [deleted] (2) (other than in ■ COBS 4) (in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)): <ul style="list-style-type: none"> (a) a <i>contractually based investment</i>; or (b) a <i>pure protection contract</i>; or (c) a <i>general insurance contract</i>; or (d) rights to or interests in an <i>investment</i> falling within (a). (3) (in ■ COBS 4) a <i>specified investment</i> or a <i>controlled investment</i> .
<i>relevant motor finance DCA complaint</i>	(in <i>DISP</i>) has the meaning in ■ DISP App 5.1.2R .
<i>relevant new claims management complaint</i>	a <i>complaint</i> in respect of which the <i>Financial Ombudsman Service</i> has jurisdiction by operation of article 70(1) of the Financial Services and Markets Act 2000 (Claims Management Activity) Order 2018.

<i>relevant new complaint</i>	<p>(in accordance with the <i>Ombudsman Transitional Order</i>) a complaint referred to the <i>Financial Ombudsman Service</i> after <i>commencement</i> which relates to an act or omission occurring before <i>commencement</i> if:</p> <ul style="list-style-type: none"> (a) the act or omission is that of a person who was, immediately before <i>commencement</i>, subject to a <i>former scheme</i>; (b) the act or omission occurred in the carrying on by that person of an activity to which that <i>former scheme</i> applied; and (c) the complainant is eligible and wishes to have the complaint dealt with under the new scheme; <p>for the purposes of (c), where the complainant is not eligible in accordance with ■ DISP 2 (Jurisdiction of the Financial Ombudsman Service), an <i>Ombudsman</i> may, nonetheless, if he considers it appropriate, treat the complainant as eligible if he would have been entitled to refer an equivalent complaint to the <i>former scheme</i> in question immediately before <i>commencement</i>.</p>
<i>relevant new credit-related complaint</i>	<p>(in accordance with the <i>Regulated Activities Amendment Order</i>) a complaint made under the ombudsman scheme on or after 1 April 2014:</p> <ul style="list-style-type: none"> (a) which relates to an act or omission which took place before 1 April 2014; (b) which could have been dealt with under the <i>Consumer Credit Jurisdiction</i> (disregarding the effect of section 226A(2)(a) and (b) of the Act) but for the repeal of section 226A of the Act; and (c) in relation to which the complainant is eligible and wishes for the complaint to be dealt with under the <i>Financial Ombudsman Service</i>.
<i>relevant office-holder</i>	<p>a relevant office-holder as defined in section 189 of the Companies Act 1989, which is in summary:</p> <ul style="list-style-type: none"> (a) the official receiver; (b) (in relation to a company) any <i>person</i> acting as its liquidator, provisional liquidator, administrator or administrative receiver; (c) (in relation to an individual or a debtor within the Bankruptcy (Scotland) Act 1985) a trustee in bankruptcy, interim receiver of property, or permanent or interim trustee in the sequestration of an estate; (d) any <i>person</i> acting as administrator of an insolvent estate of a deceased <i>person</i>.
<i>relevant omission</i>	<p>where the <i>insurance intermediary</i> has failed to:</p> <ul style="list-style-type: none"> (a) pay monies to an <i>insurer</i>; or (b) pay monies that it has received from an <i>insurer</i>; or (c) take steps to cause a <i>contract of insurance</i> to be effected by an <i>insurer</i>.
<i>relevant overseas USRs</i>	<p>the following overseas uncertificated securities regulations:</p> <ul style="list-style-type: none"> (a) the Jersey Companies (Uncertificated Securities) (Jersey) Order 1999; (b) the Guernsey Uncertified Securities (Guernsey) Regulations 2009;

	<p>(c) the Isle of Man Companies Act 2006 Uncertificated Securities Regulations 2006; and</p> <p>(d) the Irish Companies Act 1990 (Uncertificated Securities) Regulations 1996.</p>
relevant pension guidance	has the meaning given by regulation 2(1) of the 2013 Pensions Regulations.
relevant pension scheme	<p>(1) (except in ■ COBS 19.11) a <i>pension scheme</i> or an <i>additional voluntary contribution</i>.</p> <p>(2) (in ■ COBS 19.11) a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> that has at least one <i>relevant pension scheme member</i>.</p>
relevant pension scheme member	<p>a member of a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> who is:</p> <p>(a) an <i>active pension scheme member</i>, a <i>deferred pension scheme member</i> or a <i>pension credit member</i>; and</p> <p>(b) not entitled to the present payment of pension or other benefits from their scheme.</p>
relevant person	<p>any of the following:</p> <p>(1) (in COMP) a <i>person</i> for <i>claims</i> against whom the <i>compensation scheme</i> provides cover, as defined in ■ COMP 6.2.1R;</p> <p>(2) (otherwise) any of the following:</p> <p>(a) a <i>director</i>, <i>partner</i> or equivalent, manager or <i>appointed representative</i> (or where applicable, <i>tied agent</i>) of the <i>firm</i>;</p> <p>(b) a <i>director</i>, <i>partner</i> or equivalent, or manager of any <i>appointed representative</i> (or where applicable, <i>tied agent</i>) of the <i>firm</i>;</p> <p>(c) an <i>employee</i> of the <i>firm</i> or of an <i>appointed representative</i> (or where applicable, <i>tied agent</i>) of the <i>firm</i>; as well as any other natural person whose services are placed at the disposal and under the control of the <i>firm</i> or an <i>appointed representative</i> or a <i>tied agent</i> of the <i>firm</i> and who is involved in the provision by the <i>firm</i> of <i>regulated activities</i>;</p> <p>(d) a natural person who is directly involved in the provision of services to the <i>firm</i> or its <i>appointed representative</i> (or where applicable, <i>tied agent</i>) under an <i>outsourcing</i> arrangement or (in the case of a <i>management company</i>) a delegation arrangement to third parties, for the purpose of the provision by the <i>firm</i> of <i>regulated activities</i> or (in the case of a <i>management company</i>) <i>collective portfolio management</i>.</p> <p>[Note: article 2(1) of the MiFID Org Regulation and article 3(3) of the UCITS implementing Directive]</p>
relevant policyholder	(in ■ SYSC 3.2, ■ SYSC 4.1 and ■ COBS 19.5) a member of a <i>relevant scheme</i> who is or has been a worker entitled to have contributions paid by or on behalf of his employer in respect of that <i>relevant scheme</i> . 'Worker' has the same meaning as in section 88 of the Pensions Act 2008, that is, in summary, an

	individual who has entered into or works under (a) a contract of employment, or (b) any other contract by which the individual undertakes to do work or perform services personally for another party to the contract.
<i>relevant provisions</i>	in accordance with article 36A of the <i>Regulated Activities Order</i> , articles 60C (exempt agreements: exemptions relating to the nature of the agreement), 60D (exempt agreements: exemption relating to the purchase of land for non-residential purposes), 60E (exempt agreements: exemptions relating to the nature of the lender), 60G (exempt agreements: exemptions relating to the total charge for credit) and 60H (exempt agreements: exemptions relating to the nature of the borrower) of that Order.
<i>relevant related party transaction</i>	a <i>related party transaction</i> which relates to the fees or other remuneration payable by a <i>closed-ended investment fund</i> in connection with services rendered by an <i>investment manager</i> or a member of the <i>investment manager's</i> group.
<i>relevant scheme</i>	<p>(1) (except in ■ FEES 6, ■ COBS 19.5 and ■ COBS 19.8) a <i>collective investment scheme</i> managed by an <i>EEA UCITS management company</i>.</p> <p>(2) (in ■ FEES 6) a scheme or arrangement (other than the <i>compensation scheme</i>) for the payment of compensation (in certain cases) to customers (including customers outside the <i>United Kingdom</i>) of <i>persons</i> (including <i>persons</i> outside the <i>United Kingdom</i>) who provide financial services (including financial services provided outside the <i>United Kingdom</i>) or carry on a business connected with the provision of such services.</p> <p>(3) (in <i>PRIN</i>, ■ SYSC 3.2, ■ SYSC 4.1 and ■ COBS 19.5) a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> for which direct payment arrangements are, or have been, in place, and under which contributions have been paid for two or more <i>employees</i> of the same employer. 'Direct payment arrangements' has the same meaning as in section 111A of the Pension Schemes Act 1993, that is, arrangements under which contributions fall to be paid by or on behalf of the employer towards the scheme (a) on the employer's own account (but in respect of the employee); or (b) on behalf of the employee out of deductions from the employee's earnings.</p> <p>(4)(in ■ COBS 19.8):</p> <p>(a) a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> in (3); or</p> <p>(b) a 'relevant scheme' for the purposes of regulation 25 of The Occupational Pension Schemes (Scheme Administration) Regulations 1996 (SI 1996/1715) as defined in regulation 1 of those Regulations which is, in summary, an occupational pension scheme (as defined in section 1(1) of the Pension Schemes Act 1993) that provides money purchase benefits (as defined in section 181(1) of that Act with certain exceptions).</p>
<i>relevant senior management application</i>	has the meaning in section 61(1)(b) of the <i>Act</i> (Determination of applications) which, in summary, is an application for approval to perform a <i>designated senior management function</i> in relation to the carrying on of a <i>regulated activity</i> by an <i>SMCR firm</i> .
<i>relevant sovereign debt</i>	<p>a debt issuance, issued by or on behalf of:</p> <p>(a) the government of the <i>United Kingdom</i>;</p>

	<p>(b)the Scottish Administration;</p> <p>(c)the Executive Committee of the Northern Ireland Assembly;</p> <p>(d)the National Assembly of Wales;</p> <p>(e)a member state of the <i>EU</i> that has adopted the euro as its currency;</p> <p>(f)the United States of America;</p> <p>(g)Japan;</p> <p>(h)Canada; or</p> <p>(i)Switzerland.</p>
<i>reverse takeover circular</i>	a <i>circular</i> relating to a <i>reverse takeover</i> .
<i>relevant time period</i>	for each <i>payment system</i> listed in column 1 of the table in ■ FEES 9 Annex 1R, the time period or date specified for that <i>payment system</i> in column 3 of the table.
<i>relevant transitional complaint</i>	<p>(in accordance with the <i>Mortgage and General Insurance Complaints Transitional Order</i>) a complaint referred to the <i>Financial Ombudsman Service</i> after the <i>relevant commencement date</i> which relates to an act or omission occurring before that date if:</p> <p>(a) the act or omission is that of a <i>person</i> ("R") who, at the time of that act or omission, was subject to a <i>former scheme</i>;</p> <p>(b) R was an <i>authorised person</i> on or after the <i>relevant commencement date</i>;</p> <p>(c) the act or omission occurred in the carrying on by R of an activity to which that <i>former scheme</i> applied; and</p> <p>(d) the complainant is eligible and wishes to have the complaint dealt with under the new scheme.</p>
<i>relevant transitional funeral plan complaint</i>	a <i>complaint</i> in respect of which the <i>Financial Ombudsman Service</i> has jurisdiction by operation of article 7 of the <i>Funeral Plans Order</i> .
<i>relevant UK details</i>	the details required in regulation 15 of the <i>EEA Passport Rights Regulations</i> and set out in ■ SUP 13 Annex 2 (Relevant UK details: branches of insurance undertakings).
<i>remedial direction</i>	[deleted]
<i>remediation plan</i>	a plan that is produced in accordance with ■ FPCOB 3.2.6R and ■ FPCOB 3.2.7R (including any amendments agreed with the <i>FCA</i> or imposed by the <i>FCA</i> by requirement).
<i>remuneration</i>	(1)(except where (2), (3) or (4) apply) any form of remuneration, including salaries, <i>discretionary pension benefits</i> and benefits of any kind.[Note: article 92(2) of CRD] (2)(in relation to those articles of the <i>MiFID Org Regulation</i> as applied in accordance with ■ SYSC 1 Annex 1 2.8AR, ■ SYSC 1 Annex 1 3.2-AR,

Remuneration
Code general
requirement

renewal

■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR, ■ SYSC 1 Annex 1 3.3R; ■ SYSC 19F.1.1R; ■ SYSC 19F.1.3R and ■ SYSC 19F.1.4R) all forms of payments or financial or non-financial benefits provided directly or indirectly by a *firm* to *relevant persons* in the provision of one or more of *designated investment business, ancillary activities* and *ancillary services* to *clients*. [Note: article 2(5) of the *MiFID Org Regulation*]

(3)(in ■ SYSC 19F.2, ■ PROD 4, *ICOBS* and, in relation to a *life policy*, in ■ COBS 6.1ZA) any commission, *fee*, charge or other payment, including an economic benefit of any kind or any other financial or non-financial advantage or incentive offered or given in respect of *insurance distribution activities*. [Note: article 2(1)(9) of the *IDD*]

(4)(in ■ COBS 19.1B) means any payment or benefit whatsoever:

- (a) charged to, or received from, a *retail client* (directly or indirectly); or
- (b) received by a *firm*, or by any *person* or entity connected with the *firm*; for, or in connection with, advice or other services provided by the *firm*, or by any of its *associates* that are also a *firm*.

(5)(in ■ SYSC 19F.3 and *FPCOB*) any commission, *fee*, charge or other payment, including an economic benefit of any kind or any other financial or non-financial advantage or incentive offered or given in respect of *funeral plan distribution* or *funeral plan provision activities*.

■ SYSC 19A.2.1 R.

(1) (except in ■ ICOBS 6B, ■ SUP 16.28 and ■ SUP 16 Annex 49BG) carrying forward a contract, at the point of expiry and as a successive or separate operation of the same nature as the preceding contract, between the same contractual parties.

(2)(in ■ ICOBS 6B, ■ SUP 16.28 and ■ SUP 16 Annex 49BG) the entry by a *customer* into a *general insurance contract* which:

- (a) is of the same product type as that *customer's* existing *general insurance contract*;
- (b) is obtained from the same *firm* (including an *insurer, insurance intermediary* or *managing agent*) as that *customer's* existing *general insurance contract*;
- (c) will take effect following the termination or expiry of the *customer's* existing *general insurance contract*; and
- (d) is entered:
 - (i) in response to a renewal notice sent by the *firm*; or
 - (ii) in response to any other offer, proposal or recommendation made to, or encouragement of, the *customer* by the *firm* in the knowledge that it is dealing with an existing *customer* of the *firm*; or
 - (iii) via the same *intermediary* who arranged the *customer's* existing *general insurance contract*.

	<p>For the avoidance of doubt, (d)(ii) applies where a <i>firm</i>:</p> <p>(A) knows that a <i>customer</i> holds an existing <i>general insurance contract</i> with the <i>firm</i>; and</p> <p>(B) acting on that knowledge, offers or proposes, or recommends or encourages the <i>customer</i> to consider purchasing:</p> <p>(a) a different product of the same product type; or</p> <p>(b) a product of the same product type via a different <i>channel</i>.</p>
<i>renewal price</i>	the <i>premium</i> offered by a <i>firm</i> to <i>renew</i> a <i>home insurance</i> or <i>motor insurance policy</i> . This includes where more than one <i>policy</i> is sold together as part of a package.
<i>rent-to-own agreement</i>	a <i>regulated credit agreement</i> which is a <i>hire-purchase agreement</i> or <i>conditional sale agreement</i> which provides for repayments to be made at intervals of less than one <i>month</i> , but excluding those in relation to <i>goods</i> acquired principally for business purposes or motor vehicles.
<i>repayment</i>	includes repayment of <i>credit</i> with or without any other amount.
<i>repayment claim</i>	<p>a claim for repayment made by virtue of:</p> <p>(1) sections 1(2)(b) or 2(2)(b) of the Dormant Bank and Building Society Accounts Act 2008; or</p> <p>(2) sections 2(2)(b), 5(2)(b), 5(3)(b), 8(2)(b) and 11, 12(2)(b) or 14(2)(b) of the Dormant Assets Act 2022.</p>
<i>repayment mortgage</i>	a <i>regulated mortgage contract</i> under which the <i>customer</i> is obliged to make payments of interest and capital which are designed to repay the mortgage in full over the stated term.
<i>repayment strategy</i>	the means by which the <i>customer</i> intends to repay the outstanding capital and, where applicable, pay the interest accrued under the <i>regulated mortgage contract</i> , where all or part of that contract is an <i>interest-only mortgage</i> .
<i>repo</i>	<p>(a) an agreement between a seller and buyer for the sale of <i>securities</i>, under which the seller agrees to repurchase the <i>securities</i>, or equivalent <i>securities</i>, at an agreed date and, usually, at a stated price;</p> <p>(b) an agreement between a buyer and seller for the purchase of <i>securities</i>, under which the buyer agrees to resell the <i>securities</i>, or equivalent <i>securities</i>, at an agreed date and, usually, at a stated price.</p>
<i>reportable concern</i>	<p>a concern held by any <i>person</i> in relation to the activities of a <i>firm</i>, including:</p> <p>(a) anything that would be the subject-matter of a <i>protected disclosure</i>, including breaches of <i>rules</i>;</p> <p>(b) a breach of the <i>firm's</i> policies and procedures; and</p> <p>(c) behaviour that harms or is likely to harm the reputation or financial well-being of the <i>firm</i>.</p>

<i>reportable financial instrument</i>	<p>in ■ SUP 17A, those <i>financial instruments</i> in article 26(2) of MiFIR, namely:</p> <p>(a) <i>financial instruments</i> which are admitted to trading or are traded on a <i>trading venue</i> for which a request for admission to trading has been made;</p> <p>(b) <i>financial instruments</i> where the underlying is a <i>financial instrument</i> traded on a <i>trading venue</i>; and</p> <p>(c) <i>financial instruments</i> where the underlying is an index or a basket composed of <i>financial instruments</i> traded on a <i>trading venue</i>.</p>
<i>reporting accountant</i>	<p>an accountant appointed:</p> <p>(a) by the <i>appropriate regulator</i> ; or</p> <p>(b) by a <i>firm</i> , having been nominated or approved by the <i>appropriate regulator</i> under section 166 of the Act (Reports by skilled persons); or</p> <p>(c) by an applicant for <i>Part 4A permission</i> ;</p> <p>to report on one or more aspects of the business of a <i>firm</i> or applicant, such as its financial position, including <i>internal controls</i> and reporting returns.</p>
<i>repossess</i>	(in MCOB) take possession of the property that is the subject of a <i>regulated mortgage contract</i> or <i>home purchase plan</i> .
<i>representative</i>	<p>(1) an individual who:</p> <p>(a) is appointed by a <i>firm</i>, or by an <i>appointed representative</i> of a <i>firm</i>, to carry on any of the following activities:</p> <p>(i) <i>advising on investments</i>;</p> <p>(ii) providing <i>basic advice</i> on <i>stakeholder products</i>;</p> <p>(iii) <i>arranging (bringing about) deals in investments</i>;</p> <p>(iv) dealing in investments; or</p> <p>(b) although not appointed to do so, carries on any of the activities in (i) to (iii) on behalf of a <i>firm</i> or its <i>appointed representative</i> .</p> <p>(2) (in IPRU(INV) 13 in relation to <i>designated investment business</i>) an individual appointed by a provider firm or by an <i>appointed representative</i> or <i>tied agent</i> of that <i>firm</i> to carry out either or both of the following activities:</p> <p>(a) giving <i>advice on investments</i> to <i>customers</i> on the merits of <i>packaged products</i> offered by that <i>firm</i> (or any other provider firm within the same <i>marketing group</i>); or</p> <p>(b) <i>arranging (bringing about) deals in investments</i> in relation to those products.</p> <p>(3) In (2), a provider firm is a <i>firm</i> that is:</p> <p>(a) a <i>product provider</i>; or</p> <p>(b) a <i>marketing group associate</i>.</p>

<i>representative APR</i>	an <i>APR</i> at or below which the <i>firm</i> communicating or approving the <i>financial promotion</i> reasonably expects, at the date on which the promotion is communicated or approved, that <i>credit</i> would be provided under at least 51% of the <i>credit agreements</i> which will be entered into as a result of the promotion.
<i>repurchase transaction</i>	has the meaning in article 3(9) of the <i>SFTR</i> .
<i>required percentage</i>	the <i>required percentage</i> referred to in ■ COBS 20.2.17 R is, for each <i>with-profits fund</i> : <ul style="list-style-type: none"> (a) the percentage (if any) required in respect of that fund by: <ul style="list-style-type: none"> (i) the <i>firm's</i> articles of association, registered rules or other equivalent instrument; or (ii) a relevant order made by a court of competent jurisdiction; (b) if (a) does not apply, the percentage that reflects the <i>firm's</i> established practice, if it has one; (c) if (a) and (b) do not apply, not less than 90 per cent.
<i>requirement</i>	a requirement included in a <i>firm's Part 4A permission</i> under section 55L(3) of the Act (Imposition of requirements by the FCA), section 55M(3) of the Act (Imposition of Requirements by the PRA) or section 55O of the Act (Imposition of requirements on acquisition of control).
<i>requisite details</i>	the details required in regulation 1 of the <i>EEA Passport Rights Regulations</i> and set out in ■ SUP 13 Annex 1 (Requisite details: branches).
<i>research</i>	research material or services: <ul style="list-style-type: none"> (1) concerning one or several <i>financial instruments</i> or other assets; or (2) concerning the issuers or potential issuers of <i>financial instruments</i>; or (3) closely related to a specific industry or market such that it informs views on <i>financial instruments</i>, assets or issuers within that sector, and which explicitly or implicitly recommends or suggests an investment strategy and provides a substantiated opinion as to the present or future value or price of such instruments or assets, or otherwise contains analysis and original insights and reaches conclusions based on new or existing information that could be used to inform an investment strategy or be capable of adding value to a <i>firm's</i> decisions on behalf of <i>clients</i> . [Note: recital 28 to the <i>MiFID Delegated Directive</i>]
<i>residential renovation agreement</i>	a <i>credit agreement</i> entered into on or after 21 March 2016 the purpose of which is the renovation of residential property, as described in paragraph 2a of article 2 of the <i>Consumer Credit Directive</i> , and which is not secured on land.
<i>residual CIS operator</i>	a <i>firm</i> with a <i>Part 4A permission</i> to carry on the activity specified in article 51ZE (Establishing etc. a collective investment scheme) of the <i>Regulated Activities Order</i> .
<i>residual risk</i>	(in <i>MIPRU</i>) the risk that credit risk mitigation techniques used by the <i>firm</i> prove less effective than expected.

resilience capital requirement	the capital component for <i>long-term insurance business</i> calculated in accordance with the rules in INSPRU 3.1.9G to INSPRU 3.1.26R.
respondent	<p>(1) (in <i>DISP</i>, ■ FEES 5, ■ CREDS 9 and ■ GEN 7) a <i>firm</i> (except an), <i>payment service provider</i>, <i>electronic money issuer</i>, <i>CBTL firm</i>, <i>designated credit reference agency</i>, <i>designated finance platform</i>, or <i>VJ participant</i> covered by the <i>Compulsory Jurisdiction</i> or <i>Voluntary Jurisdiction</i> of the <i>Financial Ombudsman Service</i>.</p> <p>(2) (in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, as a result of section 226 of the Act, including as applied and modified by the <i>Small and Medium Sized Business (Credit Information) Regulations</i> and the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i>:</p> <p>(a) an <i>unauthorised person</i> who was formerly a <i>firm</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when the <i>firm</i> was <i>authorised</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question;</p> <p>[deleted]</p> <p>(c) a <i>person</i> who was formerly a <i>payment service provider</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when it was a <i>payment service provider</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question;</p> <p>(d) a <i>person</i> who was formerly an <i>electronic money issuer</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when it was an <i>electronic money issuer</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question;</p> <p>(e) a <i>person</i> who was formerly a <i>designated credit reference agency</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when it was a <i>designated credit reference agency</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question;</p> <p>(ea) a <i>person</i> who was formerly a <i>CBTL firm</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when it was a <i>CBTL firm</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question; and</p> <p>(f)</p> <p>(g) a <i>person</i> who was formerly a <i>designated finance platform</i> in respect of a <i>complaint</i> about an act or omission which occurred at the time when it was a <i>designated finance platform</i>, provided that the compulsory jurisdiction rules were in force in relation to the activity in question.</p> <p>(3) (in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, in accordance with the <i>Ombudsman Transitional Order</i>, an <i>unauthorised person</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant existing complaints</i> and <i>relevant new complaints</i>.</p> <p>(4) (in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, in accordance with the <i>Mortgage and General Insurance Complaints Transitional Order</i>, a former <i>firm</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant</i></p>

	<p><i>transitional complaints.</i></p> <p>(5) (in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, in accordance with article 11 of the <i>Regulated Activities Amendment Order</i>, <i>unauthorised persons</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant existing credit-related complaints</i> and <i>relevant new credit-related complaints</i>.</p> <p>(6)(in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, in accordance with the <i>Claims Management Order</i>, an <i>unauthorised person</i> subject to the <i>Compulsory Jurisdiction</i> in relation to <i>relevant claims management complaints</i>.</p> <p>(7)(in ■ DISP 2 and ■ 3 and ■ FEES 5) includes, in accordance with the <i>Funeral Plans Order</i>, an <i>unauthorised person</i> subject to the <i>Compulsory Jurisdiction</i> in relation to a <i>relevant transitional funeral plan complaint</i>.</p>
responsible person	<p>(1) (except in <i>COMP</i>) (as defined in section 3(8) of the Child Trust Funds Act 2004) a <i>person with parental responsibility</i> in relation to a child under 16 who is not:</p> <p>(a) a local authority or, in Northern Ireland, an authority within the meaning of the Children (Northern Ireland) Order 1995 (SI 1995/755 (NI 2)); or</p> <p>(b) a <i>person</i> under 16.</p> <p>(2) (in <i>COMP</i>) (in accordance with section 3 (1) of the Compensation Act 2006) a <i>person</i> who has negligently or in breach of statutory duty caused or permitted another <i>person</i> to be exposed to asbestos (including an <i>insurer</i> of such a <i>person</i>).</p>
responsible UK parent	<p>(for the purposes of the <i>group capital test</i>) an <i>undertaking</i> ("A") in relation to which all of the following conditions are satisfied:</p> <p>(1) A is a <i>GCT parent undertaking</i>;</p> <p>(2) A is part of an <i>investment firm group</i>;</p> <p>(3) A is the <i>parent undertaking</i> of one or both of the following;</p> <p>(a)an <i>undertaking</i> established in a <i>third country</i> ("B"); or</p> <p>(b)an <i>undertaking</i> incorporated in, or with its principal place of business in, the <i>UK</i> ("C");</p> <p>(4)where (3)(a) applies, B:</p> <p>(a)is a <i>parent undertaking</i>; and</p> <p>(b)would be a <i>relevant financial undertaking</i> if B were established in the <i>UK</i>;</p> <p>(5)where (3)(b) applies, C:</p> <p>(a)is a <i>relevant financial undertaking</i>;</p> <p>(b)is a <i>parent undertaking</i>; and</p> <p>(c)is not a <i>GCT parent undertaking</i>;</p> <p>(6)A does not have a <i>subsidiary</i> that:</p> <p>(a)is a <i>GCT parent undertaking</i>; and</p>

	<p>(b) is a <i>parent undertaking</i> of:</p> <p>(i) where (3)(a) applies, B; and</p> <p>(ii) where (3)(b) applies, C.</p>
<i>restricted advice</i>	<p>(a) a <i>personal recommendation</i> to a <i>client</i> which is not <i>independent advice</i>; or</p> <p>(b) <i>basic advice</i>.</p>
<i>restricted credit</i>	a loan for which, as a result of an existing arrangement between a supplier and a <i>firm</i> , the <i>customer's</i> application to the <i>firm</i> is submitted through the supplier and the terms of the loan require that it be paid to the supplier for goods or services supplied to the <i>customer</i> , not including loans secured by a charge over land or loans or payments by <i>plastic card</i> (other than a <i>store card</i>).
<i>restricted mass market investment</i>	<p>any of the following:</p> <p>(a) a <i>non-readily realisable security</i>;</p> <p>(b) a <i>P2P agreement</i>;</p> <p>(c) a <i>P2P portfolio</i>;</p> <p>(d) a <i>unit</i> in a <i>long-term asset fund</i>;</p> <p>(e) a <i>qualifying cryptoasset</i>.</p>
<i>restricted option</i>	<p>an <i>option</i>:</p> <p>(1) that is <i>in the money</i> at the point of sale;</p> <p>(2) where the value is determined by one-to-one fluctuations in the value or price of the underlying asset; and</p> <p>(3) for which the value is not significantly affected by the time to expiry.</p>
<i>restricted speculative investments</i>	<p>any of the following <i>investments</i>:</p> <p>(1) <i>leveraged contracts for differences</i>;</p> <p>(2) <i>leveraged spread bets</i>;</p> <p>(3) <i>leveraged rolling spot forex contracts</i> (other than a <i>future</i> falling within limb (a) of the <i>Glossary</i> definition of <i>rolling spot forex contract</i>); and</p> <p>(4) <i>restricted options</i>,</p> <p>but only where such <i>investments</i> are <i>financial instruments</i>.</p>
<i>restricted-use credit agreement</i>	<p>(1) (except in <i>CONC</i>) (in accordance with section 11 of the Consumer Credit Act 1974) an agreement:</p> <p>(a) to finance a transaction between the <i>customer</i> and the <i>firm</i>, whether forming part of that agreement or not;</p> <p>(b) to finance a transaction between the <i>customer</i> and a person (the 'supplier') other than the <i>firm</i>;</p>

	<p>(c) to refinance any existing indebtedness of the <i>customer's</i>, whether to the <i>firm</i> or another <i>person</i>.</p> <p>(2) (in <i>CONC</i>) a <i>credit agreement</i>:</p> <p>(a) to <i>finance</i> a transaction between the <i>borrower</i> and the <i>lender</i>, whether forming part of that agreement or not;</p> <p>(b) to <i>finance</i> a transaction between the <i>borrower</i> and a ("the <i>supplier</i>") other than the <i>lender</i>; or</p> <p>(c) to <i>refinance</i> any existing indebtedness of the <i>borrower's</i>, whether to the <i>lender</i> or another <i>person</i>,</p> <p>and</p> <p>(d) an agreement may fall within (b) even though the identity of the <i>supplier</i> is unknown at the time the agreement is made,</p> <p>but</p> <p>(e) a <i>credit agreement</i> is not a restricted-use <i>credit</i> agreement if the credit is in fact provided in such a way as to leave the <i>borrower</i> free to use it as the <i>borrower</i> chooses, even though certain uses would contravene that or any other agreement.</p>
restriction notice	a notice served under sections 191B or 301J of the <i>Act</i> .
retail banking service	an arrangement with a <i>banking customer</i> , under which a <i>firm</i> agrees to accept a <i>deposit</i> from a <i>banking customer</i> on terms to be held in an account for that customer, and to provide services in relation to that <i>deposit</i> including but not limited to repayment to the customer.
retail client	<p>(1) (other than in relation to the provision of basic advice on stakeholder products or to <i>credit-related regulated activities</i>) in accordance with ■ COBS 3.4.1 R, a <i>client</i> who is neither a <i>professional client</i> or an <i>eligible counterparty</i>; or</p> <p>[Note: article 4(1)(11) of <i>MiFID</i>]</p> <p>(2) (in relation to the provision of <i>basic advice</i> on a <i>stakeholder product</i> and in accordance with article 52B of the <i>RAO</i>) any <i>person</i> who is advised by a <i>firm</i> on the merits of opening or buying a <i>stakeholder product</i> where the advice is given in the course of a business carried on by that <i>firm</i> and it is received by a <i>person</i> not acting in the course of a business carried on by him; or</p> <p>(3) (in relation to <i>credit-related regulated activity</i> and <i>regulated claims management activity</i>) a <i>customer</i>.</p>
retail customer	<p>(1)(other than in <i>PRIN</i> and <i>COCOM</i>) an individual who is acting for purposes which are outside their trade, business or profession. (2)(in <i>PRIN</i> and <i>COCOM</i>):</p> <p>(a)in relation to activities to which <i>BCOBS</i> applies, a <i>banking customer</i> or prospective <i>banking customer</i>;</p> <p>(b)in relation to activities to which <i>ICOBS</i> applies, a <i>policyholder</i> or prospective <i>policyholder</i>;</p> <p>(c)in relation to activities to which <i>COBS</i> applies, a <i>customer</i> who is not a</p>

	<p><i>professional client</i>;</p> <p>(d) in relation to <i>managing a UK UCITS, managing an AIF or establishing, operating or winding up a collective investment scheme</i>, a person who is a <i>unitholder</i>, an investor in an AIF or the beneficial owner of <i>units</i> or <i>shares</i> in a <i>fund</i>, excluding a <i>customer</i> who is or would be a <i>professional client</i>;</p> <p>(e) in relation to any other activities, a <i>customer</i> for the purpose of that activity;</p> <p>(f) where a <i>firm</i> is involved in a distribution chain, any <i>person</i> who is, or would be, the end <i>retail customer</i> in that distribution chain but is not a direct client of that <i>firm</i>;</p> <p>(g) where a <i>firm</i> carries out activities in relation to an <i>occupational pension scheme</i>, any <i>person</i> who is not a <i>client</i> of the <i>firm</i> but who is or would be a beneficiary in relation to <i>investments</i> held in that <i>occupational pension scheme</i>.</p> <p>■ COCON 2.4.3R modifies this definition for the purposes of COCON. [Note: article 2(d) of the <i>Distance Marketing Directive</i>] [Note: for the purposes of <i>retail customer</i> the term <i>customer</i> has the definition given for the purposes of the activity for which it is defined, or the chapter of the Handbook which applies (as relevant).]</p>
<i>retail investment</i>	<p>(a) a <i>life policy</i>; or</p> <p>(b) a <i>unit</i>; or</p> <p>(c) a <i>stakeholder pension scheme</i>; or</p> <p>(ca) a <i>personal pension scheme</i>; or</p> <p>(d) an interest in an <i>investment trust savings scheme</i>; or</p> <p>(e) a <i>structured capital-at-risk product</i>.</p>
<i>retail investment activity</i>	<p>(a) <i>advising on investments</i>;</p> <p>(b) <i>arranging (bringing about) deals in investments</i>;</p> <p>(c) <i>making arrangements with a view to transactions in investments</i>; or</p> <p>(d) <i>advising on conversion or transfer of pension benefits</i>;</p> <p>in relation to <i>retail investments</i>, except when carried on by a <i>firm</i> exclusively with or for <i>professional client</i> or <i>eligible counterparties</i> .</p>
<i>retail investment adviser</i>	<p>an <i>employee</i> who carries on activities 2, 3, 4, 6, 12 and 13 in ■ TC Appendix 1.1.1 R (other than in relation to a <i>Holloway sickness policy</i> where the <i>Holloway policy special application conditions</i> are met).</p>
<i>retail (investment) customer</i>	<p>(in relation to a <i>firm's permission</i> and the <i>Financial Services Register</i>) a <i>retail client</i>.</p>
<i>retail investment firm</i>	<p>a <i>firm</i> that has <i>permission</i> to carry on an activity which is a <i>retail investment activity</i>.</p>

retail (non-investment insurance) customer	(in relation to a <i>firm's permission</i> and the <i>Financial Services Register</i>) a <i>consumer</i> or a <i>customer</i> acting in the capacity of both a <i>consumer</i> and a <i>commercial customer</i> (see ■ ICOBs 2.1.3 G).
retail investment product	<div><div>(a) a <i>life policy</i>; or</div><div>(b) a <i>unit</i>; or</div><div>(c) a <i>stakeholder pension scheme</i> (including a <i>group stakeholder pension scheme</i>); or</div><div>(d) a <i>personal pension scheme</i> (including a <i>group personal pension scheme</i>); or</div><div>(e) an interest in an <i>investment trust savings scheme</i>; or</div><div>(f) a <i>security</i> in an <i>investment trust</i>; or</div><div>(g) any other <i>designated investment</i> which offers exposure to underlying financial assets, in a packaged form which modifies that exposure when compared with a direct holding in the financial asset; or</div><div>(h) a <i>structured capital-at-risk product</i>;</div></div> <div>whether or not any of (a) to (h) are held within an <i>ISA</i> or a <i>CTF</i>. [Note: Section 238 of the Act and ■ COBS 4.12B set out restrictions on the promotion of <i>non-mass market investments</i> to <i>retail clients</i>. See also ■ COBS 9.3.5G and ■ COBS 9A.2.22G (Investments subject to restrictions on retail distribution).]</div>
retail market business	<div>the <i>regulated activities</i> and <i>ancillary activities</i> to those activities, <i>payment services</i>, issuing <i>electronic money</i>, and activities connected to the provision of <i>payment services</i> or issuing of <i>electronic money</i>, of a <i>firm</i> in a distribution chain (including a <i>manufacturer</i> and a <i>distributor</i>) which involves a <i>retail customer</i>, but not including the following activities:</div> <div><div>(1)the <i>manufacture</i> of a <i>product</i> that is:<div><div>(a)only marketed and approved for <i>distribution</i> to non-retail customers; and</div><div>(b)not a <i>product</i> provided by Firm A to Firm B (further to an arrangement between them) to enable Firm B to <i>distribute</i> another <i>product</i> to a <i>retail customer</i>, or operate a <i>specified investment</i> held by a <i>retail customer</i>;</div></div></div><div>(2)activities carried on in relation to <i>non-retail financial instruments</i>;</div><div>(3)an <i>offer</i> and any associated promotional communications, where that <i>offer</i> is:<div><div>(a)carried on by a <i>firm</i> with or for any issuer, holder or owner of a <i>financial instrument</i> and relates to the <i>offer</i>, <i>issue</i>, underwriting, repurchase, exchange or redemption of, or the variation of the terms of that <i>financial instrument</i> or any related matter; and</div><div>(b)of a <i>financial instrument</i> which meets all the following criteria:<div><div>(i)it is when issued, traded or intended to be traded on an <i>RfE</i> or <i>trading venue</i> operated by a <i>regulated market</i>;</div></div></div></div></div></div>

	<p>(ii) it does not involve any actual or potential liability for the investor that exceeds the cost of acquiring the instrument;</p> <p>(iii) it does not incorporate a clause, condition or trigger that could fundamentally alter the nature or risk of the investment or pay out profile, such as investments that incorporate a right to convert the instrument into a different investment; or where the return of initial capital invested at the end of the investment period is linked by a pre-set formula to the performance of an index, a combination of indices, a 'basket' of selected stocks (typically from an index or indices), or other factor or combination of factors;</p> <p>(iv) it does not include any explicit or implicit exit charges that have the effect of making the investment illiquid even though there are technically frequent opportunities to dispose of, redeem or otherwise realise it;</p> <p>(v) it is not a <i>collective investment scheme</i> or an <i>AIF</i>; and</p> <p>(vi) it is not a <i>structured finance product</i>;</p> <p>[Note: paragraphs (ii) to (iv) derive from article 57 of the MiFID Org Regulation]</p> <p>(4) activities carried on in relation to <i>contracts of large risks</i> for a <i>commercial customer</i> or where the risk is located outside the <i>United Kingdom</i>;</p> <p>(5) the <i>regulated activity of administering a benchmark</i>, any <i>ancillary activity</i> to that activity and any activities undertaken by a benchmark administrator for the purpose of complying with the <i>Benchmarks Regulation</i>;</p> <p>(6) <i>insurance distribution activities</i> carried on by a <i>firm</i> in respect of a <i>group policy</i> that:</p> <p>(a) are carried on by the <i>firm</i> at the time the <i>group policy</i> is entered into or subsequently;</p> <p>(b) are for the purpose of a <i>person</i>, other than the legal holder of the <i>policy</i>, becoming a <i>policyholder</i>; and</p> <p>(c) do not involve any direct contact between the <i>firm</i> and that <i>person</i>.</p>
<i>retail pool</i>	the pool of <i>classes</i> to which the <i>FSCS</i> allocates levies as described in ■ FEES 6.5A [to follow].
<i>retail premium finance</i>	a credit agreement (whether a <i>regulated credit agreement</i> or not) entered into with a view to its use, by a <i>customer</i> who is a <i>consumer</i> , to finance all or part of the <i>premium</i> for a <i>non-investment insurance contract</i> , excluding a credit agreement where the total price to the <i>customer</i> (including any <i>APR</i> , interest, repayments, fees and charges) does not result in the <i>customer</i> paying any amount in addition to the price of the <i>policy</i> .
<i>retail revolving credit</i>	<p>a <i>regulated credit agreement</i> which is a <i>borrower-lender-supplier agreement for running-account credit</i> to finance the acquisition of goods or goods and services from:</p> <p>(1) the <i>lender</i>; or</p>

	<p>(2)from a supplier that is in a limited network of suppliers under a direct commercial agreement with the <i>lender</i>;</p> <p>and where the <i>credit</i> cannot be used for any other purpose, including an agreement for a store card but excluding an agreement for a credit card.</p>
<i>retail securitised derivative</i>	a <i>securitised derivative</i> which is not a specialist securitised derivative; in this definition, a "specialist securitised derivative" is a <i>securitised derivative</i> which, in accordance with the <i>listing rules</i> , is required to be admitted to listing with a clear statement on any disclosure document that the issue is intended for a purchase by only investors who are particularly knowledgeable in investment matters.
<i>retirement annuity</i>	an individual <i>pension policy</i> effected before 1 July 1988 by a self-employed <i>person</i> or a <i>person</i> in non-pensionable employment which was approved under Chapter III, Part XIV of the Income and Corporation Taxes Act 1988 (when sections 618 to 628 of that Chapter were in force).
<i>retirement date</i>	<p>(in ■ COBS 19.11) means:</p> <p>(a)the age (according to the most recent recorded information available to the <i>firm</i>) when a <i>relevant pension scheme member</i> intends to retire, or to access their pension savings in a <i>relevant pension scheme</i> using a pension decumulation product, whichever is the earlier; or</p> <p>(b)if there is no such age recorded by the <i>firm</i>, the date specified by the <i>firm</i>.</p>
<i>retirement fund</i>	the amount which will be available, at the date on which the investor retires, for the provision of benefits.
<i>retirement interest-only mortgage</i>	<p>an <i>interest-only mortgage</i>:</p> <p>(1)which requires the interest accruing under it to be repaid in full over the stated term;</p> <p>(2)entry into which is restricted to older <i>customers</i> above a specified age; and</p> <p>(3)under which the lender is not entitled to seek full repayment of the loan until the occurrence of one or more of the <i>specified life events</i>, unless the customer breaches their contractual obligations (including any obligation to pay interest during the term) in a way which allows the lender to terminate the agreement.</p>
<i>return</i>	the documents required (taken together) to be deposited under <i>IPRU(INS)</i> rule 9.6(1).
<i>reverse takeover</i>	(in <i>UKLR</i>) has the meaning given in ■ UKLR 7.1.4R.
<i>reversion activity</i>	<p>any of the <i>regulated activities</i> of:</p> <p>(a) <i>arranging (bringing about) a home reversion plan</i> (article 25B(1));</p> <p>(b) <i>making arrangements with a view to a home reversion plan</i> (article 25B(2));</p> <p>(c) <i>advising on a home reversion plan</i> (article 53B);</p>

	<p>(d) <i>entering into a home reversion plan</i> (article 63B(1));</p> <p>(e) <i>administering a home reversion plan</i> (article 63B(2)); or</p> <p>(f) <i>agreeing to carry on a regulated activity</i> in (a) to (e) (article 64).</p>
<i>reversion administrator</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>administering a home reversion plan</i> .
<i>reversion adviser</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>advising on a home reversion plan</i> .
<i>reversion arranger</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>arranging a home reversion plan</i> .
<i>reversion intermediary</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on a <i>reversion mediation activity</i> .
<i>reversion mediation activity</i>	<p>any of the following <i>regulated activities</i>:</p> <p>(a) <i>arranging (bringing about) a home reversion plan</i> (article 25B(1));</p> <p>(b) <i>making arrangements with a view to a home reversion plan</i> (article 25B(2));</p> <p>(c) <i>advising on a home reversion plan</i> (article 53B); or</p> <p>(d) <i>agreeing to carry on a regulated activity</i> in (a) to (c) (article 64).</p>
<i>reversion occupier</i>	<p>the individual (or trustees), specified in article 63B(3) of the <i>Regulated Activities Order</i>, who in summary:</p> <p>(a) is (or are) the <i>person</i> (or <i>persons</i>) from whom all or part of an interest in land is bought as part of an arrangement comprising a <i>home reversion plan</i>; and</p> <p>(b)</p> <p>(i) in the case of an individual, is entitled under the arrangement to occupy at least 40% of the land in question as or in connection with a dwelling and intends to do so; or</p> <p>(ii) in the case of trustees, are trustees of a trust a beneficiary of which is an individual described in (i).</p>
<i>reversion provider</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) for <i>entering into a home reversion plan</i> .
<i>RIE</i>	<i>recognised investment exchange</i> .
<i>right of set-off</i>	<p>(in <i>BCOBS</i>) any right of a <i>firm</i>, whether under a contract for a <i>retail banking service</i> or the general law, to set off or combine:</p> <p>(a) any debt due from a <i>consumer</i>; or</p> <p>(b) any debit balance on an account held by a <i>consumer</i>;</p> <p>against or with:</p> <p>(c) any sum payable by the <i>firm</i> to the <i>consumer</i>; or</p> <p>(d) any credit balance on an account held by the <i>consumer</i>;</p>

	that has the effect of reducing, discharging or extinguishing the <i>firm's</i> liability to the <i>consumer</i> or the credit balance on the account held by the <i>consumer</i> .
<i>rights issue</i>	(in UKLR and ■ DTR 5) an offer to existing <i>security</i> holders to subscribe or purchase further <i>securities</i> in proportion to their holdings made by means of the issue of a renounceable letter (or other negotiable document) which may be traded (as "nil paid" rights) for a period before payment for the <i>securities</i> is due.
<i>rights to or interests in investments</i>	the <i>investment</i> , specified in article 89 of the <i>Regulated Activities Order</i> (Rights to or interests in investments), which is in summary: any right to or interest in any other <i>specified investment</i> , but excluding: <ul style="list-style-type: none"> (a) interests under the trusts of an <i>occupational pension scheme</i>; (b) rights to or interests in a <i>contract of insurance</i> of the kind referred to in paragraph (1)(a) of article 60 of the <i>Regulated Activities Order</i> (Plans covered by insurance or trust arrangements), or interests under a trust of the kind referred to in paragraph 1(b) of article 60 of the <i>Regulated Activities Order</i> (Plans covered by insurance or trust arrangements); (c) any other <i>specified investment</i>.
<i>RFB</i>	<i>ring-fenced body</i> .
<i>RFCCBS</i>	the FCA Registration Function under the Co-operative and Community Benefit Societies Act 2014 Guide.
<i>ring-fenced body</i>	has the meaning in Section 142A of the Act.
<i>ring-fencing</i>	the <i>UK ring-fencing</i> regime as provided for in the Act, including any statutory instruments and related <i>FCA rules</i> .
<i>ring-fencing fees group</i>	a banking group, or part of a banking group, which (i) has submitted forecasts to the <i>PRA</i> indicating that, from 1 January 2019, it will not meet the <i>core deposit</i> level condition in article 12 of the FSMA (Ring-fenced Bodies and Core Activities) Order 2014 and (ii) has been notified by the <i>FCA</i> between 1 May 2016 and 1 May 2017 that a fee relating to the implementation of <i>ring-fencing</i> will be payable by one or more members of its group.
<i>ring-fencing implementation fee(s)</i>	the fee or fees in ■ FEES 4 Annex 2BR(2).
<i>risk capital margin</i>	the risk capital margin for a <i>with-profits fund</i> calculated in accordance with the <i>rules</i> in INSPRU 1.3.43R to INSPRU 1.3.103G.
<i>risk concentration</i>	all risk exposures with a loss potential which is large enough to threaten the solvency or the financial position in general of the <i>regulated entities</i> in the <i>financial conglomerate</i> , whether such exposures are caused by counterparty risk/credit risk, investment risk, insurance risk, market risk, other risks, or a combination or interaction of these risks.[Note: article 2(19) of the <i>Financial Groups Directive</i> (Definitions)]

<i>risk control requirements for SMCR firms</i>	any of the following requirements: (a) ■ SYSC 3 (Systems and Controls) insofar as it relates to risk controls; (b) ■ SYSC 7.1.6R, ■ SYSC 7.1.21R and ■ SYSC 7.1.22R; (c) ■ COLL 6.11 (Risk control and internal reporting); (d) article 23 of the <i>MiFID Org Regulation</i> (Risk management); (e) article 23(2) of the <i>MiFID Org Regulation</i> (as applied in accordance with ■ SYSC 1 Annex 1 2.8AR, ■ SYSC 1 Annex 1 3.2-AR, ■ SYSC 1 Annex 1 3.2-BR, ■ SYSC 1 Annex 1 3.2CR and ■ SYSC 1 Annex 1 3.3R); or (f) articles 38 to 45 of the <i>AIFMD level 2 regulation</i> (Risk management).
<i>risk limit system</i>	(in <i>COLL</i>) a documented system of internal limits concerning the measures used by a <i>management company</i> to manage and control the relevant risks for each <i>UCITS</i> it manages, taking into account all the risks which may be material to the <i>UCITS</i> , including, but not limited to, <i>liquidity risk</i> , <i>counterparty risk</i> , <i>market risk</i> and <i>operational risk</i> , ensuring consistency with the <i>UCITS</i> ' risk profile.[Note: article 38(1) and 40(2)(d) of the <i>UCITS implementing Directive</i>]
<i>risk management framework</i>	the framework required by ■ COBS 18.12.18R.
<i>Risk Transformation Regulations</i>	the Risk Transformation Regulations 2017 (SI 2017/ 1212).
<i>risk weight</i>	(1) [deleted] (2) (for an <i>exposure</i> under <i>MIPRU</i>) a degree of risk expressed as a percentage assigned to that <i>exposure</i> in accordance with ■ MIPRU 4.2A.10 R to ■ MIPRU 4.2A.12 R, and ■ MIPRU 4.2A.17 R.
<i>risk weighted exposure amount</i>	(1) [deleted] (2) (for an <i>exposure</i> under <i>MIPRU</i>) the <i>credit risk capital requirement</i> under ■ MIPRU 4.2A.4 R after application of a <i>risk weight</i> .
<i>RMAR</i>	(in <i>SUP</i>) a Retail Mediation Activities Return, containing data specified in ■ SUP 16 Annex 18A and relevant to the <i>firm's</i> type and <i>regulated activities</i> .
<i>ROIE</i>	<i>recognised overseas investment exchange</i> .
<i>rolling spot forex contract</i>	either of the following: (a) a <i>future</i> , other than a <i>future</i> traded or expressed to be as traded on a <i>recognised investment exchange</i> , where the property which is to be sold under the contract is foreign exchange or sterling; or (b) a <i>contract for differences</i> where the profit is to be secured or loss avoided by reference to fluctuations in foreign exchange; and in either case where the contract is entered into for the purpose of speculation.
<i>rolling stock method</i>	a method for performing a <i>physical asset reconciliation</i> , as described in ■ CASS 6.6.28 R.
<i>RPI</i>	the Retail Prices Index.

<i>RPPD</i>	the Regulatory Guide which contains a statement of the responsibilities of providers and distributors for the fair treatment of <i>customers</i> .
<i>RRD</i>	Directive 2014/59/EU of the European Parliament and of the Council of 15 May 2014 establishing a framework for the recovery and resolution of credit institutions and investment firms and amending the directives and regulations set out in that directive (http://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=OJ:JOL_2014_173_R_0008&from=EN).
<i>RSRB permission</i>	(in <i>FEES</i>) an <i>authorisation</i> to carry on one or more <i>regulated sale and rent back activities</i> .
<i>rule</i>	(in accordance with section 417(1) of the Act (Definitions)) a rule made by the <i>FCA</i> or the <i>PRA</i> under the Act (including as applied by the <i>Payment Services Regulations</i> and the <i>Electronic Money Regulations</i>), including: <ul style="list-style-type: none"> (a) a <i>Principle</i>; and (b) an <i>evidential provision</i>.
<i>running-account credit</i>	<p>(1) (except in <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) (in accordance with section 10(1)(a) of the Consumer Credit Act 1974) a facility under a contract by which the <i>customer</i> is enabled to receive from time to time (whether in their own person, or by another person) from the <i>firm</i> or a third party cash, goods and services (or any of them) to an amount or value such that, taking into account payments made by or to the credit of the customer, the credit limit (if any) is not at any time exceeded.</p> <p>(2) (in <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) a facility under a <i>credit agreement</i> under which the <i>borrower</i> or another <i>person</i> is enabled to receive from time to time from the <i>lender</i> or a third party <i>cash, goods</i> or services to an amount or value such that, taking into account <i>payments</i> made by or to the credit of the <i>borrower</i>, the <i>credit limit</i> (if any) is not at any time exceeded.</p>
<i>RVECA</i>	a qualifying venture capital fund (as defined in the <i>RVECA Regulation</i>).
<i>RVECA manager</i>	the manager of a qualifying venture capital fund (as defined in the <i>RVECA Regulation</i>) that is registered in accordance with article 14 of the <i>RVECA Regulation</i> .
<i>RVECA Regulation</i>	the <i>UK</i> version of Regulation (EU) No 345/2013 of the European Parliament and the Council of 17 April 2013 on European venture capital funds, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .

Glossary - S

<i>safe custody investment</i>	a <i>designated investment</i> , which is not the property of the <i>firm</i> , but for which the <i>firm</i> , or any <i>nominee company</i> controlled by the <i>firm</i> or by its <i>associate</i> , is accountable; which has been paid for in full by the <i>client</i> ; and which ceases to be a <i>safe custody investment</i> when the <i>firm</i> has disposed of it in accordance with a valid instruction.
<i>safeguarded-flexible benefits risk warning</i>	A written communication to a member of a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i> which is required by Regulation 8A of the Pension Schemes Act 2015 (Transitional Provisions and Appropriate Independent Advice) Regulations 2015 (SI 2015/742).
<i>safeguarding and administering investments</i>	the <i>regulated activity</i> , specified in article 40 of the <i>Regulated Activities Order</i> (Safeguarding and administering investments), which is in summary: the safeguarding of assets belonging to another and the administration of those assets, or arranging for one or more other <i>persons</i> to carry on that activity, where: <ul style="list-style-type: none"> (a) the assets consist of or include any <i>security</i> or <i>contractually based investment</i> (that is, any <i>designated investment</i> (other than a <i>P2P agreement</i>), <i>funeral plan contract</i> or right to or interest in a <i>funeral plan contract</i>); or (b) the arrangements for their safeguarding and administration are such that the assets may consist of or include <i>designated investments</i> (other than <i>P2P agreements</i>), and either the assets have at any time since 1 June 1997 done so, or the arrangements have at any time (whether before or after that date) been held out as ones under which <i>designated investments</i> (other than <i>P2P agreements</i>) would be safeguarded and administered.
<i>safeguarding and administration of assets (without arranging)</i>	that part of <i>safeguarding and administering investments</i> which consists of both: <ul style="list-style-type: none"> (a) the safeguarding of assets belonging to another; and (b) the administration of those assets.
<i>safe custody asset</i>	<ul style="list-style-type: none"> (a) in relation to <i>MiFID business</i>, a <i>financial instrument</i>; or (b) in relation to <i>safeguarding and administering investments</i> that is not <i>MiFID business</i>, a <i>safe custody investment</i>; or (c) when acting as trustee or depositary of an <i>AIF</i>, an <i>AIF custodial asset</i> ; or (d) in relation to <i>excluded custody activities</i> carried on by a <i>small AIFM</i>, a <i>safe custody investment</i>; or (e) when acting as depositary of a <i>UCITS</i>, a <i>UCITS custodial asset</i>.
<i>safeguarded benefits</i>	has the meaning given in section 48(8) of the Pension Schemes Act 2015 which is benefits other than money purchase benefits and cash balance benefits.
<i>sale</i>	(in <i>COLL</i>) (in relation to <i>units</i> in an <i>authorised fund</i>) the sale of <i>units</i> by the <i>authorised fund manager</i> as <i>principal</i> .

<i>sale price</i>	(in <i>COLL</i>) the <i>price</i> payable to the <i>authorised fund manager</i> for each <i>unit</i> it <i>sells</i> to a <i>Unitholder</i> , calculated in accordance with ■ <i>COLL 6.3</i> (Valuation and pricing).
<i>sale shortfall</i>	the outstanding amount due to the <i>home finance provider</i> , under a <i>home finance transaction</i> , following the sale of the property that is its subject.
<i>sales contract</i>	(as defined in regulation 5 of the <i>ADR Regulations</i>) a contract under which a <i>trader</i> transfers or agrees to transfer the ownership of goods to a <i>consumer</i> , and the <i>consumer</i> pays or agrees to pay the price, including any contract that has both goods and services as its object.[Note: article 4(1) of the <i>ADR Directive</i>]
<i>sanctioned investment</i>	an asset or <i>investment</i> any dealing in which (whether directly or indirectly) would contravene the financial sanctions regimes of any one or more of Canada, the <i>EU</i> , France, Germany, Italy, Japan, the <i>United Kingdom</i> or the United States of America, as those sanctions regimes relate to Russia. [Note: The <i>UK's</i> financial sanctions regime relating to Russia is set out in the Russia (Sanctions) (EU Exit) Regulations 2019.]
<i>side pocket class</i>	has the meaning given in ■ <i>COLL 7.8.5R(3)</i> (Side pocket classes).
<i>side pocket property</i>	the <i>scheme property</i> which is allocated to a <i>side pocket class</i> in accordance with ■ <i>COLL 7.8.5R(2)(a)</i> (Side pocket classes) and ■ <i>COLL 7.8.30R(3)</i> (Modified application of <i>COLL 6.2</i> (Dealing)).[Note: See also ■ <i>COLL 7.8.8G</i> (Allocation of scheme property to a side pocket class).]
<i>savings account</i>	an account, other than an account relating to a <i>structured deposit</i> , held for a <i>banking customer</i> :(a)on terms that interest or a dividend is to be paid on money standing to the credit of the account; and(b)which is not used for the execution of day-to-day payment transactions to third parties.
<i>SCA RTS</i>	technical standards on strong customer authentication and common and secure methods of communication made by the <i>FCA</i> under Regulation 106A of the <i>Payment Services Regulations</i> .
<i>scheme</i>	<p>(1) (except in <i>COBS</i> , <i>CASS</i> and <i>SUP</i>) a <i>collective investment scheme</i>.</p> <p>(2) (in <i>COBS</i> , <i>CASS</i> and <i>SUP</i>)</p> <p>(a) a <i>regulated collective investment scheme</i> ;</p> <p>(b) an <i>investment trust</i> where the relevant <i>shares</i> have been, or will be, acquired through an <i>investment trust savings scheme</i> ;</p> <p>(c) an <i>investment trust</i>, if:</p> <p>(i) the relevant <i>shares</i> will be held in a <i>wrapper</i> or <i>personal pension scheme</i>; and</p> <p>(ii) the trust and the <i>wrapper</i> or <i>personal pension scheme</i> will be promoted together;</p> <p>(d) (in <i>COBS 18.5</i>) in addition to (a), (b) and (c), an <i>unregulated collective investment scheme</i>.</p>
<i>scheme management activity</i>	the management by an <i>operator</i> of the property held for or within the <i>scheme</i> of which it is the <i>operator</i> , excluding the receiving and holding of <i>client money</i> and <i>safeguarding and administering investments</i> .

<i>scheme of arrangement</i>	<p>(in <i>COLL</i>) an arrangement relating to an <i>authorised fund</i> ("transferor fund") or to a <i>sub-fund</i> of a <i>scheme</i> that is an <i>umbrella</i> ("transferor sub-fund") under which:</p> <p>(a) either:</p> <ul style="list-style-type: none"> (i) all or part of the property of the transferor fund, or all or part of the property attributed to the transferor <i>sub-fund</i>, is to become the property of one or more <i>regulated collective investment schemes</i> ("transferee schemes"); or (ii) all or part of the property attributed to the transferor <i>sub-fund</i> is to become part of the property attributed to one or more other <i>sub-funds</i> of the same <i>umbrella</i> ("transferee sub-funds"); and <p>(b) holders of <i>units</i> in the transferor fund or transferor <i>sub-fund</i>, the property of which is being transferred or reattributed under (a), are to receive, in exchange for their respective interests in that property, either:</p> <ul style="list-style-type: none"> (i) <i>units</i> in the transferee <i>scheme</i> or one or more of the transferee <i>schemes</i>, to which the property is transferred; or (ii) <i>units</i> in the transferee <i>sub-fund</i> or one or more of the transferee <i>sub-funds</i>, to which the property is reattributed. <p>This arrangement includes an arrangement that constitutes a <i>domestic UCITS merger</i>.</p>
<i>scheme of operations</i>	<p>a scheme which:</p> <ul style="list-style-type: none"> (a) describes the nature of the risks which the <i>insurer</i> is underwriting, or intends to underwrite, and the guiding principles which it intends to follow in reinsuring or covering those risks; and (b) contains the information required under ■ SUP App 2.12.1 R (Content of a scheme of operations).
<i>scheme particulars</i>	a <i>document</i> containing information about a <i>regulated collective investment scheme</i> .
<i>scheme pension</i>	a scheme pension, as defined in paragraph 2 of Schedule 28 to the Finance Act 2004, which is in summary a pension payable until a pension scheme member's death, or until the later of the member's death and the end of a term not exceeding 10 years.
<i>scheme property</i>	<ul style="list-style-type: none"> (a) (in relation to an <i>ICVC</i>) the property subject to the <i>collective investment scheme</i> constituted by it; (b) (in relation to an <i>AUT</i> or <i>ACS</i>) the <i>capital property</i> and the <i>income property</i>.
<i>scheme report</i>	(in ■ SUP 18) the report on the terms of an <i>insurance business transfer scheme</i> required by section 109 of the <i>Act</i> (Scheme reports).
<i>SCLG</i>	the Office of Fair Trading's Second Charge Lending Guidance.
<i>scope of basic advice</i>	the basis on which a <i>firm</i> gives <i>basic advice</i> on <i>stakeholder products</i> , that is, with reference to the <i>stakeholder products</i> of one, or more than one, <i>stakeholder product provider</i> .

<i>scope of advice, scope</i>	<p>the basis on which <i>personal recommendations on packaged products</i> is given by a <i>firm</i>, that is, one of the following:</p> <ul style="list-style-type: none"> (1) the whole market (or the whole of a named sector of the market); or (2) a limited number of <i>product providers</i>; or (3) a single <i>company</i> or single group of <i>companies</i>. <p>References to a <i>firm's scope of personal recommendations of packaged products</i> include, where the context requires, a reference to the scope of <i>personal recommendations</i> of the <i>firm's appointed representatives</i> or, where applicable, <i>tied agent</i>.</p>
SCR	means the solvency capital requirement calculated in accordance with the Solvency Capital Requirement - General Provisions; Standard Formula; and Internal Models Parts of the PRA Rulebook: Solvency II Firms.
SDL	(in <i>BSOCS</i>) the total of share and deposit liabilities, excluding amounts that qualify as <i>own funds</i> but including accrued interest not yet payable.
<i>second charge lender</i>	a <i>mortgage lender</i> who grants, or promises to grant, a <i>second charge regulated mortgage contract</i> .
<i>second charge regulated mortgage contract</i>	a <i>regulated mortgage contract</i> which is not a <i>first charge legal mortgage</i> .
<i>Second Non-Life Directive</i>	the Council Directive of 22 June 1988 on the coordination of laws, etc and laying down provisions to facilitate the effective exercise of freedom to provide services and amending Directive 73/239/EEC (No 88/357/EEC).
<i>secondary material</i>	<p>(as more fully described in section 394 of the Act (Access to FCA or PRA material)) material, other than that which the <i>appropriate regulator</i> relied on in reaching its decision, which:</p> <ul style="list-style-type: none"> (a) the <i>appropriate regulator</i> considered in reaching its decision; or (b) the <i>appropriate regulator</i> obtained in connection with, that is, in the investigation of, the matter in question.
<i>secondary pooling event</i>	<ul style="list-style-type: none"> (1) [deleted] (2) (in ■ CASS 5) an event that occurs in the circumstances described in ■ CASS 5.6.14 R (Failure of a bank, other broker or settlement agent: secondary pooling events). (3) (in ■ CASS 7 and ■ CASS 7A) an event that occurs in the circumstances described in ■ CASS 7A.3.1R (Failure of a bank, intermediate broker, settlement agent, or OTC counterparty, exchange or clearing house: secondary pooling events). (4) (in ■ CASS 11) an event that occurs in the circumstances described in ■ CASS 11.13.10 R.

	(5)(in ■ CASS 13) an event that occurs in the circumstances described in ■ CASS 13.11.11R.
<i>secondary pooling shortfall</i>	<p>(in ■ CASS 7A.3) the amount by which the <i>client money</i> held by a <i>firm</i> is:</p> <p>(a)insufficient to satisfy the claims of the <i>firm's clients</i> in respect of that <i>money</i>, or</p> <p>(b)not immediately available to satisfy such claims,</p> <p>in either case following the <i>failure</i> of a <i>person</i> at which <i>client money</i> of the <i>firm</i> had been held under ■ CASS 7.13.3R(1) to ■ CASS 7.13.3R(3) (Depositing client money) or ■ CASS 7.14.2R (Client money held by a third party).</p>
<i>section 43 capital requirements</i>	the financial supervision requirements of the <i>FSA</i> for the purposes of the listing arrangements made under section 43 of the Financial Services Act 1986.
<i>section 178 notice</i>	(in accordance with section 178(3) of the <i>Act</i>) a notice given to the <i>appropriate regulator</i> under section 178 of the <i>Act</i> .
<i>sectoral rules</i>	<p>(in relation to a <i>financial sector</i>) rules and requirements relating to the prudential supervision of <i>regulated entities</i> applicable to <i>regulated entities</i> in that <i>financial sector</i> as follows:</p> <p>(a) (for the purposes of ■ GENPRU 3.1.12 R (Definition of financial conglomerate: Solvency requirement)) <i>UK prudential sectoral legislation</i> for that <i>financial sector</i> together with as appropriate the rules and requirements in (c);</p> <p>(b) (for the purpose of calculating <i>solo capital resources</i> and a <i>solo capital resources requirement</i>):</p> <p>(i) (to the extent provided for in paragraphs 6.4 to 6.6 of ■ GENPRU 3 Annex 1R) rules and requirements that are referred to in those paragraphs; and</p> <p>(ii) the rules and requirements in (c); or</p> <p>(c) (for all other purposes) rules and requirements of the <i>appropriate regulator</i> and so that:</p> <p>(i) (in relation to consolidated supervision for any <i>financial sector</i>) those requirements include ones relating to the form and extent of consolidation;</p> <p>(ii) (in relation to any <i>financial sector</i>) those requirements include ones relating to the eligibility of different types of capital;</p> <p>(iii) (in relation to any <i>financial sector</i>) those requirements include both ones applying on a solo basis and ones applying on a consolidated basis; and</p> <p>References to the appropriate regulator's <i>sectoral rules</i> are to <i>sectoral rules</i> in the form of <i>rules</i> and, as applicable, the <i>UK CRR</i>.</p>

<i>secured debt</i>	<p>a debt fully secured on:</p> <ul style="list-style-type: none"> (a) assets whose value at least equals the amount of debt; or (b) a letter of credit or guarantee from an <i>approved counterparty</i>.
<i>secured lending</i>	lending where the <i>mortgage lender</i> takes security on land for the loan provided to the <i>customer</i> .
<i>securities and futures firm</i>	<p>a <i>firm</i> whose <i>permitted activities</i> include <i>designated investment business</i> or <i>bidding in emissions auctions</i>, which is not an <i>authorised professional firm</i>, <i>bank</i>, <i>MIFIDPRU investment firm</i>, <i>building society</i>, <i>collective portfolio management firm</i>, <i>credit union</i>, <i>friendly society</i>, <i>ICVC</i>, <i>insurer</i>, <i>media firm</i> or <i>service company</i>, whose permission does not include a <i>requirement</i> that it comply with ■ IPRU(INV) 5 (Investment management firms) or 13 (Personal investment firms), and which is within (a), (b), (c), (d), (e), (f), (g) or (ga):</p> <ul style="list-style-type: none"> (a) a <i>firm</i> (other than one falling within (d)): <ul style="list-style-type: none"> (i) which was a member of <i>SFA</i> immediately before <i>commencement</i>; and (ii) which was not, immediately before <i>commencement</i>, subject to the financial supervision requirements of the <i>FSA</i> (under section 43 of the Financial Services Act 1986), or <i>PIA</i> or <i>IMRO</i> (under lead regulation arrangements); (b) a <i>firm</i> whose <i>permission</i> includes a <i>requirement</i> that it comply with ■ IPRU(INV) 3 (Securities and futures firms); (c) a <i>firm</i>: <ul style="list-style-type: none"> (i) which was given a <i>Part 4A permission</i> after <i>commencement</i>, or which was authorised under section 25 of the Financial Services Act 1986 immediately before <i>commencement</i> and not a member of <i>IMRO</i>, <i>PIA</i> or <i>SFA</i>; and (ii) for which the most substantial part of its gross income (including commissions) from the <i>designated investment business</i> included in its <i>Part 4A permission</i> is derived from one or more of the following activities (based, for a <i>firm</i> given a <i>Part 4A permission</i> after <i>commencement</i>, on the business plan submitted as part of the <i>firm's</i> application for <i>permission</i> or, for a <i>firm</i> authorised under section 25 of the Financial Services Act 1986, on the <i>firm's financial year</i> preceding its <i>authorisation</i> under the Act): <ul style="list-style-type: none"> (A) an activity carried on as a member of an exchange; (B) making a market in <i>securities</i> or <i>derivatives</i>; (C) <i>corporate finance business</i>; (D) <i>dealing</i> (excluding, in the case of a <i>home finance provider</i>, <i>dealing as principal</i> in <i>contractually based investments</i> where this activity is carried out for risk management purposes and would have been excluded under article 16 of the <i>Regulated Activities Order</i> if the <i>firm</i> were an <i>unauthorised person</i> or under article 19 of the <i>Regulated Activities Order</i>), <i>arranging (bringing about) deals in investments</i> or <i>making arrangements</i>

	<p>with a view to transactions in investments, in securities or derivatives;</p> <p>(E) the provision of clearing services as a <i>clearing firm</i>;</p> <p>(F) <i>managing investments</i>, where those <i>investments</i> are primarily <i>derivatives</i>;</p> <p>(G) activities relating to <i>spread bets</i>;</p> <p>(d) a <i>firm</i> that is:</p> <p>(i) an ex-section 43 firm which was not authorised under the Financial Services Act 1986 immediately before <i>commencement</i>; or</p> <p>(ii) an ex-section 43 lead regulated firm;</p> <p>(e) an <i>energy market participant</i>;</p> <p>(f) an <i>oil market participant</i>;</p> <p>(g) [deleted]</p> <p>(ga) [deleted]</p> <p>(h) a firm to which paragraph 1(k) of Schedule 3 to the <i>Regulated Activities Order</i> applies, whose <i>permitted activities</i> include <i>bidding in emissions auctions</i>.</p>
securities financing transaction	<p>(1) (in <i>COBS</i>) an instance of stock lending or stock borrowing or the lending or borrowing of other <i>financial instruments</i>, a repurchase or reverse repurchase transaction, or a buy-sell back or sell-buy back transaction.(1A) (in <i>COLL</i>, <i>DEPP</i>, <i>EG</i>, <i>FEES</i> and <i>FUND</i>) a transaction defined in article 3(11) of the <i>Securities Financing Transactions Regulation</i> as follows:</p> <p>(a) a repurchase transaction, as defined in article 3(9) of that regulation;</p> <p>(b) securities or commodities lending and securities or commodities borrowing as defined in article 3(7) of that regulation;</p> <p>(c) a buy-sell back transaction or sell-buy back transaction as defined in article 3(8) of that regulation; and</p> <p>(d) a margin lending transaction as defined in article 3(10) of that regulation.</p> <p>(1B)(in <i>CASS</i> and <i>MIFIDPRU</i>) a securities financing transaction as defined in article 3(11) of the <i>SFTR</i>. [Note: article 1(3) of the <i>MiFID Delegated Directive</i>] (2) (in any other case) any of the following:</p> <p>(a) a <i>repurchase transaction</i>; or</p> <p>(b) a <i>securities or commodities lending or borrowing transaction</i>; or</p> <p>(c) a <i>margin lending transaction</i>.</p>
Securities Financing Transactions Regulation	the UK version of Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012, which is part of UK law by virtue of the <i>EUWA</i> .
SFTR	<i>Securities Financing Transactions Regulation</i> .

SFTR (EU Exit) Regulations	the Transparency of Securities Financing Transactions and of Reuse (Amendment) (EU Exit) Regulations 2019 (SI 2019/542)
securities note	(in Part 6 rules) a securities note referred to in article 6(3) of the <i>Prospectus Regulation</i> .
securities or commodities lending or borrowing transaction	a transaction that falls within the definition in article 3(7) of the <i>SFTR</i> .
securitisation	<p>(1) (subject to (2) and (3)) a process by which assets are sold to a bankruptcy-remote <i>special purpose vehicle</i> in return for immediate cash payment and that vehicle raises the immediate cash payment through the issue of debt securities in the form of tradable notes or commercial paper.</p> <p>(2) (in ■ MIPRU 4) a transaction or scheme whereby the credit risk associated with an <i>exposure</i> or pool of <i>exposures</i> is tranching having the following characteristics:</p> <p>(a) payments in the transaction or scheme are dependent upon the performance of the <i>exposure</i> or pool of <i>exposures</i>; and</p>

	<p>(b) the subordination of <i>tranches</i> determines the distribution of <i>losses</i> during the ongoing life of the transaction or scheme.</p> <p>[Note: article 4(36) of the Banking Consolidation Directive (Definitions)]</p> <p>(3) [deleted]</p> <p>(4)(in ■ FEES 4 Annex 16R Part 3, item J.3) has the same meaning as in article 2(1) of the <i>Securitisation Regulation</i>.</p>
<i>Securitisation (Amendment) (EU Exit) Regulations</i>	the <i>Securitisation (Amendment) (EU Exit) Regulations 2019 (SI 2019/660)</i>
<i>securitised derivative</i>	an <i>option</i> or <i>contract for differences</i> which, in either case, is <i>listed</i> under ■ UKLR 18 of the <i>listing rules</i> (including such an <i>option</i> or <i>contract for differences</i> which is also a <i>debenture</i>).
<i>securitisation position</i>	<p>(1) (in <i>MIPRU</i>) an <i>exposure</i> to a <i>securitisation</i> within the meaning of paragraph (2) of the definition of <i>securitisation</i>; and so that:</p> <p>(a) where there is an <i>exposure</i> to different <i>tranches</i> in a <i>securitisation</i>, the <i>exposure</i> to each <i>tranche</i> must be considered as a separate <i>securitisation position</i>;</p> <p>(b) the providers of credit protection to <i>securitisation positions</i> must be considered to hold positions in the <i>securitisation</i>; and</p> <p>(c) <i>securitisation positions</i> include <i>exposures</i> to a <i>securitisation</i> arising from interest rate or currency derivative contracts.</p> <p>[Note: article 4(1)(62) and 245(3) of the <i>UK CRR</i>]</p> <p>(2) [deleted]</p>
<i>Securitisation Regulation</i>	The <i>UK</i> version of Regulation (EU) 2017/2402 of the European Parliament and of the Council of 12 December 2017 laying down a general framework for securitisation and creating a specific framework for simple, transparent and standardised securitisation, and amending Directives 2009/65/EC, 2009/138/EC and 2011/61/EU and Regulations (EC) No 1060/2009 and (EU) No 648/2012. [Note: see https://eur-lex.europa.eu/eli/reg/2017/2402/oj]
<i>securitisation repository</i>	(in <i>FEES</i>) a legal person that centrally collects and maintains the records of securitisations.
<i>securitisation special purpose entity</i>	<p>(1) [deleted]</p> <p>[Note: article 4(44) of the <i>Banking Consolidation Directive</i> (Definitions)]</p> <p>(2) (in <i>MIPRU</i>) a corporation, trust or other entity that has the following characteristics:</p> <p>(a) it is organised for carrying on a <i>securitisation</i> or <i>securitisations</i> (within the meaning of paragraph (2) of the definition of <i>securitisation</i>);</p> <p>(b) its activities are limited to those appropriate to accomplishing such <i>securitisation</i> or <i>securitisations</i>; and</p>

	<p>(c) its structure is intended to isolate its obligations from those of the <i>originator</i>.</p>
<i>securitised exposure</i>	<p>(for the purposes of <i>MIPRU</i>) an <i>exposure</i> in the pool of <i>exposures</i> that has been securitised, either via a <i>traditional securitisation</i> or a <i>synthetic securitisation</i>. The cash-flows generated by the securitised exposures are used to make payments to the <i>securitisation positions</i>.</p>
<i>security</i>	<p>(1) (except in <i>UKLR</i>, <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) (in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) any of the following <i>investments</i> specified in that Order:</p> <ul style="list-style-type: none">(a) <i>share</i> (article 76);(b) <i>debenture</i> (article 77);(ba) <i>alternative debenture</i> (article 77A);(c) <i>government and public security</i> (article 78);(d) <i>warrant</i> (article 79);(e) <i>certificate representing certain securities</i> (article 80);(f) <i>unit</i> (article 81);(g) <i>stakeholder pension scheme</i> (article 82(1));(ga) <i>personal pension scheme</i> (article 82(2));(gab) pension scheme which provides <i>safeguarded benefits</i> (article 82(3)) (but only in relation to <i>advising on conversion or transfer of pension benefits</i>);(gb) <i>emission allowance</i> (article 82B); and(h) <i>rights to or interests in investments</i> in (a) to (g) (article 89). <p>(2) (in <i>UKLR</i>) (in accordance with section 102A of the Act) anything which has been, or may be, admitted to the <i>official list</i>.</p> <p>(3) (in <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) in accordance with article 60L of the <i>Regulated Activities Order</i>, in relation to a <i>credit agreement</i> or a <i>consumer hire agreement</i>, a mortgage, charge, pledge, bond, debenture, indemnity, guarantee, bill, note or other right provided by the <i>borrower</i> or <i>hirer</i> or at the implied or express request of the <i>borrower</i> or <i>hirer</i> to secure the carrying out of the obligations of the <i>borrower</i> or <i>hirer</i> under the agreement.</p> <p>(4) (in <i>COLL</i>) in addition and to the extent it does not fall within (1), an <i>investment</i> which would have been within the definition of "security" in the <i>FCA Handbook</i> immediately before <i>IP completion day</i></p>

security-based CTF	a CTF, other than a <i>stakeholder CTF</i> , which is not limited to <i>deposit</i> based investment.
seeking out, referrals and identification of claims or potential claims	<p>the <i>regulated activity</i>, specified in article 89G of the <i>Regulated Activities Order</i>, which is any or all of:</p> <ul style="list-style-type: none"> (a) seeking out <i>persons</i> who may have a <i>claim</i> (unless that activity constitutes <i>controlled claims management activity</i>), (b) referring details of a <i>claim</i> or a potential <i>claim</i> or a <i>claimant</i> or potential <i>claimant</i> to another <i>person</i>, and (c) identifying a <i>claim</i> or potential <i>claim</i> or a <i>claimant</i> or potential <i>claimant</i>, <p>when carried on in relation to a <i>personal injury claim</i>, a financial services or financial product <i>claim</i>, a <i>housing disrepair claim</i>, a <i>claim for a specified benefit</i>, a <i>criminal injury claim</i> or an <i>employment-related claim</i>.</p>
SEF	a qualifying social entrepreneurship fund (as defined in the <i>SEF Regulation</i>).
SEF manager	the manager of a qualifying social entrepreneurship fund (as defined in the <i>SEF Regulation</i>) that is registered in accordance with article 15 of the <i>SEF Regulation</i> .
SEF Regulation	the UK version of Regulation (EU) No 346/2013 of the European Parliament and the Council of 17 April 2013 on European social entrepreneurship funds, which is part of UK law by virtue of the <i>EUWA</i> .
segregated account	(in <i>MIFIDPRU</i>) an arrangement which satisfies the conditions in ■ MIFIDPRU 4.8.8R .
self-certified sophisticated investor	a <i>person</i> who meets the requirements set out in article 23A of the <i>Promotion of Collective Investment Schemes Order</i> , in article 50A of the <i>Financial Promotion Order</i> or in ■ COBS 4.12B.40R .
self-invested personal pension scheme	an arrangement which forms all or part of a <i>personal pension scheme</i> , which gives the member the power to direct how some or all of the member's contributions are invested.
self-regulatory organisation	one of the professional bodies listed in Schedule 1 to the <i>Money Laundering Regulations</i> .
sell	<p>(in accordance with article 3(1) of the <i>Regulated Activities Order</i> (Interpretation)) (in relation to any <i>investment</i>) sell in any way, including disposing of the <i>investment</i> for valuable consideration; in this definition, "disposing" includes:</p> <ul style="list-style-type: none"> (a) (in relation to an <i>investment</i> consisting of rights under a contract): <ul style="list-style-type: none"> (i) surrendering, assigning or converting those rights; or (ii) assuming the corresponding liabilities under the contract; (b) (in relation to an <i>investment</i> consisting of rights under other arrangements) assuming the corresponding liabilities under the arrangements; and

	<p>(c) (except in <i>COLL</i>) (in relation to any other <i>investment</i>) issuing or creating the <i>investment</i> or granting the rights or interests of which it consists.</p>
<p><i>sending dematerialised instructions</i></p>	<p>the <i>regulated activity</i>, specified in article 45(1)of the <i>Regulated Activities Order</i>, of sending, on behalf of another <i>person</i>, dematerialised instructions relating to a <i>security</i>, where those instructions are sent by means of a relevant system in respect of which an operator is approved under the 2001 Regulations;in this definition:</p> <p>(a) "the 2001 Regulations" means the Uncertificated Securities Regulations 2001 (SI 2001/3755);</p> <p>(b) "dematerialised instruction" and "operator" have the meaning given by regulation 3 of the 2001 Regulations.</p>
<p><i>senior conduct rules staff member</i></p>	<p>(in <i>COCON</i>) a <i>person</i> who:</p> <p>(a)comes within row (1) of the table in ■ COCON 1.1.2R (an <i>SMF manager</i>);</p> <p>(b)comes within row (2) of the table in ■ COCON 1.1.2R (an <i>employee</i> of an <i>SMCR firm</i> who performs the function of an <i>SMF manager</i>); or</p> <p>(c)[deleted]</p> <p>(d)comes within row (8) of the table in ■ COCON 1.1.2R (a <i>board director</i> of a <i>UK SMCR firm</i>).</p>
<p><i>senior independent director function</i></p>	<p><i>FCA controlled function</i> SMF14 in the <i>table of FCA-designated senior management functions</i>, described more fully in ■ SUP 10C.5A.11R.</p>
<p><i>senior management</i></p>	<p>(1) [deleted]</p> <p>(2) (in <i>SYSC</i> (except ■ SYSC 4.3A) and in accordance with article 4(1)(10) of the <i>UK CRR</i>) those <i>persons</i> who are a natural person and who exercise executive functions in an <i>institution</i> and who are responsible and accountable to the <i>management body</i> for the day-to-day management of the <i>institution</i>.</p> <p>(3)(in ■ SYSC 4.3A and ■ COBS 2.3B) those <i>persons</i> who are a natural person, who exercise executive functions in <i>common platform firms</i> and who are responsible and accountable to the <i>management body</i> for the day-to-day management of the <i>firm</i>, including for the implementation of the policies concerning the distribution of services and products to <i>clients</i> by it and its personnel.</p> <p>[Note: article 4.1(37) of <i>MiFID</i>]</p> <p>(4) (in <i>MIFIDPRU</i>) those natural persons who exercise executive functions in <i>MIFIDPRU investment firms</i> and who are responsible and accountable to the <i>management body</i> for the day-to-day management of the <i>firm</i>, including for the implementation of the policies concerning the distribution of services and products to <i>clients</i> by it and its personnel.</p> <p>(5)(in ■ MAR 9) those natural persons who exercise executive functions within an <i>investment firm</i>, a <i>market operator</i> or a <i>data reporting services provider</i>, and who are responsible and accountable to the <i>management body</i> for the day-to-day management of the</p>

	entity, including for the implementation of policies concerning the distribution of services and products to clients by the firm and its personnel.
<i>senior management function</i>	<p>a function defined in section 59ZA of the Act (Senior management functions) which means, in summary (in relation to the carrying on of a <i>regulated activity</i> by an <i>authorised person</i>), any function if:</p> <ul style="list-style-type: none"> (a) the function will require the <i>person</i> performing it to be responsible for managing one or more aspects of the <i>firm's</i> affairs, so far as relating to the activity; and (b) those aspects involve, or might involve, a risk of serious consequences: <ul style="list-style-type: none"> (i) for the <i>firm</i>; or (ii) for business or other interests in the <i>United Kingdom</i>.
<i>senior manager</i>	<p>an individual other than a <i>director</i>:</p> <ul style="list-style-type: none"> (a) who is employed by: <ul style="list-style-type: none"> (i) a <i>firm</i>; or (ii) a <i>body corporate</i> within a <i>group</i> of which the <i>firm</i> is a member; (b) to whom the <i>governing body</i> of the <i>firm</i>, or a member of the <i>governing body</i> of the <i>firm</i>, has given responsibility, either alone or jointly with others, for management and supervision; (c) who, if the individual is employed by the <i>firm</i>, reports directly to: <ul style="list-style-type: none"> (i) the <i>governing body</i>; or (ii) a member of the <i>governing body</i>; or (iii) the <i>chief executive</i>; or (iv) the head of a significant business unit; and (d) who, if the individual is employed by a <i>body corporate</i> within the <i>group</i>, reports directly to a <i>person</i> who is the equivalent of a body or <i>person</i> referred to in (c).
<i>senior personnel</i>	<ul style="list-style-type: none"> (1) those <i>persons</i> who effectively direct the business of the <i>firm</i>, <i>CBTL firm</i>, <i>recognised investment exchange</i> or <i>data reporting services provider</i> which could include the membership of the <i>governing body</i> and other individuals who effectively direct the business of the <i>person</i>. (2) (in relation to a <i>management company</i>) the <i>person</i> or <i>persons</i> who effectively conduct the business of the <i>management company</i>. <p>[Note: article 3(4) of the <i>UCITS implementing Directive</i>]</p>
<i>senior staff committee</i>	(in <i>DEPP</i> and <i>EG</i>) a committee consisting of senior <i>FCA</i> staff members that is empowered to make <i>statutory notice decisions</i> and <i>statutory notice associated decisions</i> by <i>executive procedures</i> .
<i>series of transactions</i>	a series of transactions <i>executed</i> with a view to achieving one investment decision or objective.

<i>serious financial difficulty</i>	circumstances that mean a <i>retail client</i> is experiencing serious financial difficulty.
<i>serious ill-health</i>	a medical condition that is likely to reduce the life expectancy of a <i>retail client</i> to below age 75.
<i>serious ill-health lump sum</i>	has the meaning in Part 1 of Schedule 29 to the Finance Act 2004. [Note: https://www.legislation.gov.uk/ukpga/2004/12/schedule/29/part/1]
<i>SERV</i>	the Handbook Guide for service companies.
<i>service company</i>	<p>a <i>firm</i> whose only <i>permitted activities</i> are <i>making arrangements with a view to transactions in investments</i>, and <i>agreeing to carry on that regulated activity</i>, and whose <i>Part 4A permission</i> :</p> <p>(a) incorporates a <i>limitation</i> substantially to the effect that the <i>firm</i> carry on <i>regulated activities</i> only with one or more of <i>market counterparties</i> , <i>intermediate customers</i>, <i>eligible counterparties</i> or <i>professional clients</i>; and</p> <p>(b) includes <i>requirements</i> substantially to the effect that the <i>firm</i> must not:</p> <p>(i) guarantee, or otherwise accept responsibility for, the performance, by a participant in arrangements made by the <i>firm</i> in carrying on <i>regulated activities</i>, of obligations undertaken by that participant in connection with those arrangements; or</p> <p>(ii) <i>approve any financial promotion</i> on behalf of any other <i>person</i> or any specified class of <i>persons</i>; or</p> <p>(iii) in carrying on its <i>regulated activities</i>, provide services otherwise than in accordance with <i>documents</i> (of a kind specified in the <i>requirement</i>) provided by the <i>firm</i> to the <i>FCA</i>.</p>
<i>service contract</i>	(as defined in regulation 5 of the <i>ADR Regulations</i>) a contract, other than a <i>sales contract</i> , under which a <i>trader</i> supplies, or agrees to supply a service to a <i>consumer</i> and the <i>consumer</i> pays, or agrees to pay, the price.[Note: article 4(1) of the <i>ADR Directive</i>]
<i>SETS</i>	the Stock Exchange Electronic Trading Service.
<i>settlement account</i>	an account containing <i>money</i> and/or assets that is held with a <i>central bank</i> , central securities depository, <i>central counterparty</i> or any other institution acting as a <i>settlement agent</i> , which is used to settle transactions between participants or members of a <i>commercial settlement system</i> .
<i>settlement agent</i>	a <i>person</i> with or through whom the <i>firm</i> effects settlement of <i>UK -settled</i> or foreign-settled transactions.
<i>settlement agreement</i>	<p>(1)(in ■ SYSC 18) (Whistleblowing) an agreement between the <i>firm</i> and a <i>worker</i> which sets out the terms and conditions agreed by these parties for the purposes of settling a potential employment tribunal claim, other court proceedings or employment disputes.</p> <p>(2)(in DEPP) an agreement reached between a <i>person</i> who is or may be</p>

	subject to enforcement action and <i>FCA</i> staff as part of the <i>settlement decision procedure</i> .
<i>settlement decision makers</i>	(in <i>DEPP</i> and <i>EG</i>) two members of the <i>FCA</i> 's senior management, one of whom will be of at least director of division level (which may include an acting director) and the other of whom will be of at least head of department level, with responsibility for deciding whether to give <i>statutory notices</i> in the circumstances described in ■ <i>DEPP</i> 5. At least one of the decision makers will not be from the Enforcement and Financial Crime Division.
<i>settlement decision procedure</i>	(in <i>DEPP</i>) the procedure for the making of <i>statutory notice decisions</i> in the circumstances described in ■ <i>DEPP</i> 5 .
<i>settlement discount scheme</i>	(in <i>DEPP</i> and <i>EG</i>) the scheme described in ■ <i>DEPP</i> 6.7 by which the financial penalty that might otherwise be payable, or the length of the period of suspension or restriction that might otherwise be imposed, in respect of a <i>person's</i> misconduct or contravention may be reduced to reflect the timing of any <i>settlement agreement</i> .
<i>Settlement Finality Directive</i>	Directive 98/26/EC of the European Parliament and of the Council of 19 May 1998 on settlement finality in payment and securities settlement systems.
<i>settlement price</i>	(in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>), the reference price or prices of the <i>underlying instrument</i> or instruments stipulated by the <i>issuer</i> for the purposes of calculating its obligations to the holder.
<i>Seventh Company Law Directive</i>	the Council Directive of 13 June 1983 on consolidated accounts (No 83/349/EEC).
<i>SFA</i>	the Securities and Futures Authority Limited.
<i>SFA Complaints Bureau</i>	the first stage of the <i>SFA scheme</i> , which aimed to resolve complaints by conciliation.
<i>SFA Consumer Arbitration Scheme</i>	the second stage of the <i>SFA scheme</i> , which determined complaints by means of arbitration.
<i>SFA scheme</i>	the <i>former scheme</i> (including the <i>SFA Complaints Bureau</i> and the <i>SFA Consumer Arbitration Scheme</i>) set up by the <i>SFA</i> to handle complaints against members of the <i>SFA</i> under the Financial Services Act 1986.
<i>SFCR</i>	the solvency and financial condition report as detailed in the PRA Rulebook: Solvency II Firms: Reporting 3 to 6.
<i>SFGB</i>	the single financial guidance body established under section 1 (Establishment of the single financial guidance body) of the Financial Guidance and Claims Act 2018, named the <i>Money and Pensions Service</i> pursuant to regulations made by the secretary of state.
<i>SFGB debt advice levy</i>	the amount payable to the <i>FCA</i> by a <i>firm</i> to which ■ <i>FEES</i> 7A.3 (The SFGB money advice levy and debt advice levy) and ■ <i>FEES</i> 7A Annex 2R apply.

<i>SFGB levy</i>	<p>the levy payable to the <i>FCA</i> pursuant to ■ FEES 7A.2.1R by the <i>persons</i> listed in:</p> <p>(1) ■ FEES 1.1.2R(5) in relation to the <i>SFGB money advice levy</i> and <i>SFGB debt advice levy</i>; and</p> <p>(2) ■ FEES 7A.1.2R in relation to the <i>SFGB pensions guidance levy</i>.</p>
<i>SFGB money advice levy</i>	the amount payable to the <i>FCA</i> by a <i>firm</i> to which ■ FEES 7A.3 (The <i>SFGB money advice levy</i> and <i>debt advice levy</i>) and ■ FEES 7A Annex 1R apply.
<i>SFGB pensions guidance levy</i>	the amount payable to the <i>FCA</i> by a <i>firm</i> to which ■ FEES 7A.4 (The <i>SFGB Pensions guidance levy</i>) applies.
<i>SFT</i>	<i>securities financing transaction</i> .
<i>shadow director</i>	(in <i>UKLR</i>) as in sub-paragraph (b) of the definition of director in section 417(1) of the <i>Act</i> .
<i>share</i>	<p>(1) (except in <i>COLL</i> , <i>UKLR</i>, <i>DTR</i> , <i>REC</i> , <i>SUP 11</i> (Controllers and close links) and <i>SUP 16</i> (Reporting requirements)) the <i>investment</i>, specified in article 76 of the <i>Regulated Activities Order</i> (Shares etc), which is in summary: a share or stock in the share capital of:</p> <p>(a) any <i>body corporate</i> (wherever incorporated);</p> <p>(b) any unincorporated body constituted under the law of a country or territory outside the <i>United Kingdom</i>.</p> <p>(2) (in <i>COLL</i>):</p> <p>(a) (in relation to an <i>ICVC</i>) a <i>share</i> in the <i>ICVC</i> (including both <i>smaller denomination shares</i> and <i>larger denomination shares</i>);</p> <p>(b) (otherwise) an <i>investment</i> within (1).</p> <p>(3) (in <i>DTR</i> and <i>UKLR</i>, and in <i>FEES</i> where relevant to <i>DTR</i> or <i>UKLR</i>) (in accordance with section 540(1) of the Companies Act 2006) a share in the share capital of a <i>company</i>, and includes:</p> <p>(a) stock (except where a distinction between shares and stock is express or implied);</p> <p>(b) <i>preference shares</i>; and</p> <p>(c) in chapters 4, 5, 6 and 7 of <i>DTR</i> a convertible share.</p> <p>(4) (in <i>REC</i>) shares admitted to trading on a <i>regulated market</i>.</p> <p>(5) (in <i>SUP 11</i> (Controllers and close links) and <i>SUP 16</i> (Reporting requirements)) (in accordance with section 422 of the <i>Act</i>):</p> <p>(a) in relation to an <i>undertaking</i> with share capital, allotted shares;</p> <p>(b) in relation to an <i>undertaking</i> with capital but no share capital, rights to share in the capital of the <i>undertaking</i>;</p> <p>(c) in relation to an <i>undertaking</i> without capital, interests:</p> <p>(i) conferring any right to share in the profits, or liability to contribute to the losses, of the <i>undertaking</i>; or</p>

	(ii) giving rise to an obligation to contribute to the debts or expenses of the <i>undertaking</i> in the event of a winding up.
<i>shared appreciation mortgage</i>	a <i>regulated mortgage contract</i> , a condition of which is that the <i>mortgage lender</i> will receive a share in any increase in value in the mortgaged property when the <i>customer</i> either sells the property or terminates the contract including a contract where, if there is a reduction in value, the <i>customer</i> is required to pay the <i>mortgage lender</i> all or part of the shortfall.
<i>shared equity credit agreement</i>	an <i>MCD credit agreement</i> where the capital repayable is based on a contractually set percentage of the value of the immovable property at the time of the capital repayment or repayments.[Note: article 4(25) of the <i>MCD</i>]
<i>shareholder</i>	(1) (in relation to an <i>ICVC</i>) the <i>person</i> whose name is entered on the <i>register</i> in relation to that <i>share</i> .(2) (in relation to chapters 5 and 6 of <i>DTR</i>) any <i>person</i> who holds directly or indirectly: <ul style="list-style-type: none"> (a) <i>shares</i> of the <i>issuer</i> in its own name and on its own account; (b) <i>shares</i> of the <i>issuer</i> in its own name, but on behalf of another <i>person</i>; (c) depository receipts, in which case the holder of the depository receipt shall be considered as the shareholder of the underlying <i>shares</i> represented by the depository receipts.
<i>Shareholder Rights Directive</i>	Directive 2007/36/EC of the European Parliament and of the Council of 11 July 2007 on the exercise of certain rights of shareholders in listed companies.
<i>shell company</i>	as defined in ■ UKLR 13.1.2R.
<i>shell company sponsor</i>	(in <i>UKLR</i>) as defined in ■ UKLR 13.1.4R(3).
<i>ships</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 6 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), upon vessels used on the sea or on inland water, or upon the machinery, tackle, furniture or equipment of such vessels.
<i>shortfall</i>	(1) (in relation to cancellation of an <i>investment agreement</i>) the amount a <i>firm</i> is entitled to charge a <i>customer</i> for the market loss in accordance with ■ COBS 15.4.3 R. (2) (in relation to <i>client money</i>) the amount by which the <i>client money</i> in a <i>client bank account</i> is insufficient to satisfy the claims of <i>clients</i> in respect of that <i>money</i> , or not immediately available to satisfy such claims. (3) (in relation to <i>safe custody assets</i>) any amount by which the <i>safe custody assets</i> held by a <i>firm</i> under the <i>custody rules</i> fall short of the <i>firm's</i> obligations to its <i>clients</i> to hold <i>safe custody assets</i> .
<i>short selling regulation</i>	the <i>UK</i> version of regulation (EU) No 236/2012 of the European Parliament and of the Council of 14 March 2012 on short selling and certain aspects of credit default swaps, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>short-term annuity</i>	(as defined in paragraph 6 of Schedule 28 to the Finance Act 2004) in relation to a member of a pension scheme, an annuity payable to the member if:(A)the member becomes entitled to it before 6 April 2015 and:

	<p>(a) it is purchased by the application of sums or assets representing the whole or any part of the member's drawdown pension fund (as defined in paragraph 8 of that Schedule) in respect of an arrangement;</p> <p>(b) it is payable by an insurance company;</p> <p>(c) the member had an opportunity to select an insurance company;</p> <p>(d) it is payable for a term which does not exceed five years; and</p> <p>(e) it is either a level annuity, an increasing annuity or a relevant linked annuity; or</p> <p>(B)the member becomes entitled to it on or after 6 April 2015; and</p> <p>(a)it is purchased by the application of sums or assets representing the whole or any part of the member's:</p> <p style="padding-left: 40px;">(i)drawdown pension fund (as defined in paragraph 8 of that Schedule) for an arrangement; or</p> <p style="padding-left: 40px;">(ii)flexi-access drawdown pension fund (as defined in paragraph 8A of that Schedule) for an arrangement; and</p> <p>(b)it is payable by an insurance company; and</p> <p>(c) it is payable for a term which does not exceed five years.</p>
<i>short-term MMF</i>	a <i>regulated money market fund</i> that meets the definition of a "short-term MMF" in article 2(14) of the <i>Money Market Funds Regulation</i> .
<i>sickness</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph 2 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), providing fixed pecuniary benefits or benefits in the nature of indemnity (or a combination of both) against risks of loss to the <i>persons</i> insured attributable to sickness or infirmity, but excluding contracts within paragraph IV of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Permanent health).
<i>sickness or distressed circumstances contract</i>	any contract in accordance with which benefits are provided for the relief or maintenance of any <i>person</i> during sickness or when in distressed circumstances.
<i>SIFA</i>	[deleted]
<i>significant benchmark</i>	has the meaning in article 3.1(26) of the <i>benchmarks regulation</i> .
<i>significant firm</i>	means a <i>firm</i> that is significant in terms of its size, internal organisation and the nature, scope and complexity of its activities.
<i>significant-harm function</i>	<p>a function defined in section 63E(5) of the <i>Act</i> (Certification of employees by authorised persons) which is, in summary (in relation to the carrying on of a <i>regulated activity</i> by an <i>authorised person</i>), a function that meets the following conditions:</p> <p>(a)it requires the <i>person</i> performing it to be involved in one or more aspects of the <i>authorised person's</i> affairs, so far as relating to the activity; and</p> <p>(b)those aspects involve, or might involve, a risk of significant harm to the <i>authorised person</i> or to anyone who is using, or who is or may be</p>

	<p>contemplating using, any of the services provided by the <i>authorised person</i>.</p> <p>[Note: This definition is not relevant to a <i>firm</i> that is not an <i>SMCR firm</i>.]</p>
<i>significant-influence function</i>	<p>has the meaning in ■ SUP 10A.5.3R (Definition of FCA significant-influence function), which in summary defines it as (for the purposes of <i>controlled functions</i> specified in the <i>table of FCA controlled functions</i> and in relation to the carrying on of a <i>regulated activity</i> by an <i>appointed representative</i>) a function that is likely to enable the <i>person</i> responsible for its performance to exercise a significant influence on the conduct of the <i>appointed representative's</i> affairs, so far as relating to the activity.</p>
<i>significant SYSC firm</i>	<p>has the meaning in ■ SYSC 1.5 (Significant SYSC firm).</p>
<i>significant transaction</i>	<p>(1) (in <i>FEES</i>) a transaction where:</p> <p>(a) the <i>issuer</i> has a market capitalisation of less than £1.5 billion and has submitted to the <i>FCA</i> for approval or review a <i>document</i> in relation to:</p> <ul style="list-style-type: none"> (i) a <i>reverse takeover</i> by an <i>issuer</i> that does not have a <i>listing</i> in the <i>equity shares (commercial companies)</i> category and is not a <i>closed-ended investment fund</i>; (ii) an <i>initial transaction</i>; (iii) a hostile takeover; or (iv) a significant restructuring; or <p>(b) the <i>issuer</i> has a market capitalisation that is equal to or more than £500 million and less than £5 billion and has submitted to the <i>FCA</i> for approval or review:</p> <ul style="list-style-type: none"> (i) a <i>prospectus</i> for <i>equity securities</i> or <i>specified exempted documents</i>; (ii) a <i>prospectus</i> or <i>listing particulars</i> in relation to a <i>certificate representing certain securities</i>; (iii) a <i>document</i> in relation to a <i>reverse takeover</i> by an <i>issuer</i> with a <i>listing</i> in the <i>equity shares (commercial companies)</i> category; or (iv) a <i>document</i> in relation to a <i>reverse takeover</i> by a <i>closed-ended investment fund</i>. <p>(2) (in <i>UKLR</i>) a transaction classified as a significant transaction under ■ UKLR 7.</p>
<i>signpost data</i>	<p>(in relation to <i>pensions dashboard view data</i>) information comprising:</p> <p>(a) information on member-borne costs and charges; and</p> <p>(b) (where relevant) the <i>IGC's</i> or <i>GAA's</i> annual report produced under ■ COBS 19.5.5R(6).</p>
<i>similar institution</i>	<p>a similar institution as defined in ■ MIFIDPRU 3 Annex 7.5R.</p>

single-company holding vehicle

a single *body corporate* which:

(1) is only able to carry on the following activities:

(a) issuing *debentures* or *preference shares* for the purpose of investing the proceeds in *shares* or *debentures* issued by a *single company* (without prejudice to the *single-company holding vehicle's* ability to constitute itself);

(b) investing the total proceeds of the *debentures* or *preference shares* it issues in *shares* or *debentures* issued by a *single company* and no other *company* and having no discretion in relation to the proceeds of the issue;

(c) paying returns to holders of the *debentures* or *preference shares* in sums equal to any income it receives from the *shares* or *debentures* it owns (issued by the *single company*), including income from any sale of the *shares* or *debentures*, on a pro rata basis, less any reasonable fees (without prejudice to relevant legislation governing companies and taxation); and

(2) has adequate arrangements in place to ensure that:

(a) the proceeds of the issue are protected and not used for any purpose outside of (1)(b) above; and

(b) either:

(i) income from the *single company* is held by the *single-company holding vehicle* on trust for holders of the *debentures* or *preference shares* on terms that ensure that those investors receive the full amount they are entitled to according to (1)(c) above; or

(ii) the holders of the *debentures* or *preference shares* have security over the income from the *single company* on terms that ensure that those investors receive the full amount they are entitled to according to (1)(c) above; and

(3) ensures that neither the *single company*, nor members of its *group*, will use any of the monies received from the *single-company holding vehicle* directly or indirectly for one or more of the purposes in ■ COBS 4.12B.50R(2) as modified by limb (b) of the *single company Glossary* definition.

single company

a *single company* that is not part of the same *group* as the *single-company holding vehicle* investing in it and which:

(a) uses the funds received from the *single-company holding vehicle* solely for the purpose of its own commercial operations or those of its *subsidiaries* carrying out the same commercial operations as the *single company*; and

(b) does not undertake any of the activities in ■ COBS 4.12B.50R(2)(a) to ■ (e) subject to ■ COBS 4.12B.52R and ■ COBS 4.12B.54R(1) (for these purposes, ■ COBS 4.12B.50R(2)(a) to ■ (e), ■ COBS 4.12B.52R and ■ COBS 4.12B.54R(1) must be read as though references to the issuer are to the *single company*).

<i>Single Market Directives</i>	<p>(a) the <i>Banking Consolidation Directive</i> (to the extent it applied to <i>CAD investment firms</i>);</p> <p>(aa) the <i>CRD</i>;</p> <p>(b) the <i>Solvency II Directive</i>;</p> <p>(ba) [deleted]</p> <p>(c) <i>MiFID</i>;</p> <p>(d) the <i>IDD</i>;</p> <p>(da) <i>MCD</i>;</p> <p>(e) the <i>UCITS Directive</i>; and</p> <p>(f) <i>AIFMD</i>.</p>
<i>single-priced AUT</i>	
<i>single-priced authorised fund</i>	an <i>authorised fund</i> or, in the case of an <i>umbrella</i> , a <i>sub-fund</i> (if it were a separate fund), for the <i>units</i> of which there is only one <i>price</i> applicable by reference to a <i>valuation point</i> .
<i>SIPP</i>	a <i>self-invested personal pension scheme</i> .
<i>skilled person</i>	<p>a <i>person</i> appointed to make a report required by section 166 (Reports by skilled persons) or section 166A (Appointment of skilled person to collect and update information) of the Act for provision to the <i>appropriate regulator</i> and who must be a person:</p> <p>(a) nominated, approved or appointed by the <i>appropriate regulator</i>; and</p> <p>(b) appearing to the <i>appropriate regulator</i> to have the skills necessary to make a report on the matter concerned.</p>
<i>small AIFM</i>	an <i>AIFM</i> which meets the conditions in regulation 9 (meaning of "small AIFM") of the <i>AIFMD UK regulation</i> .
<i>small authorised UK AIFM</i>	<p>a <i>UK AIFM</i> which:</p> <p>(a) is a <i>small AIFM</i>; and</p> <p>(b) has not exercised the option to meet the full requirements applying to a full-scope <i>AIFM</i>.</p>
<i>small and medium-sized enterprise or SME</i>	(1)(in ■ MAR 5) companies that had an average market capitalisation of less than €200,000,000 based on end-year quotes for the previous three calendar years. [Note: article 4(1)(13) of <i>MiFID</i>] (2)[deleted](3)(in <i>IFPRU</i>) has the meaning in article 4(1)(128D) of the <i>UK CRR</i> .
<i>Small and Medium Sized Business (Credit Information) Regulations</i>	the Small and Medium Sized Business (Credit Information) Regulations 2015 (SI 2015/1945).

<i>Small and Medium Sized Business (Finance Platforms) Regulations</i>	the Small and Medium Sized Business (Finance Platforms) Regulations 2015 (SI 2015/1946).
<i>small business</i>	<p>(1) (in <i>COMP</i> and in the definition of <i>relevant credit union client</i>) a <i>partnership, body corporate</i>, unincorporated association or mutual association with an annual turnover of less than £1 million (or its equivalent in any other currency at the relevant time).</p> <p>(2) (in <i>DISP</i>) an <i>enterprise</i> which:</p> <ul style="list-style-type: none"> (a) is not a <i>micro-enterprise</i>; (b) has an annual turnover of less than £6.5 million (or its equivalent in any other currency); and <ul style="list-style-type: none"> (i) employs fewer than 50 <i>persons</i>; or (ii) has a balance sheet total of less than £5 million (or its equivalent in any other currency), <p>and in determining whether these criteria are met articles 3 to 6 of the Annex to the <i>Micro-enterprise Recommendation</i> must be applied.</p>
<i>Small Business, Enterprise and Employment Act</i>	the Small Business, Enterprise and Employment Act 2015 (c.26).
<i>small borrower-lender-supplier agreement</i>	a <i>borrower-lender-supplier agreement</i> which is a small agreement within the meaning of section 17 of the CCA.
<i>small deposit taker</i>	(in ■ SYSC 18) (Whistleblowing) a <i>firm</i> whose <i>Part 4A permission</i> includes <i>accepting deposits</i> and which has total gross assets of £250 million or less, determined on the basis of the annual average amount of gross assets calculated across a rolling period of five years or, if it has been in existence for less than five years, across the period during which it has existed (in each case, calculated with reference to the <i>firm's</i> annual accounting reference date).
<i>small electronic money institution</i>	(in accordance with regulation 2(1) of the <i>Electronic Money Regulations</i>) a person included by the FCA in the <i>Financial Services Register</i> pursuant to regulation 4(1)(b) of the <i>Electronic Money Regulations</i> .

<i>smallest financial sector</i>	(in relation to a <i>financial sector</i> in a <i>consolidation group</i> or a <i>financial conglomerate</i> and in accordance with ■ GENPRU 3.1 (Cross sector groups)) the <i>financial sector</i> with the smallest average referred to in the box titled Threshold Test 2 in the <i>financial conglomerate definition decision tree</i> (10% ratio of balance sheet size and solvency requirements), the <i>banking sector</i> and <i>investment services sector</i> being treated as one <i>financial sector</i> in the circumstances set out in ■ GENPRU 3.1 .
<i>small lump sum payment</i>	an authorised member payment under section 164 of the Finance Act 2004 that meets the conditions in regulation 11A of the Registered Pension Schemes (Authorised Payments) Regulations 2009 (SI 2009/1171).
<i>small non-directive insurer</i>	a <i>firm</i> that is not a <i>Solvency II firm</i> and falls within the definition of ‘small non-directive insurer’ in the <i>PRA Rulebook: Glossary</i> .
<i>small non UK AIFM</i>	a <i>non UK AIFM</i> that is a <i>small AIFM</i> .
<i>small payment institution</i>	(in accordance with regulation 2(1) of the (in accordance with regulation 2(1) of the <i>Payment Services Regulations</i>): (a) a <i>person</i> registered as a small payment institution pursuant to regulation 14 of the <i>Payment Services Regulations</i> and included by the FCA in the <i>Financial Services Register</i> pursuant to regulation 4(1)(b) of the <i>Payment Services Regulations</i> (the register of certain payment service providers); or (b) a <i>person</i> included by the FCA in the <i>Financial Services Register</i> pursuant to regulations 151(1) and 153(1) of the <i>Payment Services Regulations</i> (transitional provisions).
<i>small personal investment firm</i>	a <i>personal investment firm</i> : (a) which is not a <i>MiFID investment firm</i> ; (b) whose <i>permission</i> does not include <i>establishing, operating or winding up a personal pension scheme</i> ; (c) which is not a <i>network</i> ; and (d) which has fewer than 26 <i>representatives</i> .
<i>small registered UK AIFM</i>	a <i>small AIFM</i> that is registered by the FCA in accordance with regulation 10 of the <i>AIFMD UK regulation</i> .
<i>small self-administered scheme</i>	an <i>occupational pension scheme</i> of a kind described in article 4(4) and 4(5) of the Financial Services and Markets Act 2000 (Carrying on Regulated Activities by Way of Business) Order 2001 (SI 2001/1177).
<i>smaller denomination share</i>	a <i>share</i> to which are attached rights in a smaller denomination as provided by regulation 45 of the <i>OEIC regulations</i> .
<i>SMCR banking firm</i>	any of the following: (a) a <i>UK SMCR banking firm</i> ; (b) an <i>EEA SMCR banking firm</i> ; or (c) an <i>overseas SMCR banking firm</i> .

<i>SMCR financial activities</i>	<p>any of the following:</p> <p>(a) <i>regulated activities</i>;</p> <p>(b) an activity carried on in connection with a <i>regulated activity</i> (whether current, past or contemplated);</p> <p>(c) an activity held out as being for the purposes of a <i>regulated activity</i> (whether current, past or contemplated);</p> <p>(d) activities that constitute <i>dealing in investments as principal</i>, disregarding the exclusion in article 15 of the <i>Regulated Activities Order</i> (Absence of holding out etc); or</p> <p>(e) activities listed in points 2 to 15 of the list of <i>Annex 1 activities</i>.</p>
<i>SMCR firm</i>	a <i>firm</i> identified as an SMCR firm in the decision tree in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms).
<i>SMCR insurance firm</i>	a <i>firm</i> identified as an SMCR insurance firm in the decision tree in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms).
<i>SMCR legal function</i>	(in relation to an <i>SMCR firm</i>) has the meaning in ■ SYSC 26.4.10R to ■ SYSC 26.4.11R.
<i>SME growth market</i>	a <i>multilateral trading facility</i> that is registered as an SME growth market in accordance with ■ MAR 5.10.
<i>SMF manager</i>	(in relation to an <i>SMCR firm</i>) a <i>person</i> who has approval under section 59 of the Act (Approval for particular arrangements) to perform a <i>designated senior management function</i> in relation to the carrying on by that <i>SMCR firm</i> of a <i>regulated activity</i> . A <i>person</i> treated as approved under section 59ZZA of the Act (as treated as being inserted into the Act by the EEA Passport Rights (Amendment, etc., and Transitional Provisions) (EU Exit) Regulations 2018 (SI 2018/[1149]) to perform a <i>designated senior manager function</i> is an <i>SMF manager</i> in that capacity.
<i>smoothed linked long term stakeholder product</i>	the <i>stakeholder product</i> specified by regulations 6, 7 and 8 (smoothed linked long term contracts) of the <i>Stakeholder Regulations</i> ;
<i>SNI MIFIDPRU investment firm</i>	a <i>MIFIDPRU investment firm</i> that is classified as an <i>SNI MIFIDPRU investment firm</i> in accordance with ■ MIFIDPRU 1.2.
<i>specialist investor</i>	(in <i>UKLR</i>) an investor who is particularly knowledgeable in investment matters.
<i>specified exempted documents</i>	(in <i>PRR</i> and <i>FEES</i>) a <i>document</i> containing information about a transaction and its impact on the <i>issuer</i> for the purposes of article 1(4)(f) or article 1(5)(e) as referred to in article 1(6a)(b) of the <i>Prospectus Regulation</i> .
<i>specified information</i>	<p>(in accordance with regulation 2 of, and the Schedule to, the <i>Small and Medium Sized Business (Finance Platforms) Regulations</i>):</p> <p>(a) the name of the small or medium sized business;</p> <p>(b) the postal address, email address and telephone number of the business;</p> <p>(c) the amount of finance requested by the business (other than in relation to a request for a credit card account, unless the business has</p>

	<p>requested a credit card account with a specified limit);</p> <p>(d) the type of finance requested by the business (where a specific type of finance has been requested by the business);</p> <p>(e) the legal structure of the business (limited company, limited partnership, partnership, sole trader, or other);</p> <p>(f) the period in years and months for which the business has been trading and receiving income; and</p> <p>(g) the date by which the business requires finance or, if such date is not known, the date by which the business has requested finance.</p>
<i>specified weighted voting rights shares</i>	<i>weighted voting rights shares</i> of a <i>class</i> which meet the conditions set out in ■ UKLR 5.4.5R(1) to ■ (4).
<i>social housing firm</i>	<p>(in ■ MIPRU 4 (Capital resources)) a wholly-owned <i>subsidiary</i> of:</p> <p>(a) a local authority; or</p> <p>(b) a registered social landlord;</p> <p>which carries on non-profit <i>regulated activities</i> in connection with housing.</p>
<i>social insurance</i>	(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i> , specified in paragraph IX of Part II of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of long-term insurance), of a kind referred to in article 2(3)(c) of the <i>Solvency II Directive</i> ("operations relating to the length of human life which are prescribed by or provided for in <i>social insurance</i> legislation, in so far as they are effected or managed by life insurance undertakings at their own risk in accordance with the laws of an <i>EEA State</i> ").
<i>Society</i>	<p>(1) (except in <i>BSOCS</i>) the society incorporated by Lloyd's Act 1871 by the name of Lloyd's.</p> <p>(2) (in <i>BSOCS</i>) a <i>building society</i>.</p>
<i>Society's regulatory functions</i>	the <i>Society's</i> powers, duties or functions in relation to <i>members</i> or <i>underwriting agents</i> which are or may be exercised for the purposes of supervising or regulating the market at Lloyd's.
<i>sole trader</i>	an individual who is a <i>firm</i> .
<i>sole trader Directory person</i>	<p>(1) An individual who:</p> <p>(a) is a <i>sole trader</i> who is an <i>SMCR firm</i>;</p> <p>(b) performs the function specified in paragraph (2); and</p> <p>(c) requires a qualification under ■ TC App 1.1 (Activities and Products/ Sectors to which TC applies subject to Appendices 2 and 3) to do so.</p> <p>(2) The function is one that will involve the <i>person</i> dealing with:</p> <p>(a) <i>customers</i> of the firm (A); or</p> <p>(b) property of <i>customers</i> of A,</p>

	<p>in relation to the carrying on of a <i>regulated activity</i> by A from an establishment maintained by it in the <i>United Kingdom</i>.</p> <p>For these purposes, “dealing with” includes having contact with <i>customers</i> and extends beyond “dealing” as used in the phrase “dealing in investments” which is used in Schedule 2 of the <i>Regulated Activities Order</i> (see also ■ SUP 10A.10.6G).</p>
<i>solicited real time financial promotion</i>	<p>(in accordance with article 8 of the <i>Financial Promotion Order</i>) a <i>real time financial promotion</i> which is solicited, that is, it is made in the course of a personal visit, telephone call or other interactive dialogue if that call, visit or dialogue:</p> <p>(a) was initiated by the recipient of the <i>financial promotion</i>; or</p> <p>(b) takes place in response to an express request from the recipient of the <i>financial promotion</i>.</p>
<i>solo capital resources</i>	<p>(1) (for the purposes of GENPRU 3) capital resources or eligible own funds that are or would be eligible under the <i>sectoral rules</i> that apply for the purpose of calculating its <i>solo capital resources requirement</i>. Paragraph 6.8 of GENPRU 3 Ann 1R (Solo capital resources requirement: the insurance sector) applies for the purpose of this definition in the same way as it does for the definition of <i>solo capital resources requirement</i>.</p> <p>[deleted]</p>
<i>solo capital resources requirement</i>	<p>(1) (for the purpose of ■ GENPRU 3) a capital resources requirement calculated on a solo basis as defined in paragraph 6.2 to 6.7 of GENPRU 3 Ann 1R.</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p>
<i>Solvency 2 Regulations 2015</i>	the Solvency 2 Regulations 2015 (SI 2015/575).
<i>solvency assessment report</i>	a report produced in accordance with ■ FPCOB 3.2.2R and ■ FPCOB 3.2.3R.
<i>solvency deficit</i>	(in GENPRU 3 Ann 1R (Capital adequacy calculations with respect to financial conglomerates) and in respect of a member of the <i>overall financial sector</i>) the amount (if any) by which its <i>solo capital resources</i> fall short of its <i>solo capital resources requirement</i> .
<i>Solvency 1 Directive</i>	the Directive of the European Parliament and of the Council of 5 March 2002 amending Council Directive 79/267/EEC as regards the solvency margin requirements for life assurance undertakings (No. 2002/12/EC).
<i>Solvency II Directive</i>	the Directive of the European Parliament and of the Council of 25 November 2009 on the taking-up and pursuit of the business of Insurance and Reinsurance (Solvency II) (No. 2009/138/EC).

<i>Solvency II Directive information</i>	(in <i>COBS</i>) <i>Solvency II Directive</i> information as required in ■ <i>COBS</i> 13 Annex 1.
<i>Solvency II firm</i>	<p>a <i>firm</i> which is any of:</p> <ul style="list-style-type: none"> (a) a "UK Solvency II firm" as defined in chapter 2 of the PRA Rulebook: Solvency II Firms: Insurance General Application; (b) a third-country insurance or reinsurance undertaking, namely an undertaking that would require <i>Part 4A permission</i> as an insurance or reinsurance undertaking if its head office was situated in the <i>United Kingdom</i>; (c) [deleted] (d) the <i>Society</i> and, separately, a <i>managing agent</i>; and (e) an <i>insurance special purpose vehicle</i>; (f) in ■ <i>SUP TP 7</i> and ■ <i>SUP TP 8</i>, <i>SYSC</i>, <i>COCON</i>, ■ <i>SUP 10C</i> and <i>DEPP</i> only, a <i>large non-directive insurer</i>; <p>but excluding any <i>firm</i> to the extent that rule 2 of PRA Rulebook: Solvency II Firms: Transitional Measures disappplies relevant rules which implemented the <i>Solvency II Directive</i>.</p>
<i>Solvency II Regulations</i>	<i>onshored regulations</i> which were previously <i>EU regulations</i> made under the <i>Solvency II Directive</i> .
<i>SORP</i>	(in <i>COLL</i>) the Statement of Recommended Practice for financial statements of <i>authorised funds</i> issued by the Investment Association (formerly the Investment Management Association) on 14 May 2014 (and updated in June 2017).
<i>sovereign controlled commercial company</i>	an <i>issuer</i> in which a <i>State</i> exercises or controls 30% or more of the votes able to be cast on all or substantially all matters at general meetings of that <i>company</i> .
<i>sovereign controlling shareholder</i>	(in relation to a <i>company</i> with or applying for a <i>listing</i> of <i>equity shares</i> in the <i>equity shares (commercial companies)</i> category) a <i>State</i> which exercises or controls 30% or more of the votes able to be cast on all or substantially all matters at general meetings of the <i>company</i> .
<i>sovereign debt</i>	a debt instrument issued by a <i>sovereign issuer</i> . [Note: article 4 (1)(61) of <i>MiFID</i>]
<i>sovereign issuer</i>	<p>(as defined in article 2(1)(46A) <i>MiFIR</i>) means any of the following which issue debt instruments</p> <ul style="list-style-type: none"> (a) the <i>United Kingdom</i>, including a government department, an agency, or a special purpose vehicle of the <i>United Kingdom</i>; (b) a <i>State</i> other than the <i>United Kingdom</i>, including a government department, an agency or a special purpose vehicle of the <i>State</i>; (c) in the case of a federal <i>State</i>, a member of the federation; (d) a special purpose vehicle for several <i>States</i>;

	<p>(e) an international financial institution established by two or more States which has the purpose of mobilising funding and providing financial assistance for the benefit of those of its members that are experiencing or threatened by severe financing problems;</p> <p>(f) the <i>EU</i>;</p> <p>(g) the European Investment Bank;</p> <p>(h) the International Finance Corporation;</p> <p>(i) the International Monetary Fund.</p>
<i>special adjustment</i>	(in <i>IPRU(INV)</i> 13) a <i>position</i> risk adjustment, counterparty risk adjustment and foreign exchange adjustment.
<i>special purpose vehicle</i>	<p>a <i>body corporate</i>, explicitly established for the purpose of securitising assets, whose sole purpose (either generally or when acting in a particular capacity) is to carry out one or more of the following functions:</p> <p>(a) issuing <i>designated investments</i>, other than <i>life policies</i>;</p> <p>(b) redeeming or terminating or repurchasing (whether with a view to re-issue or to cancellation) an issue (in whole or part) of <i>designated investments</i>, other than <i>life policies</i>;</p> <p>(c) entering into transactions or terminating transactions involving <i>designated investments</i> in connection with the <i>issue</i>, redemption, termination or re-purchase of <i>designated investments</i>, other than <i>life policies</i>;</p>
<i>specialist securities</i>	(in <i>UKLR</i> and <i>FEES</i>) <i>securities</i> which, because of their nature, are normally bought and traded by a limited number of investors who are particularly knowledgeable in investment matters.
<i>specialist securitised derivative</i>	(in <i>UKLR</i>) a <i>securitised derivative</i> which because of its nature is normally bought and traded by a limited number of investors who are particularly knowledgeable in investment matters.
<i>specific costs</i>	<i>management expenses</i> other than <i>base costs</i> and <i>establishment costs</i> .
<i>specific costs levy</i>	<p>a levy, forming part of the <i>management expenses levy</i>, to meet the <i>specific costs</i> in the financial year of the <i>compensation scheme</i> to which the levy relates, each <i>participant firm's</i> share being calculated in accordance with ■ <i>FEES</i> 6.4.7 R .</p>
<i>specific non-real time financial promotion</i>	a <i>non-real time financial promotion</i> which identifies and promotes a particular <i>investment</i> or service.

<i>specified benchmark</i>	a benchmark as defined in section 22(1A)(b) of the Act and specified in Schedule 5 to the <i>Regulated Activities Order</i> pursuant to article 63R of the <i>Regulated Activities Order</i>
<i>specified investment</i>	<p>(1) any of the following <i>investments</i> specified in Part III of the <i>Regulated Activities Order</i> (Specified Investments):</p> <ul style="list-style-type: none"> (a) <i>deposit</i> (article 74); (aa) <i>electronic money</i> (article 74A); (b) <i>contract of insurance</i> (article 75); for the purposes of the <i>permission</i> regime, this is sub-divided into: <ul style="list-style-type: none"> (i) <i>general insurance contract</i>; (ii) <i>long-term insurance contract</i>; and then further sub-divided into <i>classes</i> of <i>contract of insurance</i>; (c) <i>share</i> (article 76); (d) <i>debenture</i> (article 77); (e) <i>government and public security</i> (article 78); (f) <i>warrant</i> (article 79); (g) <i>certificate representing certain securities</i> (article 80); (h) <i>unit</i> (article 81); (i) <i>stakeholder pension scheme</i> (article 82(1)); (ia) <i>personal pension scheme</i> (article 82(2)); (iab) pension scheme which provides <i>safeguarded benefits</i> (article 82(3)) (but only in relation to <i>advising on conversion or transfer of pension benefits</i>); (j) <i>option</i> (article 83); for the purposes of the <i>permission</i> regime, this is sub-divided into: <ul style="list-style-type: none"> (i) <i>option</i> (excluding a <i>commodity option</i> and an <i>option</i> on a <i>commodity future</i>); (ii) <i>commodity option</i> and an <i>option</i> on a <i>commodity future</i>; (k) <i>future</i> (article 84); for the purposes of the <i>permission</i> regime, this is sub-divided into: <ul style="list-style-type: none"> (i) <i>future</i> (excluding a <i>commodity future</i> and a <i>rolling spot forex contract</i>); (ii) <i>commodity future</i>; (iii) <i>rolling spot forex contract</i>; (l) <i>contract for differences</i> (article 85); for the purposes of the <i>permission</i> regime, this is sub-divided into: <ul style="list-style-type: none"> (i) <i>contract for differences</i> (excluding a <i>spread bet</i> and a <i>rolling spot forex contract</i>);

- (ii) *spread bet*;
 - (iii) *rolling spot forex contract*;
 - (m) *underwriting capacity of a Lloyd's syndicate* (article 86(1));
 - (n) *membership of a Lloyd's syndicate* (article 86(2));
 - (o) *funeral plan contract* (article 87);
 - (oa) *regulated mortgage contract* (article 61(3));
 - (ob) *home reversion plan* (article 63B(3));
 - (oc) *home purchase plan* (article 63F(3));
 - (od) *regulated sale and rent back agreement* (article 63J(3));
 - (oe) *emissions auction products* (article 82A);
 - (of) *credit agreement* (article 88D) for the purposes of the *permission* regime with respect to the *regulated activities* of *entering into a regulated credit agreement as lender* and exercising, or having the right to exercise, the lender's rights and duties under a regulated credit agreement, this is sub-divided into:
 - (i) a *credit agreement* (excluding *high-cost short-term credit*, a *home credit loan agreement* and a *bill of sale loan agreement*);
 - (ii) *high-cost short-term credit*;
 - (iii) a *home credit loan agreement*;
 - (iv) *bill of sale loan agreement*;

and this has effect as if the reference to a *credit agreement* includes a reference to an article 36H agreement within the meaning of article 36H (4) of the *Regulated Activities Order*;
 - (og) *consumer hire agreement* (article 88E);
 - (p) *rights to or interests in investments* (article 89).
- (2)(in *COLL*) in addition and to the extent it does not fall within (1), an *investment* which would have been within the definition of "specified investment" in the *FCA Handbook* immediately before *IP completion day*.

<i>specified life events</i>	<p>(a) the death of the <i>customer</i>; or</p> <p>(b) the <i>customer</i> leaves the mortgaged land to live elsewhere and has no reasonable prospect of returning (for example, by moving into residential care); or</p> <p>(c) the <i>customer</i> acquires another dwelling for use as his main residence; or</p> <p>(d) the <i>customer</i> sells the mortgaged land; or</p> <p>(e) the <i>lender</i> exercises its legal right to take possession of the mortgaged land under the terms of the contract.</p>
<i>specific risk</i>	<p>(1) (in SYSC) unique risk that is due to the individual nature of an asset and can potentially be diversified.</p> <p>(2) [deleted]</p> <p>[Note: paragraph 12 of Annex I of the <i>Capital Adequacy Directive</i>]</p>
<i>speculative illiquid security</i>	has the meaning in ■ COBS 4.12B.50R.
<i>sponsor</i>	<p>(1) (in UKLR) a <i>person</i> approved, under section 88 of the Act by the FCA, as a sponsor.</p> <p>(1A)[deleted]</p> <p>(2) in in ■ MIPRU 4 and in relation to a <i>securitisation</i> within the meaning of paragraph (2) of the definition of <i>securitisation</i>, an <i>undertaking</i> other than an <i>originator</i> that establishes and manages an <i>asset backed commercial paper programme</i> or other <i>securitisation</i> scheme that purchases <i>exposures</i> from third party entities.</p> <p>[Note: article 4(42) of the <i>Banking Consolidation Directive</i> (Definitions)]</p> <p>(3) [deleted]</p>
<i>sponsor declaration</i>	a declaration submitted by a <i>sponsor</i> to the FCA as required under ■ UKLR 24.3.3R (New applicants: procedure), ■ UKLR 24.3.7R (Further issues: procedure), ■ UKLR 24.3.11R (Circulars: procedure) or ■ UKLR 24.3.12R (Applying for transfer between listing categories).
<i>sponsor service</i>	a service relating to a matter referred to in ■ UKLR 4.2 that a <i>sponsor</i> provides or is requested or appointed to provide, including preparatory work that a <i>sponsor</i> may undertake before a decision is taken as to whether or not it will act as <i>sponsor</i> for a <i>listed issuer</i> or <i>applicant</i> or in relation to a particular transaction, and including all the <i>sponsor's</i> communications with the FCA in connection with the service. But nothing in this definition is to be taken as requiring a <i>sponsor</i> when requested to agree to act as a <i>sponsor</i> for a <i>company</i> or in relation to a transaction.
<i>spread bet</i>	a <i>contract for differences</i> that is a gaming contract, whether or not section 412 of the Act (Gaming contracts) applies to the contract; in this definition, "gaming" has the meaning given in the Gaming Act 1968, which is in summary: the playing of a game of chance for winnings in money or money's worth, whether any <i>person</i> playing the game is at risk of losing any money or money's worth or not.

<i>SRB administrator</i>	a <i>firm</i> which carries on the <i>regulated activity</i> of <i>administering a regulated sale and rent back agreement</i> .
<i>SRB adviser</i>	a <i>firm</i> which carries on the <i>regulated activity</i> of <i>advising on a regulated sale and rent back agreement</i> .
<i>SRB agreement provider</i>	(in accordance with article 63J(3)(a) of the <i>Regulated Activities Order</i>) a <i>firm</i> which buys all or part of the <i>qualifying interest in land</i> in the <i>United Kingdom</i> from a <i>SRB agreement seller</i> under a <i>regulated sale and rent back agreement</i> , including a <i>firm</i> which acquires obligations or rights under a <i>regulated sale and rent back agreement</i> .
<i>SRB agreement seller</i>	(in accordance with article 63J(3)(a) of the <i>Regulated Activities Order</i>) an individual or trustees, who sells all or part of the <i>qualifying interest in land</i> in the <i>United Kingdom</i> to an agreement provider under a <i>regulated sale and rent back agreement</i> .
<i>SRB arranger</i>	a <i>firm</i> which carries on the <i>regulated activity</i> of <i>arranging (bringing about) a regulated sale and rent back agreement or making arrangements with a view to a regulated sale and rent back agreement</i> .
<i>SRB intermediary</i>	a <i>firm</i> with <i>permission</i> (or which ought to have <i>permission</i>) to carry on a <i>regulated sale and rent back mediation activity</i> .
<i>SREP</i>	the <i>supervisory review and evaluation process</i> .
<i>SRD</i>	the <i>Shareholder Rights Directive</i> .
<i>SRD asset manager</i>	<p>(1)an <i>investment firm</i> that provides <i>portfolio management</i> services to investors;</p> <p>(2)an <i>AIFM</i> that is not a <i>small AIFM</i>; or</p> <p>(3)the <i>operator</i> of a <i>UK UCITS</i>.</p> <p>[Note: article 1(2)(f) of <i>SRD</i>]</p>
<i>SRD institutional investor</i>	<p>(1)</p> <p>(a)an undertaking carrying out activities:</p> <p>(i)of life assurance within the meaning of points (a), (b) and (c) of article 2(3) of Directive 2009/138/EC of the European Parliament and of the Council; or</p> <p>(ii)of reinsurance as defined in point (7) of article 13 of that</p>

	<p>Directive, provided that those activities cover life-insurance obligations; and</p> <p>which would not be excluded pursuant to that Directive.</p> <p>(b) References to Directive 2009/138/EC in (a)(i) and (ii) are to that Directive as implemented immediately before <i>IP completion day</i> in the law of the <i>United Kingdom</i> or any part of the <i>United Kingdom</i>; or</p> <p>(2) an institution for occupational retirement provision falling within the scope of the law of the <i>United Kingdom</i> or any part of the <i>United Kingdom</i> which was relied on immediately before <i>IP completion day</i> to implement Directive (EU) 2016/2341 of the European Parliament and of the Council.</p>
SSAS	<i>small self-administered scheme.</i>
SSPE	<i>a securitisation special purpose entity.</i>
SSR Delegated Regulation 1	the <i>UK</i> version of Commission Delegated Regulation (EU) No 826/2012 of 29 June 2012 supplementing Regulation (EU) No 236/2012 of the European Parliament and of the Council with regard to regulatory technical standards on notification and disclosure requirements with regard to net short positions, the details of the information to be provided to the European Securities and Markets Authority in relation to net short positions and the method for calculating turnover to determine exempted shares, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
SSR Delegated Regulation 2	the <i>UK</i> version of Commission Delegated Regulation (EU) No 918/2012 of 5 July 2012 supplementing Regulation (EU) No 236/2012 of the European Parliament and of the Council on short selling and certain aspects of credit default swaps with regard to definitions, the calculation of net short positions, covered sovereign credit default swaps, notification thresholds, liquidity thresholds for suspending restrictions, significant falls in the value of financial instruments and adverse events, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
SSR Implementing Regulation	the <i>UK</i> version of Commission Implementing Regulation (EU) No 827/2012 of 29 June 2012 laying down implementing technical standards with regard to the means for public disclosure of net position in shares, the format of the information to be provided to the European Securities and Markets Authority in relation to net short positions, the types of agreements, arrangements and measures to adequately ensure that shares or sovereign debt instruments are available for settlement and the dates and period for the determination of the principal venue for a share according to Regulation (EU) No 236/2012 of the European Parliament and of the Council on short selling and certain aspects of credit default swaps, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
stabilisation	as defined in article 3(2)(d) of the <i>Market Abuse Regulation</i> .
staff being assessed under FIT	(in <i>FIT</i> and in relation to an <i>SMCR firm</i>) those persons set out in ■ FIT 1.1.1G(4) to ■ (8) .
staff mortgage	a <i>regulated mortgage contract</i> between an employer, or an <i>undertaking</i> in the same <i>group</i> as the employer, as lender and the employee (alone or with another <i>person</i>) as borrower to defray money applied for any of the

	<p>following purposes:</p> <p>(a) acquiring any residential land which was intended, at the time of the acquisition, for occupation by the employee as their home;</p> <p>(b) carrying out repairs or improvements to any residential land which was intended, at the time of taking out the loan, for occupation by the employee as their home; or</p> <p>(c) payments in respect of a loan (whether of interest or capital).</p>
<i>stakeholder CTF</i>	a CTF that has the characteristics, and complies with the conditions, set out in paragraph 2 of the Schedule to the <i>CTF Regulations</i> .
<i>stakeholder pension scheme</i>	(in accordance with article 3 of the <i>Regulated Activities Order</i>) a scheme that meets the conditions in section 1 of the Welfare Reform and Pensions Act 1999 or article 3 of the Welfare Reform and Pensions (Northern Ireland) Order 1999.
<i>stakeholder product</i>	<p>(as defined in article 52B(3) of the <i>Regulated Activities Order</i>):</p> <p>(a) a <i>stakeholder CTF</i>; or</p> <p>(b) a <i>stakeholder pension scheme</i>; or</p> <p>(c) an investment of a kind specified in the <i>Stakeholder Regulations</i>.</p>
<i>Stakeholder Regulations</i>	the Financial Services and Markets Act 2000 (Stakeholder Products) Regulations 2004 (SI 2004/2738).

<i>standardised deterministic projection</i>	a <i>projection</i> which is either a <i>generic projection</i> or a <i>personal projection</i> produced in accordance with the assumptions contained in ■ COBS 13 Annex 2.
<i>standard methods of internal client money reconciliation</i>	<p>(a) [deleted]</p> <p>(b) the methods of <i>internal client money reconciliation</i> described in ■ CASS 7.16.</p>
<i>standard non-executive director</i>	<p>(in relation to a <i>firm</i>) any of the following:</p> <p>(1) a <i>board director</i> of that <i>firm</i> who:</p> <p>(a) has no responsibility for implementing the decisions or the policies of the board of <i>directors</i>, or if there is no such board, of the equivalent body responsible for the management of the <i>firm</i>; and</p> <p>(b) is not:</p> <p>(i) an <i>SMF manager</i>; or</p> <p>(ii) an <i>approved person</i> whose approval is to perform an <i>FCA significant-influence function</i>; or</p> <p>(iii) an <i>approved person</i> whose approval is to perform a senior insurance management function as defined in the <i>PRA Rulebook</i>; of that <i>firm</i>; or</p> <p>(2) a <i>non-executive director</i> of that <i>firm</i> who is an <i>employee</i> (as defined in paragraph (4) of the <i>Glossary</i> definition of <i>employee</i>) of that <i>firm</i>.</p>
<i>standard terms</i>	(in <i>DISP</i>) the contractual terms made under paragraph 18 of Schedule 17 to the Act (The Ombudsman Scheme), under which <i>VJ participants</i> participate in the <i>Voluntary Jurisdiction</i> .
<i>standing independent valuer</i>	the person appointed as such under ■ COLL 5.6.20 R (Standing independent valuer and valuation), ■ COLL 8.4.13R (1) (Standing independent valuer and valuation), or ■ COLL 15.6.22R (Standing independent valuer and valuation).
<i>State</i>	<p>means:</p> <p>(a) the sovereign or other head of a State in their public capacity;</p> <p>(b) the government of a State;</p> <p>(c) a department of a State; or</p> <p>(d) an agency or a special purpose vehicle of a State, including an agency or special purpose vehicle of (a), (b) or (c).</p>
<i>state finance organisation</i>	<p>a legal person other than a <i>company</i>:</p> <p>(a) which is a national of a state;</p> <p>(b) which is set up by or pursuant to a special law;</p> <p>(c) whose activities are governed by that law and consist solely of raising funds under state control through the issue of <i>debt securities</i>;</p> <p>(d) which is financed by means of the resources they have raised and</p>

	<p>resources provided by the state; and</p> <p>(e) the <i>debt securities</i> issued by it are considered by the law of the relevant state as securities issued or guaranteed by that state.</p>
<i>state monopoly</i>	<p>a <i>company</i> or other legal person which is a national of a state and which:</p> <p>(a) in carrying on its business benefits from a monopoly right granted by a state; and</p> <p>(b) is set up by or pursuant to a special law or whose borrowings are unconditionally and irrevocably guaranteed by a state or one of a state's federated states.</p>
<i>State of the commitment</i>	<p>(a) if the <i>policyholder</i> is an individual, the State in which he had his habitual residence at that date;</p> <p>(b) if the <i>policyholder</i> is not an individual, the State in which the establishment of the <i>policyholder</i> to which the commitment relates was established at that date;</p> <p>in this definition, "commitment" means (in accordance with article 2 of the Financial Services and Markets Act 2000 (Control of Business Transfers) (Requirements on Applicants) Regulations 2001 (SI 2001/3625)) any contract of insurance of a kind referred to in <i>UK</i> provisions which implemented article 2(3) of the <i>Solvency II Directive</i>.</p>
<i>State of the risk</i>	<p>(a) if the insurance relates to a building or to a building and its contents (so far as the contents are covered by the same policy), the state in which the building is situated;</p> <p>(b) if the insurance relates to a vehicle of any type, the state of registration;</p> <p>(ba) if the insurance relates to a <i>vehicle</i> dispatched from one state to another, in respect of the period of 30 days beginning with the day on</p>

	<p>which the purchaser accepts delivery, the state of destination (and not, as provided by sub-paragraph (b), the state of registration);</p> <p>[Note: article 15(1) of the <i>Consolidated Motor Insurance Directive</i>]</p> <p>(c) in the case of <i>policies</i> of a duration of four months or less covering travel or holiday risks (whatever the class concerned), the state in which the <i>policyholder</i> took out the <i>policy</i>;</p> <p>(d) in a case not covered by (a) to (c):</p> <p>(i) if the <i>policyholder</i> is an individual, the state in which he has his habitual residence at the date when the contract is entered into; and</p> <p>(ii) otherwise, the state in which the establishment of the <i>policyholder</i> to which the <i>policy</i> relates is situated at that date.</p>
<i>Statement of Principle</i>	one of the <i>rules</i> made by the FCA under section 64A(1)(a) of the Act (Rules of conduct) with respect to the conduct of <i>approved persons</i> of certain <i>firms</i> and set out in ■ APER 2.1A .
<i>statement of responsibilities</i>	<p>a statement provided under section 60(2A) of the Act (Applications for approval), including:</p> <p>(a) a statement revised under section 62A of the Act (Changes in responsibilities of senior managers); and</p> <p>(b) a statement required under articles 2 or 11 of the Financial Services (Banking Reform) Act 2013 (Transitional and Savings Provisions) Order 2015 (SI 2015/492) (including one revised under that Order).</p>
<i>statutory auditor</i>	a statutory auditor as that term is defined in section 1210 of the Companies Act 2006.
<i>statutory money purchase illustration</i>	an annual illustration of the contributions made for the benefit of, and the potential benefits due to, a member of a <i>personal pension scheme</i> , which is prepared in accordance with the Occupational and Personal Pension Schemes (Disclosure of Information) Regulations 2013 (SI 2013/2734).
<i>statutory notice</i>	a <i>warning notice</i> , <i>decision notice</i> or <i>supervisory notice</i> .
<i>statutory notice decision</i>	a decision by the <i>appropriate regulator</i> on whether or not to give a <i>statutory notice</i> .
<i>statutory notice associated decision</i>	<p>a decision which is made by the <i>appropriate regulator</i> and which is associated with a decision to give a <i>statutory notice</i>, including a decision:</p> <p>(a) to determine or extend the period for making representations;</p> <p>(b) to determine whether a copy of the <i>statutory notice</i> needs to be given to any third party and the period for him to make representations;</p> <p>(c) to refuse access to <i>appropriate regulator</i> material.</p> <p>(d) [deleted]</p>
<i>statutory objectives</i>	<p>(1) for the FCA (as described in sections 1B, 1C, 1D and 1E of the Act):</p> <p>(a) its strategic objective of ensuring that the relevant markets</p>

	<p>function well; and</p> <p>(b) its operational objectives:</p> <p>(i) the <i>consumer</i> protection objective (as defined in section 1C of the Act);</p> <p>(ii) the integrity objective (as defined in section 1D of the Act); and</p> <p>(iii) the competition objective (as defined in section 1E of the Act);</p> <p>(2) for the <i>PRA</i> (as described in sections 2B, 2C and 314A of the Act):</p> <p>(a) its general objective of promoting the safety and soundness of <i>PRA-authorised persons</i>; and</p> <p>(b) its insurance objective of contributing to the securing of an appropriate degree of protection for those who are or may become <i>policyholders</i>.</p>
<i>stochastic projection</i>	a <i>projection</i> showing a summary of results from repeated simulations using an investment model, where the model uses key financial parameters which are subject to random variations and are projected into the future.
<i>stock lending</i>	the disposal of a <i>designated investment</i> subject to an obligation or right to reacquire the same or a similar <i>designated investment</i> from the same counterparty.
<i>stock lending activity</i>	the activity of undertaking a <i>stock lending</i> transaction.
<i>stocks and shares component</i>	a qualifying investment as prescribed in paragraph 7 of the <i>ISA Regulations</i> .
<i>stocks and shares ISA business</i>	a <i>firm's</i> activities, in its capacity as an <i>ISA manager</i> , in connection with an <i>ISA</i> which contains only a <i>stocks and shares component</i> and is not either or both <i>MiFID business</i> and <i>designated investment business</i> .

<i>store card</i>	a card restricted to paying for goods or services from a particular supplier or group of suppliers and where the price of the goods or services is paid directly to the supplier or group of suppliers by the customer or the <i>firm</i> , but excluding a <i>plastic card</i> used to pay for goods or services through a network such as Visa or MasterCard.
<i>strategic investment</i>	an investment which: <ul style="list-style-type: none"> (a) is made for a strategic purpose; (b) is made for an expected duration consistent with that purpose and is, or has the potential to be, illiquid or hard to value; and (c) is significant in value in proportion to the size of the <i>with-profits fund</i>.
<i>structured capital-at-risk product</i>	a product, other than a <i>derivative</i> , which provides an agreed level of income or growth over a specified investment period and displays the following characteristics: <ul style="list-style-type: none"> (a) the <i>customer</i> is exposed to a range of outcomes in respect of the return of initial capital invested; (b) the return of initial capital invested at the end of the investment period is linked by a pre-set formula to the performance of an index, a combination of indices, a 'basket' of selected stocks (typically from an index or indices), or other factor or combination of factors; and (c) if the performance in (b) is within specified limits, repayment of initial capital invested occurs but if not, the <i>customer</i> could lose some or all of the initial capital invested.
<i>structured deposit</i>	(in accordance with article 3 of the <i>Regulated Activities Order</i>) a deposit which is fully repayable at maturity on terms under which interest or a premium will be paid or is at risk, according to a formula involving factors such as: <ul style="list-style-type: none"> (a) an index or combination of indices, excluding variable rate deposits whose return is directly linked to an interest rate index such as SONIA (whether or not adjusted); or (b) a <i>financial instrument</i> or combination of <i>financial instruments</i>; or (c) a <i>commodity</i> or combination of <i>commodities</i> or other physical or non-physical non-fungible assets; or (d) a foreign exchange rate or combination of foreign exchange rates. <p>[Note: article 4(1)(43) of <i>MiFID</i>]</p>
<i>structured deposit appointed representative</i>	an <i>appointed representative</i> that is a party to a contract with a <i>MiFID investment firm</i> that permits or requires it to carry on only the business of selling, or advising <i>clients</i> in relation to, <i>structured deposits</i> in accordance with the <i>Appointed Representatives Regulations</i> .
<i>structured deposit regulated activities</i>	any of the following activities, specified in Part II of the <i>Regulated Activities Order</i> (Specified Activities), which is carried on by way of business in relation to <i>structured deposits</i> : <ul style="list-style-type: none"> (a) <i>dealing in investments as agent</i>;

	<p>(b) <i>arranging (bringing about) deals in investments;</i></p> <p>(c) <i>making arrangements with a view to transactions in investments;</i></p> <p>(d) <i>managing investments;</i> and</p> <p>(e) <i>advising on investments (except P2P agreements).</i></p>
<i>structured finance products</i>	(as defined in article 2(1)(28) of <i>MiFIR</i>) those securities created to securitise and transfer credit risk associated with a pool of financial assets entitling the security holder to receive regular payments that depend on the cash flow from the underlying assets.[Note: article 4(1)(48) of <i>MiFID</i>]
<i>sub-consolidated basis</i>	(in relation to a <i>group</i> to which the <i>UK CRR</i> applies) has the meaning given in Article 4(1)(49) of the <i>UK CRR</i> .
<i>sub-fund</i>	<p>(a) (in relation to an <i>authorised fund</i> that is an <i>umbrella</i>) a separate part of the <i>scheme property</i> of that <i>scheme</i> that is pooled separately;</p> <p>(aa) (in relation to an <i>EEA UCITS scheme</i>) any part of that <i>scheme</i> that constitutes an investment compartment for the purposes of the <i>UCITS Directive</i>;</p> <p>(b) (in relation to a <i>fund</i> that is not an <i>authorised fund</i> or an <i>EEA UCITS scheme</i>) any part of that <i>scheme</i> that is equivalent to (a).</p>
<i>sub-group</i>	<p>(in relation to a <i>person</i>):</p> <p>(a) that <i>person</i>; and</p> <p>(b) any <i>person</i> that is either:</p> <p>(i) a <i>subsidiary undertaking</i> of that <i>person</i>; or</p> <p>(ii) an <i>undertaking</i> in which that <i>person</i> or a <i>subsidiary undertaking</i> of that <i>person</i> holds a <i>participation</i>.</p>
<i>sub-pool</i>	a discrete <i>pool</i> of <i>client money</i> established under ■ CASS 7.19 , which after a <i>primary pooling event</i> includes the <i>client money</i> that is required to be included in the <i>pool</i> under ■ CASS 7A.2.4R(1A) .
<i>sub-pool disclosure document</i>	a document prepared by a <i>firm</i> containing the information required by ■ CASS 7.19.9 R .
<i>subsidiary</i>	<p>(1) (except in relation to <i>MiFID business</i>) (as defined in section 1159(1) of the Companies Act 2006 (Meaning of "subsidiary", etc)) (in relation to another <i>body corporate</i> ("H")) a <i>body corporate</i> of which H is a <i>holding company</i>.</p> <p>(2) (in relation to <i>MiFID business</i>, other than for the purposes of <i>MIFIDPRU</i>, ■ SYSC 19G (MIFIDPRU Remuneration Code) and the definition of an <i>investment firm group</i>) a subsidiary undertaking within the meaning of article 2(10) and article 22 of the <i>Accounting</i></p>

	<p><i>Directive</i>, including any subsidiary of a subsidiary undertaking of an ultimate <i>parent undertaking</i>.</p> <p>(3) (for the purposes of <i>MIFIDPRU</i>, ■ SYSC 19G (<i>MIFIDPRU</i> Remuneration Code) and in the definition of an <i>investment firm group</i>) an <i>undertaking</i> which is a subsidiary undertaking under section 1162 of the Companies Act 2006, read with Schedule 7 to that Act..</p> <p>[Note: article 4 (1)(33) of <i>MiFID</i>]</p>
<i>subsidiary undertaking</i>	<p>(1) (except for the purposes of determining whether a <i>person</i> has <i>close links</i> with another <i>person</i>) an <i>undertaking</i> of which another <i>undertaking</i> is its <i>parent undertaking</i>.</p> <p>(2) (for the purposes of determining whether a <i>person</i> has <i>close links</i> with another <i>person</i>) (in accordance with section 343(8) of the Act (Information given by auditor or actuary to a regulator) and paragraph 3(3) of Schedule 6 to the Act (Threshold conditions)):</p> <p>(a) an <i>undertaking</i> in (1);</p> <p>(b) an <i>undertaking</i> ("S") if:</p> <p>(i) another <i>undertaking</i> (its parent) is a member of S;</p> <p>(ii) a majority of S's board of directors who have held office during the financial year and during the preceding financial year have been appointed solely as a result of the exercise of the parent's voting rights; and</p> <p>(iii) no one else is the parent undertaking of S under any of (a) (i) to (iii) or b(i) or (ii) in the definition of <i>parent undertaking</i>.</p> <p>(3) (in <i>UKLR</i> and <i>BSOCS</i>) as defined in section 1162 of the Companies Act 2006.</p>
<i>subsistence balance</i>	(in <i>BCOBS</i>) any sum of money payable by a <i>firm</i> to a <i>consumer</i> or standing to the credit of the <i>consumer</i> in an account with the <i>firm</i> where that sum is needed by the <i>consumer</i> to meet essential living expenses or <i>priority debts</i> (whether owed to the <i>firm</i> or a third party).
<i>subsisting funeral plan</i>	a <i>funeral plan contract</i> that was entered into before 29 July 2022 and is still in force, including a contract meeting this criterion which is transferred in circumstances where ■ FPCOB 10.2.2R applies.
<i>subsisting rights</i>	<p>has the meaning given in section 76 of the Pension Schemes Act 2015 which is:</p> <p>(a) for a <i>member of a pension scheme</i>:</p> <p>(i) any right which has accrued to or in respect of the member to future benefits under the scheme; or</p> <p>(ii) any entitlement to benefits under the scheme;</p> <p>(b) for a <i>survivor of a member of a pension scheme</i>, any right to future benefits, or entitlement to benefits, which the <i>survivor</i> has under the scheme in respect of the member.</p>

<i>substantial shareholder</i>	as defined in ■ UKLR 8.1.12R.
<i>successor</i>	(in <i>COMP</i>) a <i>person</i> who has assumed responsibility for liabilities arising from acts or omissions of a <i>relevant person</i> .
<i>suitability report</i>	<p>a report which a <i>firm</i> must provide to its <i>client</i> which, among other things, explains why the <i>firm</i> has concluded that a recommended transaction is suitable for the <i>client</i> and which is provided pursuant to:</p> <p>(a) ■ COBS 9.4 (Suitability reports) where the <i>firm</i> is carrying on <i>designated investment business</i> other than any <i>MiFID</i>, <i>equivalent third country</i> or <i>optional exemption business</i> or in relation to an <i>insurance-based investment product</i>;</p> <p>(b) article 54(12) of the <i>MiFID Org Regulation</i> where the <i>firm</i> is carrying on <i>MiFID business</i>;</p> <p>(c) ■ GEN 2.2.22AR and ■ COBS 9A.3.3UK where the <i>firm</i> is carrying on the <i>equivalent business of a third country investment firm</i>;</p> <p>(d) ■ COBS 9A.1.2R and ■ COBS 9A.3.3UK where the <i>firm</i> is carrying on <i>MiFID optional exemption business</i>; or</p> <p>(e) ■ COBS 9A.3.2R where the <i>firm</i> is carrying on <i>insurance distribution activities</i> in relation to an <i>insurance-based investment product</i>.</p>
<i>summary</i>	(in relation to a <i>prospectus</i>) the summary included in the <i>prospectus</i> .
<i>summary resolution communication</i>	<p>either:</p> <p>(1) in relation to a <i>MiFID complaint</i>, a response in accordance with ■ DISP 1.1A.24UK, ■ DISP 1.1A.25UK and ■ DISP 1.1A.26R; or</p> <p>(2) in relation to all other <i>complaints</i>, has the meaning given in ■ DISP 1.5.4R.</p>
<i>SUP</i>	the Supervision manual.
<i>super transaction</i>	<p>a transaction where:</p> <p>(a) the <i>issuer</i> has a market capitalisation that is equal to or more than £1.5 billion; and</p> <p>(i) the <i>issuer</i> is a new <i>applicant</i> for a <i>listing</i> in the <i>equity shares (commercial companies)</i> category or the <i>closed-ended investment funds</i> category; or</p> <p>(ii) it has submitted to the <i>FCA</i> for approval or review a document in relation to:</p> <p>(A) a <i>reverse takeover</i> by an <i>issuer</i> that does not have a <i>listing</i> in the <i>equity shares (commercial companies)</i> category and is not a <i>closed-ended investment fund</i>;</p> <p>(B) an <i>initial transaction</i>;</p> <p>(C) a <i>hostile takeover</i>; or</p> <p>(D) a <i>significant restructuring</i>; or</p>

	<p>(b)the <i>issuer</i> has a market capitalisation that is equal to or more than £5billion and has submitted to the <i>FCA</i> for approval or review:</p> <ul style="list-style-type: none"> (i)a <i>prospectus</i> for <i>equity securities</i> or <i>specified exempted documents</i>; (ii)a <i>prospectus</i> or <i>listing particulars</i> in relation to a <i>certificate representing certain securities</i>; (iii)a <i>document</i> in relation to a <i>reverse takeover</i> by an <i>issuer</i> with a <i>listing</i> in the <i>equity shares (commercial companies)</i> category; or (iv)a <i>document</i> in relation to a <i>reverse takeover</i> by a <i>closed-ended investment fund</i>.
<i>supervised entity</i>	has the meaning in article 3.1(17) of the <i>benchmarks regulation</i> .
<i>supervised run-off firm</i>	<p>(in accordance with the <i>EU Exit Passport Regulations</i> and the <i>E-money and Payments Transitional Provisions Regulations</i>) a person who is:</p> <ul style="list-style-type: none"> (1)treated as having Part 4A permission (or a variation to permission) under regulation 28 or 34 of the <i>EU Exit Passport Regulations</i>; or (2)treated as an <i>authorised electronic money institution</i> under paragraph 12B of Part 1A of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i>; or (3)treated as an <i>authorised payment institution</i> under paragraph 26 of Part 3 of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i>; or (4)treated as a <i>registered account information service provider</i> under paragraph 26 of Part 3 of Schedule 3 of the <i>E-money and Payments Transitional Provisions Regulations</i>.
<i>supervisory authority</i>	<p>(1) (for a <i>non-UK AIF</i>) the national authority or authorities of the <i>State</i> empowered by law or regulation to supervise <i>AIFs</i> in that <i>State</i>.</p> <p>[Note: article 4(1)(al) of <i>AIFMD</i>]</p> <p>(2) (in accordance with article 4(1)(am) of <i>AIFMD</i>) (for a <i>non UK AIFM</i>) the national authority or authorities of the <i>State</i> empowered by law or regulation to supervise <i>AIFMs</i> in that <i>State</i>.</p> <p>[Note: article 4(1)(am) of <i>AIFMD</i>]</p>
<i>supervisory function</i>	<p>(1) any function within a <i>common platform firm</i> that is responsible for the supervision of its <i>senior personnel</i>.</p> <p>(2) (in relation to a <i>management company</i>) the <i>relevant persons</i> or body or bodies responsible for the supervision of its <i>senior personnel</i> and for the assessment and periodic review of the adequacy and effectiveness of the risk management process and of the policies, arrangements and procedures of the firm.</p> <p>(3)(in relation to an operator of an electronic system in relation to lending) any function within the <i>firm</i> that is responsible for the supervision of its <i>senior personnel</i>.</p> <p>[Note: article 3(6) of the <i>UCITS implementing Directive</i>]</p>

<i>supervisory notice</i>	(as defined in section 395(13) of the Act (The FCA's and PRA's procedures)) a notice given by the <i>appropriate regulator</i> in accordance with section 55Y(4), (7) or (8)(b); 63ZC(4), 63ZC(8) or 63ZC(9)(b); 78(2) or (5); 197(3), (6) or (7)(b); 259(3), (8) or (9)(b); 268(3), (7)(a) or (9)(a) (as a result of subsection (8)(b)); 282(3), (6) or (7)(b); or 321(2) or (5).
<i>supervisory review and evaluation process</i>	<p>(1) the <i>appropriate regulator's</i> assessment of the adequacy of certain <i>firms' capital</i>, as more fully described in ■ INSPRU 7.1.91 G to ■ INSPRU 7.1.99 G (<i>insurers</i>).</p> <p>(2) (in MIFIDPRU) the FCA's assessment of the adequacy of a <i>MIFIDPRU investment firm's own funds and liquid assets</i>, as described in ■ MIFIDPRU 7.10.</p>
<i>supplementary prospectus</i>	(in <i>Part 6 rules</i>) a supplementary prospectus containing details of a new factor, mistake or inaccuracy.
<i>supplier</i>	<p>(a) the <i>person</i> referred to as the supplier in the definitions of <i>borrower-lender agreement</i>, <i>borrower-lender-supplier agreement</i> and <i>restricted-use credit agreement</i>; and</p> <p>(b) in relation to a <i>credit agreement</i> falling within (2) (a) of the definition of <i>restricted-use credit agreement</i>, is the <i>lender</i>; and</p> <p>(c) includes a <i>person</i> to whom the rights and duties of a <i>person</i> falling within (a) or (b) have passed by <i>assignment</i> or operation of law.</p>
<i>supplementary listing particulars</i>	(in UKLR) (in accordance with section 81(1) of the Act), supplementary listing particulars containing details of the change or new matter.
<i>suretyship</i>	<p>(in relation to a <i>class of contract of insurance</i>) the <i>class of contract of insurance</i>, specified in paragraph 15 of Part I of Schedule 1 to the <i>Regulated Activities Order</i> (Contracts of general insurance), namely:</p> <p>(a) a <i>contract of insurance</i> against the risks of loss to the <i>person</i> insured arising from their having to perform contracts of guarantee entered into by them;</p> <p>(b) fidelity bonds, performance bonds, administration bonds, bail bonds or customs bonds or similar contracts of guarantee where these are:</p> <p>(i) effected or carried out by a <i>person</i> not carrying on a banking business;</p> <p>(ii) not effected merely incidentally to some other business carried on by the <i>person</i> effecting them; and</p> <p>(iii) effected in return for the payment of one or more premiums.</p>
<i>surrender value</i>	<p>(a) where the contract is a contract of life assurance or a contract for an annuity, the amount (including a nil amount) payable by the <i>firm</i> or other body issuing the contract on surrender of the <i>policy</i>;</p> <p>(b) where the contract is a <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>, the amount payable on the transfer of the investor's accrued rights under that contract to another <i>personal pension scheme</i> or <i>stakeholder pension scheme</i>;</p>

	<p>(c) where the contract is a <i>Holloway sickness policy</i>, the amount payable by the <i>firm</i> on surrender on or before the <i>projection date</i> for the <i>policy</i>;</p> <p>(d) where the contract is for any other matter, the amount payable by the <i>firm</i> on the surrender of the <i>policy</i>.</p>
<i>survivor</i>	has the meaning given in section 76 of the Pension Schemes Act 2015 which, for a <i>member of a pension scheme</i> , means a <i>person</i> who has survived the member and has a right to future benefits, or is entitled to benefits, under the scheme in respect of the member.
<i>sustainability characteristics</i>	environmental or social characteristics.
<i>sustainability entity report</i>	(in ■ ESG) a public report regarding the overall assets managed by a <i>manager</i> in relation to its <i>sustainability in-scope business</i> , produced in accordance with ■ ESG 5.6.
<i>sustainability in-scope business</i>	<p>the following activities, as set out in more detail in ■ ESG 3.1.2R:</p> <p>(1) <i>managing a UK UCITS</i>; and</p> <p>(2) <i>managing an AIF</i> which is a <i>UK AIF</i>.</p>
<i>sustainability label</i>	any of the labels that are listed at ■ ESG 4.1.1R(1).
<i>sustainability objective</i>	a statement of intention to undertake activities with the aim of directly or indirectly improving or pursuing positive environmental and/or social outcomes.
<i>sustainability product</i>	<p>any of the following:</p> <p>(1) an <i>authorised fund</i>, including, where the <i>authorised fund</i> is an <i>umbrella scheme</i>, each <i>sub-fund</i> of the <i>umbrella</i>; or</p> <p>(2) an <i>unauthorised AIF</i> that is managed by a <i>full-scope UK AIFM</i> or a <i>small authorised UK AIFM</i>, unless it is:</p> <p>(a) a <i>non-UK AIF</i>;</p> <p>(b) a closed-ended <i>AIF</i> that makes no additional investments after 22 July 2013 (see regulation 74(1) of the <i>AIFMD UK Regulation</i>);</p> <p>(c) a <i>SEF</i>; or</p> <p>(d) an <i>RVECA</i>.</p>
<i>sustainable</i>	(in CONC) the ability of the <i>customer</i> to make repayments under a <i>credit agreement</i> in accordance with ■ CONC 5.2A.12R.
<i>swap</i>	a transaction in which two counterparties agree to exchange streams of payments over time according to a predetermined basis or a <i>contract for differences</i> .
<i>Swiss general insurance company</i>	<p>(in accordance with article 1(2) of the Financial Services and Markets Act 2000 (Variation of Threshold Conditions) Order 2001 (SI 2001/2507)) a <i>person</i>:</p> <p>(a) whose head office is in Switzerland;</p> <p>(b) who is authorised by the supervisory authority in Switzerland as</p>

	mentioned in article 7.1 of the <i>Swiss Treaty Agreement</i> ; and (c) who is seeking to carry on, or is carrying on, from a branch in the <i>United Kingdom</i> , a <i>regulated activity</i> consisting of the <i>effecting or carrying out of contracts of insurance</i> of a kind which is subject to that agreement.
<i>Swiss general insurer</i>	a <i>Swiss general insurance company</i> which has <i>permission</i> to effect or carry out <i>contracts of insurance</i> of a kind which is subject to the <i>Swiss Treaty Agreement</i> .
<i>Swiss Treaty Agreement</i>	the agreement of 10 October 1989 between the European Economic Community and the Swiss Confederation on direct insurance other than life insurance, approved on behalf of the European Economic Community by the Council Decision of 20 June 1999 (No 91/370/EEC). [Note: the terms of the <i>Swiss Treaty agreement</i> are replicated in the agreement between the United Kingdom of Great Britain and Northern Ireland and the Swiss Confederation on Direct Insurance other than Life Insurance, signed on 25 January 2019 (see https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/774824/CS_Swiss_3.2019_Insurance.pdf).]
<i>syndicate</i>	one or more <i>persons</i> , to whom a particular syndicate number has been assigned by or under the authority of the <i>Council</i> , <i>carrying out or effecting contracts of insurance</i> written at Lloyd's.
<i>syndicate assets</i>	assets managed by or at the direction of a <i>managing agent</i> in respect of <i>insurance business</i> carried on through a <i>syndicate</i> and overseas business regulatory deposits funded from those assets.
<i>syndicate year</i>	a year of account of a <i>syndicate</i> .
<i>synthetic cash</i>	a position in a <i>derivative</i> that offsets an exposure in property to the point where that exposure has effectively been neutralised, and the effect of the combined holding of both property and the position in the <i>derivative</i> is the same as if the <i>authorised fund</i> had received or stood to receive the value of the property in cash.
<i>synthetic risk and reward indicator</i>	(in <i>COLL</i>) a synthetic indicator within the meaning of article 8 of the <i>KII Regulation</i> . [Note: article 2(2) of the <i>UCITS implementing Directive No 2</i>]
SYSC	the part of the <i>Handbook</i> in High Level Standards which has the title Senior Management Arrangements, Systems and Controls.
<i>systemic risk</i>	a risk of disruption in the financial system with the potential to have serious negative consequences for the financial system and the real economy.
<i>systematic internaliser</i>	an <i>investment firm</i> which: (a) on an organised, frequent, systemic and substantial basis, deals on own account when executing client orders outside a <i>regulated market</i> , <i>UK MTF</i> or <i>UK OTF</i> without operating a <i>multilateral system</i> ; and (b) either: (i) satisfies the criteria set out in Article 12, 13, 14, 15 or 16 of the <i>MiFID Org Regulation</i> assessed, in accordance with Article 17 of that

Regulation; or

(ii) has chosen to opt-in to the systemic internaliser regime.

For these purposes:

(A) the frequent and systemic basis is to be measured either by the number of OTC trades in the *financial instrument* carried out by the *investment firm* on own account when executing client orders; and

(B) the substantial basis is to be measured either by the size of the OTC trading carried out by the *investment firm* in relation to the total trading of the *investment firm* in a specific financial instrument or by the size of the OTC trading carried out by the *investment firm* in relation to the total trading in the relevant area (within the meaning of article 14(5A) of *MiFIR*) in a specific *financial instrument*.

[Note: article 2(1)(12) and (12A) of *MiFIR*]

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<i>table of FCA controlled functions</i>	the table of <i>controlled functions</i> in ■ SUP 10A.4.4 RS.
<i>TA EMI firm</i>	a person who has temporary EMI authorisation.
<i>TA PI firm</i>	a person who has temporary PI authorisation.
<i>TA RAISP firm</i>	a person who has temporary RAISP registration.
<i>table of FCA-designated senior management functions</i>	the table of <i>FCA-designated senior management functions</i> in ■ SUP 10C.4.3R.
<i>takeover bid</i>	an offer, as the term is used in the <i>Takeover Code</i> , or any other similar conduct governed by that code.
<i>Takeover Code</i>	the City Code on Takeovers and Mergers issued by the <i>Takeover Panel</i> .
<i>takeover or related operation</i>	<p>(a) any transaction falling within paragraph 3(b) (Companies, Transactions and Persons subject to the Code) of the introduction to the <i>Takeover Code</i> and, for this purpose, an offer for non-voting, non-equity share capital is to be regarded as falling within the <i>Takeover Code</i> even if not required by rule 15 of that Code;</p> <p>(b) any transaction which would have fallen within (a) were it not for the fact that the company which is the subject of the transaction does not satisfy the tests set out in paragraph 3(a) (Companies, Transactions and Persons subject to the Code) of the introduction to the <i>Takeover Code</i>;</p> <p>(c) any offer, transaction or arrangement relating to the purchase of <i>securities</i> with a view to establishing or increasing a strategic holding of a <i>person</i>, or of a <i>person</i> together with his <i>associates</i>, in the <i>securities</i> concerned;</p> <p>(d) any transaction or arrangement entered into in contemplation or furtherance of any offer, transaction or arrangement falling within (a) to (c); and</p> <p>(e) any transaction or arrangement entered into by way of defence or protection against any offer, transaction or arrangement falling within (a) to (d) which has taken place or which is contemplated.</p>
<i>Takeover Panel</i>	the Panel on Takeovers and Mergers.
<i>target</i>	(in UKLR) the subject of a <i>significant transaction</i> , <i>initial transaction</i> or <i>reverse takeover</i> .
<i>target benchmark</i>	as defined in ■ COLL 4.2.5R(3)(c-b)(i).
<i>target date fund</i>	a <i>fund</i> whose investment strategy is adjusted over time based on when investors in the <i>fund</i> are expected to access their investment.

<i>target market</i>	one or more groups of <i>retail customers</i> sharing common features whose characteristics, needs and objectives the <i>product</i> is or will be designed to meet, as identified by the <i>manufacturer</i> in accordance with ■ PRIN 2A.3.4R.
<i>target rate</i>	the overall rate of return, however expressed, that an <i>operator of an electronic system in relation to lending offers</i> , in whatever manner, to aim to achieve for a lender using a <i>P2P portfolio</i> .
<i>tariff of charges</i>	a list of all the charges (including amounts) that are payable on a <i>home finance transaction</i> , including the reason for, and amount of, each charge.
<i>tax exempt policy</i>	any contract of assurance, offered or issued by a <i>friendly society</i> , which is tax exempt life or endowment business as defined in section 466 (2) of the Income and Corporation Taxes Act 1988.
TC	the Training and Competence sourcebook.
TCD	<i>trading counterparty default</i> .
<i>TCD own funds requirement</i>	the own funds requirement calculated in accordance with ■ MIFIDPRU 4.14.7R that applies to the transactions specified in ■ MIFIDPRU 4.14.1R(2).
<i>TCFD Annex</i>	the document entitled “Implementing the Recommendations of the Task Force on Climate-related Financial Disclosures” published in October 2021 by the Task Force on Climate-related Financial Disclosures, available at: https://www.fsb-tcfd.org .
<i>TCFD entity report</i>	a public report regarding the overall assets managed or administered by the <i>firm</i> in relation to its <i>TCFD in-scope business</i> as per the requirements in ■ ESG 2.2.
<i>TCFD Final Report</i>	the report entitled “Recommendations of the Task Force on Climate-related Financial Disclosures” published in June 2017 by the Task Force on Climate-related Financial Disclosures, available at: https://www.fsb-tcfd.org .
<i>TCFD Guidance on Metrics, Targets and Transition Plans</i>	the document entitled “Guidance on Metrics, Targets, and Transition Plans” published in October 2021 by the Task Force on Climate related Financial Disclosures, available at: https://www.fsb-tcfd.org .
<i>TCFD Guidance on Risk Management Integration and Disclosure</i>	the document entitled “Guidance on Risk Management Integration and Disclosure” published in October 2020 by the Task Force on Climate-related Financial Disclosures, available at: https://www.fsb-tcfd.org .
<i>TCFD Guidance on Scenario Analysis for Non-Financial Companies</i>	the document entitled “Guidance on Scenario Analysis for Non-Financial Companies” published in October 2020 by the Task Force on Climate-related Financial Disclosures, available at: https://www.fsb-tcfd.org .

TCFD in-scope business	<p>the following activities, as set out in more detail in ■ ESG 1A.1.1R(2):</p> <ul style="list-style-type: none"> (1) <i>portfolio management</i>; (2) <i>managing a UK UCITS</i>; (3) <i>managing an AIF</i>; (4) <i>providing insurance-based investment products</i>; (5) <i>operating a personal pension scheme (excluding a SIPP) or stakeholder pension scheme</i>; and (6) <i>operating a SIPP, but only in relation to SIPPs which contain an insurance-based investment product, a unit, an interest in a closed-ended investment fund or a pre-set investment portfolio provided by the firm.</i>
TCFD product	<p>any of the following:</p> <ul style="list-style-type: none"> (1) <i>an authorised fund, but:</i> <ul style="list-style-type: none"> (a) <i>excluding an authorised fund which is a feeder UCITS or a feeder AIF; and</i> (b) <i>where the authorised fund is an umbrella scheme, each sub-fund of the umbrella is considered to be a TCFD product;</i> (2) <i>in relation to an insurance-based investment product, personal pension scheme, stakeholder pension scheme or SIPP provided or operated by an insurer or pure reinsurer:</i> <ul style="list-style-type: none"> (a) <i>with-profits fund</i>; (b) <i>linked fund</i>; or (c) <i>a pre-set investment portfolio</i>; (3) <i>in relation to a personal pension scheme, stakeholder pension scheme or SIPP operated by a firm which is not an insurer or pure reinsurer:</i> <ul style="list-style-type: none"> (a) <i>an authorised fund</i>; (b) <i>a closed-ended investment fund</i>; or (c) <i>a pre-set investment portfolio</i>; (4) <i>an agreement or arrangement under which a firm provides the client with portfolio management; and</i> (5) <i>an unauthorised AIF managed by a full-scope UK AIFM or a small authorised UK AIFM, unless it is:</i> <ul style="list-style-type: none"> (a) <i>a closed-ended AIF that makes no additional investments after 22 July 2013 (see regulation 74(1) of the AIFMD UK Regulation);</i> (b) <i>a SEF</i>; or (c) <i>an RVECA.</i>
TCFD product report	<p>a public TCFD product report or an on-demand TCFD product report.</p>

<i>TCFD Recommendations and Recommended Disclosures</i>	the four recommendations and the eleven recommended disclosures set out in Figure 4 of Section C of the <i>TCFD Final Report</i> .
<i>TCFD Technical Supplement on the Use of Scenario Analysis</i>	the technical supplement entitled “The Use of Scenario Analysis in Disclosure of Climate-related Risks and Opportunities” published in June 2017 by the Task Force on Climate-related Financial Disclosures, available at: https://www.fsb-tcfd.org .
<i>TD</i>	Transparency Directive.
<i>TD Equivalence Decision</i>	the <i>UK</i> version of Commission Decision (EC) No 2008/961 of 12 December 2008 on the use by third countries’ issuers of securities of certain third country’s national accounting standards and International Financial Reporting Standards to prepare their consolidated financial statements, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>TD implementing Directive</i>	Commission Directive implementing Directive 2004/109/EC of the European Parliament and of the Council laying down rules for the harmonisation of transparency requirements in relation to information about issuers whose securities are admitted to trading on a regulated market (No.2007/14/EC).
<i>TD Major Holdings Regulation</i>	the <i>UK</i> version of Commission Delegated Regulation (EU) 2015/761 of 17 December 2014 supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to certain regulatory technical standards on major holdings, which is part of <i>UK</i> law by virtue of the <i>EUWA</i> .
<i>technical note on PR disclosure and specialist issuers</i>	the Guidelines on disclosure requirements under the <i>Prospectus Regulation</i> and Guidance on specialist issuers published by the <i>FCA</i> (Primary Market TN 619.1) as part of the <i>FCA</i> ’s technical guidance on <i>LR</i> , <i>PRR</i> , and <i>DTR</i> . [Note: the technical guidance can be accessed on the <i>FCA</i> ’s Knowledge Base at https://www.fca.org.uk/markets/primary-markets/knowledge-base .]
<i>technical provision</i>	<p>(a) (for a <i>firm</i> which is not a <i>Solvency II firm</i>) a technical provision established in accordance with the Insurance Company – Technical Provisions part of the <i>PRA</i> Rulebook.</p> <p>(b) (for a <i>Solvency II firm</i>) means the technical provisions established in accordance with <i>PRA</i> Rulebook <i>Solvency II Firms: Technical Provisions</i> rule 2.1.</p>
<i>temporary EMI authorisation</i>	(in accordance with paragraph 2 of Part 1 of Schedule 3 and paragraph 12B of Part 1A of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i>), as the case may be, authorisation as an <i>authorised electronic money institution</i> under the <i>Electronic Money Regulations 2011</i> , that a <i>person</i> is to be taken as having under paragraph 2 of Part 1 of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i> or under paragraph 12B of Part 1A of Schedule 3 to those Regulations.
<i>temporary permission</i>	(in accordance with regulation 8, 11, 28 or 34 of the <i>EEA Passport Rights (Amendment, etc., and Transitional Provisions) (EU Exit) Regulations 2018</i>), as the case may be, <i>Part 4A permission</i> (or variation to that <i>permission</i>) that a

	person is treated as having under regulation 8, 11, 28 or 34 of those Regulations.
<i>temporary PI authorisation</i>	(in accordance with paragraph 14(2)(a)(i) of Part 2 of Schedule 3 or paragraph 26(4)(a)(i) of Part 3 of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i>), as the case may be, authorisation as an <i>authorised payment institution</i> under the <i>Payment Services Regulations 2017</i> , that a person is taken as having under paragraph 14(2)(a)(i) of Part 2 of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i> , or under paragraph 26(4)(a)(i) of Part 3 of Schedule 3 to those Regulations.
<i>temporary product intervention rule</i>	a rule made under sections 137D and 138M of the Act.
<i>temporary RAISP registration</i>	(in accordance with paragraph 14(2)(a)(ii) of Part 2 of Schedule 3 and paragraph 26(4)(a)(ii) of Part 3 of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i>), as the case may be, registration as a <i>registered account information service provider</i> under the <i>Payment Services Regulations 2017</i> , that a person is taken as having under paragraph 14(2)(a)(ii) of Part 2 of Schedule 3 to the <i>E-money and Payments Transitional Provisions Regulations</i> , or under paragraph 26(4)(a)(ii) of Part 3 of Schedule 3 to those Regulations.
<i>tender offer</i>	<p>(in UKLR) an offer by a <i>company</i> to purchase all or some of a <i>class</i> of its <i>listed equity securities</i> at a maximum or fixed price (that may be established by means of a formula) that is:</p> <ul style="list-style-type: none"> (a) communicated to all holders of that <i>class</i> by means of a <i>circular</i> or advertisement in two national newspapers; (b) open to all holders of that <i>class</i> on the same terms for at least seven days; and (c) open for acceptance by all holders of that <i>class</i> pro rata to their existing holdings.
<i>tenure</i>	the number of years a <i>customer</i> has held their <i>policy</i> , including any <i>renewal</i> . For the purposes of this definition, <i>renewal</i> has the same meaning as in ■ ICOB 6B .
<i>terminating event</i>	(as defined in article 2(1) of the <i>compensation transitionals order</i>) in relation to applications made under an <i>investment business compensation scheme</i> , the withdrawal, discontinuance or rejection of the application, or its determination by a final payment of compensation to the applicant.
<i>termination fee</i>	(in CMCOB) any fee or charge which a <i>firm</i> charges in the event that the <i>customer</i> terminates an agreement in respect of services provided or to be provided by the <i>firm</i> .
<i>terms of business</i>	a statement in a <i>durable medium</i> of the terms and conditions on which a <i>firm</i> will carry on a <i>regulated activity</i> with or for a <i>client</i> or <i>consumer</i> .
<i>terms of reference</i>	the terms of reference of a <i>firm's with-profits committee</i> , or the terms of appointment of the person or persons acting as the <i>with-profits advisory arrangement</i> , satisfying the requirements set out in ■ COBS 20.5.3 R .

<i>theory of change</i>	(in ■ ESG) a comprehensive description and illustration of how and why a desired change is expected to occur in a particular context.
<i>third country</i>	a territory or country which is not the <i>United Kingdom</i> .
<i>third-country banking and investment group</i>	a <i>banking and investment group</i> that meets the following conditions: <ul style="list-style-type: none"> (a) it is headed by: <ul style="list-style-type: none"> (i) a <i>credit institution</i>; or (ii) an <i>asset management company</i>; or (iii) an <i>investment firm</i>; or (iv) a <i>financial holding company</i>; that has its head office outside the <i>United Kingdom</i>; (b) it is not part of a wider <i>consolidation group</i> that is required by <i>UK prudential sectoral legislation</i> for the <i>banking sector</i>, the <i>CRR investment services sector</i> or the <i>MIFIDPRU investment services sector</i> to be subject to consolidated supervision.
<i>third country benchmark contributor</i>	a <i>firm</i> which: <ul style="list-style-type: none"> (1) contributes input data to a <i>BMR benchmark administrator</i>; (2) is located outside the <i>United Kingdom</i>; and (3) either <ul style="list-style-type: none"> (a) is a <i>supervised entity</i>; or (b) would be a <i>supervised entity</i> if it were located in the <i>United Kingdom</i>.
<i>third country competent authority</i>	a <i>regulatory body</i> of a state or territory other than the <i>United Kingdom</i> .
<i>third-country competent authority</i>	the authority of a country or territory which is not the <i>United Kingdom</i> that is empowered by law or regulation to supervise (whether on an individual or group-wide basis) <i>regulated entities</i> .
<i>third country firm</i>	(in SYSC) either: <ul style="list-style-type: none"> (a) a <i>third country investment firm</i>; or (b) the <i>UK branch</i> of a <i>non-UK bank</i>.
<i>third-country financial conglomerate</i>	a <i>financial conglomerate</i> headed by a <i>regulated entity</i> or a <i>mixed financial holding company</i> that has its head office outside the <i>United Kingdom</i> .
<i>third-country group</i>	a <i>third-country financial conglomerate</i> or a <i>third-country banking and investment group</i> .
<i>third country insurance undertaking</i>	a third country insurance undertaking as defined in regulation 2 of the <i>Solvency 2 Regulations 2015</i> .

<i>third country investment firm</i>	a <i>firm</i> which would be a <i>MiFID investment firm</i> if it had its head office or registered office in the <i>UK</i> .
<i>third country issuer</i>	an issuer which does not have its registered office in the <i>EEA</i> . [Note: article 2(4) of the <i>MiFID Regulation</i>]
<i>third country legal representative</i>	a <i>person</i> who acts as the legal representative of a benchmark administrator for the purposes of article 32(3) of the <i>benchmarks regulation</i> .
<i>third country MIFIDPRU investment firm</i>	an <i>overseas firm</i> that would be a <i>MIFIDPRU investment firm</i> if it: <ul style="list-style-type: none"> (1) were incorporated in, or had its principal place of business in, the <i>United Kingdom</i>; (2) carried on all its business in the <i>United Kingdom</i>; and (3) had obtained the authorisations necessary under the <i>Act</i> to carry on its business.
<i>third country reinsurance undertaking</i>	a third country insurance undertaking as defined in regulation 2 of the <i>Solvency 2 Regulations 2015</i> .
<i>Third Non-Life Directive</i>	the Council Directive of 18 June 1992 on the coordination of laws, etc, and amending Directives 73/239/EEC and 88/357/EEC (No 92/49/EEC).
<i>third party processor</i>	<p>(1) A <i>firm</i> ("Firm A") which carries on <i>home finance activities, funeral plan distribution or insurance distribution activities</i> other than <i>advising on life policies</i>, or all of these, for another <i>firm</i> (or an <i>appointed representative</i>) ("Firm B") under a properly documented <i>outsourcing</i> agreement, the terms of which provide that when Firm A carries on any of these activities ("the outsourced activities") for Firm B:</p> <ul style="list-style-type: none"> (a) Firm A acts only on the instructions of Firm B; (b) in any communication with a <i>customer</i>, Firm A represents itself as Firm B; (c) Firm A undertakes to co-operate fully with Firm B in relation to any complaints arising from Firm A's performance of the outsourced activities, even if the complaint is made after Firm A has ceased to carry on the outsourced activities for Firm B; and (d) Firm B accepts full responsibility for the acts and omissions of Firm A when carrying on the outsourced activities and must pay any redress due to the <i>customer</i>; <p>or an <i>appointed representative</i> ("Firm A") which carries on such activities for its <i>principal</i> ("Firm B") under such an agreement.</p> <p>(2) A <i>firm</i> ("Firm C") which carries on <i>home finance activities, funeral plan distribution or insurance distribution activities</i> other than <i>advising on life policies</i>, or all of these, for a <i>third party processor</i> within (1) ("Firm A"), where:</p> <ul style="list-style-type: none"> (a) the <i>outsourcing</i> agreement between Firm A and the <i>firm</i> for which Firm A is carrying on outsourced activities ("Firm B") authorises Firm A to outsource some or all of those activities to third

	<p>parties which are <i>firms</i>, and identifies Firm C by name as one of those third parties;</p> <p>(b) under the <i>outsourcing</i> agreement between Firm A and Firm B, Firm B accepts full responsibility for the acts and omissions of Firm C when carrying on the activities which are outsourced to it by Firm A; and</p> <p>(c) there is a properly documented <i>outsourcing</i> agreement between Firm C and Firm A the terms of which provide that when Firm C carries on any of the outsourced activities:</p> <p>(i) Firm C acts only on the instructions of Firm A;</p> <p>(ii) in any communication with a customer, Firm C represents itself as Firm B; and</p> <p>(iii) Firm C undertakes to co-operate fully with Firm A and Firm B in relation to any complaints arising from Firm C's performance of the outsourced activities, even if the complaint is made after Firm C has ceased to carry on the outsourced activities for Firm A.</p>
<i>third party prospectus</i>	<p>a communication made by a <i>firm</i> if the communication is a prospectus that:</p> <p>(a)has been approved by the <i>FCA</i> in accordance with Part 6 of the <i>Act</i> and the <i>firm</i> is not responsible under the <i>Prospectus Rules</i> for the information given in the prospectus; or</p> <p>(b)is to be treated under regulation 73 of the Official Listing of Securities, Prospectus and Transparency (Amendment etc.) (EU Exit) Regulations 2019 as if it had been approved by the <i>FCA</i> and the <i>firm</i> is not responsible under the <i>Prospectus Directive</i> for the information given in the prospectus; or</p> <p>(c)is to be treated under regulation 74 of the of the Prospectus (Amendment etc.) (EU Exit) Regulations 2019 as if it had been approved by the <i>FCA</i> and the firm is not responsible under the <i>EU Prospectus Regulation</i> for the information given in the prospectus.</p> <p>[Note: recital 73 to the <i>MiFID Org Regulation</i>]</p>
<i>third party verifier</i>	<p>a person authorised in accordance with paragraph 28(1) of the <i>Securitisation Regulation</i>. [Note: see https://eur-lex.europa.eu/eli/reg/2017/2402/oj]</p>
<i>threshold 1 category A firm</i>	<p>a <i>firm</i> which has <i>permission</i> to engage in <i>consumer credit lending</i> and which has, in respect of an annual period ending on a date between 1 April 2023 and 31 March 2024, reported in accordance with ■ SUP 16.12.29CR:</p> <p>(a)an annual total value of £2,000,000 or more, but less than £20,000,000, outstanding for relevant <i>regulated credit agreements</i>; or</p> <p>(b)an annual total value of £2,000,000 or more, but less than £20,000,000, of new advances for relevant <i>regulated credit agreements</i>.</p>
<i>threshold 1 category B firm</i>	<p>a <i>firm</i> which has <i>permission</i> to engage in <i>consumer credit lending</i> and which has, in respect of an annual period ending on a date after 31 March 2024, reported in accordance with ■ SUP 16.12.29CR:</p> <p>(a)an annual total value of £2,000,000 or more, but less than £20,000,000, outstanding for relevant <i>regulated credit agreements</i>; or</p>

	(b)an annual total value of £2,000,000 or more, but less than £20,000,000, of new advances for relevant <i>regulated credit agreements</i> .
<i>threshold 2 category A firm</i>	a <i>firm</i> which has <i>permission</i> to engage in <i>consumer credit lending</i> and which has, in respect of an annual period ending on a date between 1 April 2023 and 31 March 2024, reported in accordance with ■ SUP 16.12.29CR:
	(a)an annual total value of £20,000,000 or more outstanding for relevant <i>regulated credit agreements</i> ; or
	(b)an annual total value of £20,000,000 or more of new advances for relevant <i>regulated credit agreements</i> .
<i>threshold 2 category B firm</i>	a <i>firm</i> which has <i>permission</i> to engage in <i>consumer credit lending</i> and which has, in respect of an annual period ending on a date after 31 March 2024, reported in accordance with ■ SUP 16.12.29CR:
	(a)an annual total value of £20,000,000 or more outstanding for relevant <i>regulated credit agreements</i> ; or
	(b)an annual total value of £20,000,000 or more of new advances for relevant <i>regulated credit agreements</i> .
<i>threshold condition</i>	(in relation to a <i>regulated activity</i>) any of the conditions set out in or under Schedule 6 to the Act (Threshold conditions), including the additional conditions in the Financial Services and Markets Act 2000 (Variation of Threshold Conditions) Order 2001 (SI 2001/2507) (see <i>COND</i>).
<i>threshold requirement</i>	either of the following in relation to a <i>MIFIDPRU investment firm</i> : (1)the <i>liquid assets threshold requirement</i> ; or (2)the <i>own funds threshold requirement</i> .
<i>tied agent</i>	a <i>person</i> who, under the full and unconditional responsibility of only one <i>MiFID investment firm</i> , <i>third country investment firm</i> or <i>TP firm</i> which is an <i>EEA MiFID investment firm</i> on whose behalf it acts, promotes <i>investment services</i> and/or <i>ancillary services</i> to <i>clients</i> or prospective <i>clients</i> , receives and transmits instructions or orders from the <i>client</i> in respect of <i>investment services</i> or <i>financial instruments</i> , places <i>financial instruments</i> and/or provides advice to <i>clients</i> or prospective <i>clients</i> in respect of those <i>financial instruments</i> or <i>investment services</i> .
<i>tied MCD article 3(1)(b) credit intermediary</i>	an <i>MCD article 3(1)(b) credit intermediary</i> who acts on behalf of and under the full and unconditional responsibility of: (a) only one <i>MCD article 3(1)(b) creditor</i> ; (b) only one <i>group</i> ; or (c) a number of <i>MCD article 3(1)(b) creditors</i> or <i>groups</i> which does not represent the majority of the market. [Note: article 4(7) of the <i>MCD</i>]
<i>tied MCD credit intermediary</i>	a <i>tied MCD mortgage credit intermediary</i> or a <i>tied MCD article 3(1)(b) credit intermediary</i> . [Note: article 4(7) of the <i>MCD</i>]

<i>tier 1 capital</i>	<p>an <i>MCD mortgage credit intermediary</i> who acts on behalf of and under the full and unconditional responsibility of:</p> <p>(a) only one <i>MCD mortgage lender</i>;</p> <p>(b) only one <i>group</i>; or</p> <p>(c) a number of <i>MCD mortgage lenders</i> or <i>groups</i> which does not represent the majority of the market.</p> <p>[Note: article 4(7) of the <i>MCD</i>]</p>
<i>tier 2 capital</i>	<p>(1) (other than where (2) applies) a product, other than <i>linked borrowing</i> or a <i>linked deposit</i>, that a <i>customer</i> is obliged to purchase through a <i>mortgage lender</i> or <i>reversion provider</i> as a condition of taking out a <i>regulated mortgage contract</i> or <i>home reversion plan</i> with that <i>firm</i>; or</p> <p>(2) (in relation to a <i>customer</i> of a <i>P2P platform operator</i>) a product, other than <i>linked borrowing</i> or a <i>linked deposit</i>, that a <i>customer</i> is obliged to purchase through a <i>P2P platform operator</i> as a condition of taking out a <i>regulated mortgage contract</i> or <i>home reversion plan</i> through that <i>firm</i>.</p>
<i>tier 2 instruments</i>	<p>(in <i>MIFIDPRU</i>) the sum of a <i>firm's common equity tier 1 capital</i> and <i>additional tier 1 capital</i>.</p>
<i>title transfer collateral arrangement</i>	<p>(1)(in <i>MIFIDPRU</i>) as defined in article 71 of the <i>UK CRR</i>, as applied and modified by ■ <i>MIFIDPRU 3.5</i>.</p> <p>(2)(except in <i>MIFIDPRU</i>) as defined in article 71 of the <i>UK CRR</i>.</p>
<i>tontines</i>	<p>a capital instrument that qualify as tier 2 instruments under article 62 of the <i>UK CRR</i>.</p>
<i>total amount of credit</i>	<p>(1)(in ■ <i>CASS 6</i>) an arrangement by which a <i>client</i> transfers full ownership of a <i>safe custody asset</i> (or an asset which would be a <i>safe custody asset</i> but for the arrangement) to a <i>firm</i> for the purpose of securing or otherwise covering present or future, actual, contingent or prospective obligations.</p> <p>(2)(in ■ <i>CASS 7</i>) an arrangement by which a <i>client</i> transfers full ownership of <i>money</i> to a <i>firm</i> for the purpose of securing or otherwise covering present or future, actual, contingent or prospective obligations.</p> <p>[Note: recital 52 to <i>MiFID</i>]</p>
<i>total amount payable</i>	<p>(1) (in <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) the <i>credit limit</i> or the total sums made available under a <i>regulated credit agreement</i>.(2) (in <i>MCOB</i>) the ceiling or the total sums made available under an <i>MCD credit agreement</i>. [Note: article 4(12) of the <i>MCD</i>]</p>
<i>tontines</i>	<p>(1) (except in <i>CONC</i>, ■ <i>SUP 16 Annex 21R</i> or <i>MCOB</i>) the <i>total charge for credit</i> plus the total amount of credit advanced.</p> <p>(2) (in <i>CONC</i> and ■ <i>SUP 16 Annex 21R</i>) the sum of the <i>total charge for credit</i> and the <i>total amount of credit payable</i> under the <i>credit</i></p>

	<p>agreement, as well as any <i>advance payment</i>.</p> <p>(3) (in <i>MCOB</i>) the sum of the <i>total amount of credit</i> and the <i>total cost of the credit to the consumer</i>.</p> <p>[Note: article 4(14) of the <i>MCD</i>]</p>
<i>total charge for credit</i>	<p>(1) (except in <i>CONC</i> and ■ SUP 16 Annex 21R) the total of the charges (determined as at the date of making the contract) specified in ■ MCOB 10.4.2 R as applying in relation to the <i>secured lending</i> but excluding the charges specified in ■ MCOB 10.4.4 R.</p> <p>(2) (in <i>CONC</i> and ■ SUP 16 Annex 21R) the true cost to the <i>borrower</i> of the <i>credit</i> provided, or to be provided, under an actual or prospective <i>credit agreement</i> calculated in accordance with ■ CONC App 1.</p> <p>(3) (in <i>CONC</i> in relation to a <i>financial promotion</i> about a <i>credit agreement</i> secured on <i>land</i>) the sum calculated in accordance with the rules in ■ CONC App 1.1 and, in relation to <i>financial promotions</i>, the rules in ■ CONC 3.6.9 R.</p> <p>(4) (in <i>CONC</i> in relation to a <i>financial promotion</i> about all other <i>credit agreements</i>) the sum calculated in accordance with the rules in ■ CONC App 1.2 and, in relation to <i>financial promotions</i>, the rules in ■ CONC 3.5.13 R.</p>
<i>total cost of credit to the borrower</i>	(in ■ CONC App 1.2) all costs, including interest, commissions, taxes and any other kind of fees which are required to be paid by, or on behalf of, the <i>borrower</i> or a <i>relative</i> of the <i>borrower</i> in connection with the <i>regulated credit agreement</i> , whether payable to the <i>lender</i> or to any other <i>person</i> , and which are known to the <i>lender</i> , except for notarial costs.
<i>total cost of the credit to the consumer</i>	all costs, including interest, commissions, taxes, valuation fees, and any other fees which are required to be paid by, or on behalf of, the <i>consumer</i> in connection with the <i>MCD credit agreement</i> . This covers costs payable to the <i>MCD creditor</i> or to any other <i>person</i> which are known to the <i>MCD creditor</i> . It also includes, in calculating the <i>APRC</i> , the costs referred to in ■ MCOB 10A.1.2 R and any fee payable by the <i>consumer</i> to an <i>MCD credit intermediary</i> for its services in connection with the <i>MCD credit agreement</i> . It does not include notarial costs, property transfer registration fees and any charges payable by the <i>consumer</i> for non-compliance with obligations under the <i>MCD credit agreement</i> . [Note: articles 4(13), 15(4) and 17(2) of the <i>MCD</i>]
<i>total count method</i>	a method for performing a <i>physical asset reconciliation</i> , as described in ■ CASS 6.6.27 R .
<i>total group tier one capital</i>	the sum calculated at stage A of the calculation in INSRU 6.1.43R .
<i>total group tier two capital</i>	the sum calculated at stage B of the calculation in INSRU 6.1.43R .
<i>total non-deferred shares</i>	(in <i>CREDS</i>) means the total of members' share balances in a <i>credit union</i> shown in the most recent annual return to have been sent to the <i>appropriate regulator</i> under ■ SUP 16.7.62 R or ■ SUP 16.12.5 R (see ■ CREDS 8.2.3 G), excluding any <i>deferred shares</i> in the <i>credit union</i> .

<i>total relevant liabilities</i>	<p>(in <i>CREDS</i>) means the sum of:</p> <p>(a) <i>unattached shares</i> in the <i>credit union</i>, and <i>deposits</i> by persons too young to be members of the <i>credit union</i>; and</p> <p>(b) liabilities (other than liabilities for shares) with an original or remaining maturity of less than three <i>months</i> (including overdrafts and instalments of loans).</p>
<i>total return swap</i>	(in <i>COLL</i> and <i>FUND</i>) a derivative contract defined in article 3(18) of the <i>EU Securities Financing Transactions Regulation</i> as it had effect immediately before <i>IP completion day</i> .
<i>TPCAR</i>	a Temporary Permissions Client Assets Return, containing the information specified in ■ <i>CASS 14 Annex 1</i> .
<i>TP AIFM qualifier</i>	<p>an <i>EEA AIFM</i> which is <i>marketing</i>, or has <i>marketed</i>, an <i>AIF</i> in the <i>UK</i> by:</p> <p>(a) exercising its right to <i>market</i> in relation to funds referred to in paragraph (2) of regulation 78A of the <i>AIFMD UK regulation</i>; and</p> <p>(b) is not exercising a right to manage a <i>UK AIF</i> under <i>temporary permission</i>.</p>
<i>TP firm</i>	(in accordance with regulation 8, 11, 28 or 34 of the <i>EEA Passport Rights (Amendment, etc., and Transitional Provisions) (EU Exit) Regulations 2018</i>), as the case may be, a <i>person</i> who has <i>temporary permission</i> under regulation 8, 11, 28 or 34 of those Regulations.
<i>TP person</i>	<p>(in <i>FEES</i>) any of the following:</p> <p>(1) a <i>TP firm</i>;</p> <p>(2) a <i>TA EMI firm</i>;</p> <p>(3) a <i>TA PI firm</i>;</p> <p>(4) a <i>TA RAISP firm</i>; and</p> <p>(5) a <i>TPR fund</i>.</p>
<i>TP UCITS qualifier</i>	<p>a <i>firm</i> (other than a <i>firm</i> which manages a <i>scheme</i> under a <i>temporary permission</i>) which:</p> <p>(1) for the time being is an <i>operator</i>, <i>trustee</i> or <i>depository</i> of a <i>scheme</i> or <i>sub-fund</i> which is temporarily recognised under Part 6 of the <i>Collective Investment Schemes (Amendment etc) (EU Exit) Regulations 2019</i>; and</p> <p>(2) is an <i>authorised person</i> as a result of Part 7 of those Regulations;</p> <p>a reference to a <i>firm</i> as a "<i>TP UCITS qualifier</i>" applies in relation to the carrying on by the <i>firm</i> of activities for which it has <i>permission</i> in that capacity.</p>
<i>TPR DA levy</i>	the levy payable to the <i>FCA</i> in respect of the provision of debt advice by the <i>Devolved Authorities</i> under ■ <i>FEES 7D</i> .
<i>TPR fund</i>	(in <i>FEES</i>) an <i>EEA UCITS scheme</i> recognised under Part 6 of The <i>Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019</i> .

<i>TPR IML levy</i>	the levy payable to the <i>FCA</i> under ■ FEES 13A.
<i>TPR SFGB debt advice levy</i>	the amount payable to the <i>FCA</i> by a firm to which ■ FEES 7B.3 (The TPR SFGB money advice levy and debt advice levy) and ■ FEES 7B Annex 2R apply.
<i>TPR SFGB levy</i>	the levy payable to the <i>FCA</i> under ■ FEES 7B.
<i>TPR SFGB money advice levy</i>	the amount payable to the <i>FCA</i> by a <i>firm</i> to which ■ FEES 7B.3 (The TPR SFGB money advice levy and debt advice levy) and ■ FEES 7B Annex 1R apply.
<i>TPR SFGB pensions guidance levy</i>	the amount payable to the <i>FCA</i> by a <i>firm</i> to which ■ FEES 7B.4 (The TPR SFGB pensions guidance levy) applies.
<i>TPF rules</i>	the rules and guidance in ■ COBS 20.2.1 G to ■ COBS 20.2.39 R and ■ COBS 20.2.51 R to ■ COBS 20.2.57 G.
<i>tradable renewable energy credit</i>	<p>an allowance, licence, permit, right, note, unit, credit, asset, certificate or instrument (the "credit") where:</p> <ul style="list-style-type: none"> (a) the credit confers or may result in a benefit or advantage to its holder or someone else; and (b) the credit, or the benefit or advantage in (a), is linked to the supply, distribution or consumption of energy derived from renewable sources by the holder of the credit or someone else.
<i>trade confirmation information</i>	the information identified in column 1 of the table in ■ COBS 16 Annex 1R.
<i>traded life policy</i>	a <i>life policy</i> which is to be or has been assigned for value by the <i>policyholder</i> to another <i>person</i> .
<i>traded life policy investment</i>	<p>an <i>investment</i> in relation to which one of the following conditions applies:</p> <ul style="list-style-type: none"> (a) it is a <i>traded life policy</i> other than an endowment assurance policy; (b) its underlying assets are wholly or predominately <i>traded life policies</i> other than endowment assurance policies; (c) its investment returns, or the issuer's payment obligations, are linked to, contingent on, or highly sensitive to, the performance of <i>traded life policies</i> other than endowment assurance policies.
<i>trader</i>	a person acting for purposes relating to that person's trade, business, craft or profession, whether acting personally or through another person acting in his name or on his behalf.[Note: article 4(1) of the <i>ADR Directive</i>]
<i>trade receivables</i>	receivables from trade debtors (including fees or commissions).
<i>Trade Repositories (EU Exit) Regulations</i>	the Over the Counter Derivatives, Central Counterparties and Trade Repositories (Amendments etc. and Transitional Provision) (EU Exit) Regulations 2019 (SI 2019/335).

<i>trade repository</i>	(in <i>FEES</i>) a legal person that centrally collects and maintains the records of derivatives or <i>securities financing transactions</i> .
<i>trading book</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) [deleted]</p> <p>(4) [deleted]</p> <p>(5)(in <i>DTR</i>) all positions in <i>financial instruments</i> and commodities held by a <i>credit institution</i> or an <i>investment firm</i> that are:</p> <p>(a) <i>positions held with trading intent</i>; or</p> <p>(b) held in order to hedge <i>positions held with trading intent</i>.</p> <p>(6)(in <i>MIFIDPRU</i>) all positions in <i>financial instruments</i> and commodities held by a <i>MIFIDPRU investment firm</i> that are:</p> <p>(a) <i>positions held with trading intent</i>; or</p> <p>(b) held to hedge <i>positions held with trading intent</i>.</p>
<i>trading counterparty default</i>	the exposures in the <i>trading book</i> of a <i>MIFIDPRU investment firm</i> in instruments and transactions specified in ■ MIFIDPRU 4.14.3R , and not otherwise excluded by ■ MIFIDPRU 4.14.5R or ■ MIFIDPRU 4.14.6R , giving rise to the risk of trading counterparty default.
<i>trading day</i>	<p>[deleted]</p> <p>[deleted]</p> <p>(3) (in <i>FINMAR</i>) as defined in article 2(1)(p) of the <i>short selling regulation</i>, in relation to a trading venue, means a day during which the trading venue concerned is open for trading.</p> <p>(4)(in <i>UKLR</i> and <i>DTR</i>) any day of normal trading in a <i>share</i> on a <i>regulated market</i> or <i>MTF</i> in the <i>United Kingdom</i> for this <i>share</i>.</p>
<i>trading desk</i>	an identified group of <i>individuals</i> established by a <i>firm</i> for the joint management of one or more portfolios of <i>trading book</i> positions in accordance with a well-defined and consistent business strategy, operating under the same risk management structure.
<i>trading scheme order 2020</i>	the Greenhouse Gas Emissions Trading Scheme Order 2020.
<i>trading venue</i>	<p>(1) (except in <i>FINMAR</i>) a <i>regulated market</i>, an <i>EU regulated market</i>, an <i>MTF</i> or an <i>OTF</i>.</p> <p>(2) (in <i>FINMAR</i>) (as defined in article 2(1)(l) of the <i>short selling regulation</i>):</p>

	<p>(a) a UK regulated market within the meaning of point (13A) of article 2(1) of <i>MiFIR</i>;</p> <p>(b) a UK multilateral trading facility within the meaning of point (14A) of article 2(1) of <i>MiFIR</i>.</p>
<i>traditional securitisation</i>	<p>(for the purpose of <i>MIPRU</i>) a <i>securitisation</i> (within the meaning of paragraph (2) of the definition of securitisation) involving the economic transfer of the <i>exposures</i> being <i>securitised</i> to a <i>securitisation special purpose entity</i> which issues securities; and so that:</p> <p>(a) this must be accomplished by the transfer of ownership of the <i>securitised exposures</i> from the <i>originator</i> or through sub-participation; and</p> <p>(b) the securities issued do not represent payment obligations of the <i>originator</i>.</p> <p>[Note: article 4(37) of the <i>Banking Consolidation Directive</i> (Definitions)]</p>
<i>transaction</i>	<p>(1) (except in ■ CONC App 1.1 and ■ SUP 17A) only the purchase and sale of a <i>financial instrument</i>.</p> <p>(2) (in ■ CONC App 1.3, except in ■ CONC App 1.1.6R (1)(c)) a <i>credit agreement</i>, any transaction which is a <i>linked transaction</i>, any contract for the provision of <i>security</i> relating to the <i>credit agreement</i>, any <i>credit broking</i> contract relating to the <i>credit agreement</i> and any other contract to which the <i>borrower</i> or a <i>relative</i> of the borrower is a party and which the <i>lender</i> requires to be made or maintained as a condition of the making of the <i>credit agreement</i>.</p> <p>(3) (in ■ SUP 17A), a concluded acquisition or disposal of a <i>reportable financial instrument</i>, including those in articles 2(2) to 2(4) of <i>MiFID RTS 22</i>, but excluding those in article 2(5) of that <i>EU regulation</i>.</p>
<i>transaction report</i>	<p>a report of a transaction:</p> <p>(a) for the purposes of ■ SUP TP 9 or ■ MAR 9 ; or</p> <p>(b) which meets the requirements imposed by and under article 26 of <i>MiFIR</i>.</p>
<i>transaction-specific advice</i>	<p><i>advice on investments</i> (except <i>P2P agreements</i>):</p> <p>(a) given in connection with:</p> <p>(i) <i>dealing in investments as principal</i>; or</p> <p>(ii) <i>dealing in investments as agent</i>; or</p> <p>(iii) acting as an arranger; or</p> <p>(b) with a view to carrying on any such activities;</p> <p>with or for the <i>eligible counterparty</i> to whom the advice is given.</p>
<i>transaction costs</i>	<p>(for the purposes of ■ COBS 19.5 and ■ COBS 19.8) means costs incurred as a result of the buying, selling, lending or borrowing of <i>investments</i>.</p>

<i>transaction values</i>	for each <i>payment system</i> listed in column 1 of the table in ■ FEES 9 Annex 1R the total value of the transfers of funds of the type specified in column 2 of the table undertaken by each <i>PSR fee payer</i> in the <i>relevant time period</i> .
<i>transaction volumes</i>	for each <i>payment system</i> listed in column 1 of the table in ■ FEES 9 Annex 1R, the total number of transfers of funds of the type specified in column 2 of the table undertaken by each <i>PSR fee payer</i> in the <i>relevant time period</i> .
<i>transactions by acquirers operating in the United Kingdom</i>	all transactions acquired by: <ul style="list-style-type: none"> (a) <i>UK-based acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located in the <i>United Kingdom</i>; (b) <i>UK-based acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located outside the <i>United Kingdom</i>; and (c) <i>non-UK-based acquirers</i> (or an <i>operator</i> acting as such an <i>acquirer</i>) resulting in payments to merchants located in the <i>United Kingdom</i>.
<i>transactions by card issuers operating in the United Kingdom</i>	all transactions on cards issued by <i>UK-based card issuers</i> (or an <i>operator</i> acting as such a <i>card issuer</i>).
<i>tranche</i>	<p>(1)(in relation to a <i>securitisation</i> within the meaning of paragraph (2) of the definition of <i>securitisation</i> and for the purposes of <i>MIPRU</i>) a contractually established segment of the credit risk associated with an <i>exposure</i> or number of <i>exposures</i>, where a position in the segment entails a risk of credit loss greater than or less than a position of the same amount in each other such segment, without taking account of credit protection provided by third parties directly to the holders of positions in the segment or in other segments.</p> <p>[Note: article 4(39) of the <i>Banking Consolidation Directive</i> (Definitions)]</p> <p>(2)(in ■ COBS 19.11) different elements which could be paid from different <i>retirement dates</i>, or for different periods of time, or at different rates.</p>
<i>transfer value comparator</i>	comparison prepared in accordance with ■ COBS 19.1.3AR.
<i>transferable security</i>	<p>(1) (in <i>PRR</i>, <i>UKLR</i> and <i>DTR</i>) (as defined in section 102A of the <i>Act</i>) anything which is a transferable security for the purposes of <i>MiFIR</i>, other than money-market instruments for the purposes of <i>MiFIR</i> which have a maturity of less than 12 months.</p> <p>(2) (in <i>COLL</i>) an <i>investment</i> within ■ COLL 5.2.7 R (Transferable securities) in relation to <i>schemes</i> falling under ■ COLL 5.</p> <p>(3) those classes of securities which are negotiable on the capital market, with the exception of instruments of payment, such as:</p> <ul style="list-style-type: none"> (a) shares in companies and other securities equivalent to shares in companies, partnerships or other entities, and depositary receipts in respect of shares; (b) bonds or other forms of securitised debt, including depositary receipts in respect of such securities; and

	<p>(c) any other securities giving the right to acquire or sell any such transferable securities or giving rise to a cash settlement determined by reference to transferable securities, currencies, interest rates or yields, <i>commodities</i> or other indices or measures.</p> <p>[Note: article2(24) of <i>MiFIR</i>]</p>
<i>Transparency Directive</i>	the European Parliament and Council Directive on the harmonisation of transparency requirements in relation to information about issuers whose securities are admitted to trading on a regulated market or through a comparable mechanism for the disclosure of information under national requirements of a Member State concerning the dissemination of information (No. 2004/109/EC).
<i>transparency rules</i>	(in accordance with sections 73A(1) and 89A of the <i>Act</i>) <i>rules</i> relating to the notification and dissemination of information in respect of <i>issuers</i> of <i>transferable securities</i> and relating to major shareholdings.
<i>travel insurance policy</i>	(in ■ ICOB 6.1.7-AG , ■ ICOB 6.5.1AG and ■ ICOB 6A.4 (Travel insurance and medical conditions)) a <i>non-investment insurance contract</i> which covers risks connected with travelling or the making of travel arrangements, including <i>connected travel insurance contracts</i> .
<i>treasury shares</i>	shares which meet the conditions set out in paragraphs (a) and (b) of subsection 724(5) of the Companies Act 2006.
<i>Tribunal</i>	the Upper Tribunal, namely the Tribunal established under section 3 of the Tribunals, Courts and Enforcement Act 2007, and to which the functions of the Financial Services and Markets Tribunal were transferred on 6 April 2010 by the Transfer of Tribunal Functions Order 2010.
<i>trust arrangement</i>	<p>(1) in relation to a <i>new funeral plan</i>, a trust meeting the requirements of ■ FPCOB 3.1.9R;</p> <p>(2) in relation to a <i>subsisting funeral plan</i>, a trust that was established to meet the requirements of article 60(1)(b) of the <i>Regulated Activities Order</i>, as it applied at that time.</p>
<i>trust deed</i>	<p>(1) (in <i>UKLR</i>) a trust deed or equivalent document securing or constituting <i>debt securities</i>.</p> <p>(2) (in <i>COLL</i>) the deed referred to in ■ COLL 3.2.3 R (The trust deed for AUTs), together with any deed expressed to be supplemental to it, made between the <i>manager</i> and the <i>trustee</i> (or, in the case of a <i>recognised scheme</i> that is a <i>unit trust scheme</i>, the <i>instrument constituting the fund</i> as amended from time to time).</p>
<i>trust scheme rules</i>	<p>rules in <i>COLL</i> made by the <i>FCA</i> under section 247(1) of the <i>Act</i> (Trust scheme rules) in relation to:</p> <p>(a) the constitution, management and operation of <i>AUTs</i>;</p> <p>(b) the powers, duties, rights and liabilities of the <i>manager</i> and <i>trustee</i> of any such <i>scheme</i>;</p> <p>(c) the rights and duties of the <i>participants</i> in any such <i>scheme</i>; and</p> <p>(d) the winding up of any such <i>scheme</i>.</p>

<i>trustee</i>	(in accordance with section 237(2) of the Act (Other definitions)) (in relation to a <i>unit trust scheme</i>) the <i>person</i> holding the property in question on trust for the <i>participants</i> .
<i>trustee firm</i>	a <i>firm</i> which is not an <i>OPS firm</i> and which is acting as a:(a) trustee (other than for a trust of <i>client money</i> arising only under ■ CASS 5.3.2 R, ■ CASS 5.4 (Non-statutory client money trust), ■ CASS 7.17.2 R or ■ CASS 11.6.1 R); or(b) personal representative.
<i>TTCA</i>	a <i>title transfer collateral arrangement</i> .
<i>two-day emissions spot</i>	the <i>investment</i> specified in article 82A of the <i>Regulated Activities Order</i> (Greenhouse gas emissions allowances), which is in summary an <i>emission allowance</i> offered for sale on an auction platform.
<i>tying practices</i>	the offering or the selling of an <i>MCD credit agreement</i> in a package with other distinct financial products or services where the <i>MCD credit agreement</i> is not made available to the <i>consumer</i> separately.[Note: article 4(26) of the <i>MCD</i>]
<i>Type P projection</i>	(in relation to a <i>pension scheme</i> or a <i>stakeholder pension scheme</i>) a <i>projection</i> in real value terms based on prices where the period to the <i>projection date</i> is one year or more.
<i>Type Q projection</i>	(in relation to <i>pension scheme</i> or a <i>stakeholder pension scheme</i>) a <i>projection</i> in real value terms based on earnings where the period to the <i>projection date</i> is one year or more.
<i>typical APR</i>	an <i>APR</i> at or below which the <i>firm communicating</i> or <i>approving</i> the <i>financial promotion</i> reasonably expects, at the date on which the <i>financial promotion</i> is <i>communicated</i> or <i>approved</i> , that <i>credit</i> would be provided under at least 66% of the agreements which will be entered into as a result of the <i>financial promotion</i> .

Glossary - U

U.S. Environmental Protection Agency (EPA)

U.S. Food and Drug Administration (FDA)

U.S. National Institute of Standards and Technology (NIST)

U.S. National Science Foundation (NSF)

U.S. National Security Agency (NSA)

U.S. National Security Council (NSC)

U.S. National Security Intelligence Council (NSIC)

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<i>UCITS</i>	a <i>UCITS</i> scheme or an <i>EEA UCITS</i> scheme.
<i>UCITS custodial assets</i>	<p><i>financial instruments</i> of a <i>UCITS</i> that can be:</p> <ul style="list-style-type: none"> (a) registered in a <i>financial instruments</i> account opened in the <i>depository's</i> books; or (b) physically delivered to the <i>depository</i>. <p>[Note: article 22(5) of the <i>UCITS Directive</i> and article 12 of the <i>UCITS level 2 regulation</i>]</p>
<i>UCITS Directive</i>	the European Parliament and Council Directive of 13 July 2009 on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS) (No 2009/65/EC), as amended.
<i>UCITS eligible assets Directive</i>	Commission Directive 2007/16/EC implementing Council Directive 85/611/EEC on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (UCITS) as regards the clarification of certain definitions.
<i>UCITS firm</i>	<p>a <i>firm</i> which:</p> <ul style="list-style-type: none"> (a) is a <i>management company</i> (whether or not it is also the manager of <i>AI</i>s or the <i>operator</i> of other <i>collective investment schemes</i>); and (b) does not have a <i>Part 4A permission</i> to carry on any <i>regulated activities</i> other than those which are in connection with, or for the purpose of, managing collective investment undertakings.
<i>UCITS implementing Directive</i>	Commission Directive (2010/43/EU) of the European Parliament and of the Council implementing Directive 2009/65/EC (UCITS IV) as regards certain provisions concerning organisational requirements, conflicts of interest, conduct of business, risk management and content of the agreement between a <i>depository</i> and a <i>management company</i> .
<i>UCITS implementing Directive No 2</i>	Commission Directive (2010/44/EU) of the European Parliament and of the Council implementing Directive 2009/65/EC (UCITS IV) as regards certain provisions concerning fund mergers, master-feeder structures and notification procedure.
<i>UCITS investment firm</i>	<p>a <i>firm</i> which:</p> <ul style="list-style-type: none"> (a) is a <i>management company</i> (whether or not it is also the manager of <i>AI</i>s or the <i>operator</i> of other <i>collective investment schemes</i>); and (b) has a <i>Part 4A permission</i> to manage <i>investments</i> where: <ul style="list-style-type: none"> (i) the <i>investments</i> managed include one or more of the <i>financial instruments</i>; and (ii) the <i>permission</i> extends to activities referred to in article 6(3) of the <i>UCITS Directive</i> as well as those referred to in article 6(2).
<i>UCITS level 2 regulation</i>	the UK version of Commission delegated regulation (EU) 2016/438 of 17 December 2015 supplementing Directive 2009/65/EC of the European Parliament and of the Council with regard to the obligations of depositaries, which is part of UK law by virtue of the <i>EUWA</i> , as amended by section 8 of the <i>EUWA</i> .

<i>UCITS management company</i>	<p>(1) (except in relation to <i>MiFID business</i>) a <i>firm</i> which is either:</p> <p>(a) a <i>UCITS firm</i>; or</p> <p>(b) a <i>UCITS investment firm</i>.</p> <p>(2) (in relation to <i>MiFID business</i>) a <i>management company</i>. [Note: article 4(1)(28) of <i>MiFID</i>]</p>
<i>UCITS marketing notification</i>	(in <i>COLL</i>) a notification made before <i>IP completion day</i> in respect of a <i>UCITS scheme</i> , for the purpose of <i>marketing units</i> in another <i>EEA State</i> , pursuant to paragraph 20B(5) (Notice of intention to market) of Schedule 3 (EEA Passport Rights) to the <i>Act</i> .
<i>UCITS merger</i>	<p>(in <i>COLL</i> and in accordance with regulations 7 and 8 of the <i>UCITS Regulations 2011</i>) a merger between one or more <i>UCITS schemes</i> "whereby:</p> <p>(a) [deleted]</p> <p>(b) [deleted]</p> <p>(c) one or more <i>merging UCITS</i>, which continue to exist until the liabilities have been discharged, transfer its net assets to another <i>receiving UCITS</i>, and for this purpose the <i>merging UCITS</i> and the <i>receiving UCITS</i> may be <i>sub-funds</i> of the same <i>UCITS</i> (a "merger by <i>scheme of arrangement</i>").</p>
<i>UCITS Regulations 2011</i>	the Undertaking for Collective Investment in Transferable Securities Regulations 2011 (SI 2011/1613).
<i>UCITS Remuneration Code</i>	as set out in ■ SYSC 19E (UCITS Remuneration Code).
<i>UCITS Remuneration Code staff</i>	has the meaning in ■ SYSC 19E.2.2R.
<i>UCITS remuneration principles</i>	the principles set out in ■ SYSC 19E.2.5R to ■ SYSC 19E.2.27R.
<i>UCITS scheme</i>	means a <i>UK UCITS</i> .
<i>UK</i>	<i>United Kingdom</i> .
<i>UK Account</i>	has the same meaning as in article 2(3) of the Financial Services and Markets Act 2000 (Ring-fenced Bodies and Core Activities) Order 2014 (2014 No. 1960).
<i>UK-adopted international accounting standards</i>	(in accordance with section 474(1) of the Companies Act 2006) international accounting standards which are adopted for use within the <i>United Kingdom</i> by virtue of Chapter 2 or 3 of Part 2 of the International Accounting Standards and European Public Limited-Liability Company (Amendment etc.) (EU Exit) Regulations 2019.
<i>UK-adopted IFRS</i>	<i>UK-adopted international accounting standards</i> .

UK AIF	<p>an AIF that is:</p> <p>(a) an <i>authorised fund</i>; or</p> <p>(b) not an <i>authorised fund</i> but has its registered office or head office in the UK;</p>
UK AIFM	an AIFM established in the UK and with a <i>Part 4A permission</i> to carry on the regulated activity of managing an AIF.
UK AIFM regime	FUND, other rules in the FCA Handbook which, when made, implemented AIFMD, the AIFMD level 2 regulation, and the AIFMD UK regulation.
UK auctioning regulations	the Greenhouse Gas Emissions Trading Scheme Auctioning Regulations 2021.
UK-authorised credit institution	a credit institution with a <i>Part 4A permission</i> to accept deposits.
UK bank	a bank which is a body corporate or partnership formed under the law of any part of the United Kingdom.
UK benchmark contributor	<p>a firm which:</p> <p>(1) contributes input data to a BMR benchmark administrator;</p> <p>(2) is located in the UK; and</p> <p>(3) is a supervised entity.</p>
UK Benchmarks Regulations 2018	the Financial Services and Markets Act 2000 (Benchmarks) Regulations 2018 (SI 2018/135).
UK consolidation group	<p>(1) (for the purposes of SYSC as it applies to a CRR firm) the group of undertakings which are included in the consolidated situation of a UK parent institution, a UK parent financial holding company or a UK parent mixed financial holding company (including any undertaking which is included in that consolidation because of a consolidation article 12(1) relationship, article 18(5) relationship or article 18(6) relationship).</p> <p>(2) [deleted]</p>
UK core SMCR firm	a core SMCR firm that is a UK domestic firm.
UK Corporate Governance Code	the UK Corporate Governance Code published in July 2018 by the Financial Reporting Council, available at: https://www.frc.org.uk/directors/corporate-governance-and-stewardship/uk-corporate-governance-code..
UK credit institution	a credit institution that meets the definition of "CRR firm" under article 4(1)(2A) of the UK CRR.
UK CRR	(except where stated otherwise) the UK version of Regulation of the European Parliament and the Council on prudential requirements for credit

	<p>institutions and investment firms (Regulation (EU) No 575/2013) and amending Regulation (EU) No 648/2012, which is part of <i>UK</i> law by virtue of the <i>EUWA</i>, read together with any CRR rules as defined in section 144A of the Act..</p>
<p><i>UK depositary</i></p>	<p>a <i>depositary</i> established in the <i>UK</i>.</p>
<p><i>UK designated investment firm</i></p>	<p>(in ■ SYSC 19D and the definitions of <i>CRR firm</i> and <i>institution</i>) a <i>designated investment firm</i> which is a <i>body corporate</i> or <i>partnership</i> formed under the law of any part of the <i>UK</i>.</p>

<i>UK domestic firm</i>	a <i>firm</i> that has its registered office (or, if it has no registered office, its head office) in the <i>United Kingdom</i> .
<i>UK financial system</i>	(as defined in section 11 of the Act (Meaning of "the UK financial system")) the financial system operating in the <i>United Kingdom</i> including: <ul style="list-style-type: none"> (a) financial markets and exchanges; (b) <i>regulated activities</i> (including <i>regulated claims management activities</i>); and (c) other activities connected with financial markets and exchanges.
<i>UK firm</i>	(1) (except in <i>REC</i>) an authorised person: <ul style="list-style-type: none"> (a) whose head office is in the <i>United Kingdom</i>; or (b) whose registered office is in the <i>United Kingdom</i>. (2) [deleted]
<i>UK insurance intermediary</i>	a <i>UK domestic firm</i> which has <i>Part 4A permission</i> to carry on <i>insurance distribution activity</i> but no other <i>regulated activity</i> .
<i>UK insurer</i>	an <i>insurer</i> , other than a <i>pure reinsurer</i> or a <i>non-directive insurer</i> , whose head office is in the <i>United Kingdom</i> .
<i>UK investment holding company</i>	an <i>investment holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i> .
<i>UK ISPV</i>	an <i>ISPV</i> with a <i>Part 4A permission</i> to carry on the activity of <i>insurance risk transformation</i> .
<i>UKLR</i>	the UK Listing Rules sourcebook.
<i>UK MCR</i>	the <i>MCR</i> calculated in accordance with INSPRU 1.5.44R by a <i>non-EEA direct insurer</i> (except a <i>UK-deposit insurer</i> , an <i>EEA-deposit insurer</i> or a <i>Swiss general insurer</i>) in relation to business carried on by the <i>firm</i> in the <i>United Kingdom</i> .
<i>UK mixed-activity holding company</i>	a <i>mixed-activity holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i> .
<i>UK mixed financial holding company</i>	a <i>mixed financial holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i> .
<i>UK MTF</i>	(as defined in article 2(1)(14A) of <i>MiFIR</i>) means a multilateral system, operated by a UK investment firm or market operator, which: <ul style="list-style-type: none"> (a) brings together multiple third-party buying and selling interests in financial instruments (in the system and in accordance with non-discretionary rules) in a way which results in a contract; and (b) complies, as applicable, with:

UK OTF

(i) paragraph 9A of the *Recognition Requirements Regulations*;

(ii) the EU regulations specified in Schedule 2 of *MiFIR*;

(iii) rules made by the competent authority governing the operating conditions of investment firms so far as they apply to MTFs,

and for the purposes of this definition, an investment firm or market operator is a UK investment firm or market operator if it has its registered office (or if it does not have a registered office, its head office) in the United Kingdom.

(as defined in article 2(1)(15A) of *MiFIR*) means a multilateral system:

(a) which is not a regulated market or an MTF;

(b) in which multiple third-party buying and selling interests in bonds, structured finance products, emission allowances or derivatives are able to interact in the system in a way that results in a contract, and complies, as applicable, with:

	<ul style="list-style-type: none"> (i) paragraph 9A of the <i>Recognition Requirements Regulations</i>; (ii) the EU regulations specified in Schedule 2 of <i>MiFIR</i>; (iii) rules made by the competent authority governing the operating conditions of investment firms so far as they apply to OTFs.
<i>UK parent financial holding company</i>	has the meaning in article 4(1)(30) of the <i>UK CRR</i> .
<i>UK parent entity</i>	<p>any of the following:</p> <ul style="list-style-type: none"> (1) a <i>UK parent investment firm</i>; (2) a <i>UK parent investment holding company</i>; or (3) a <i>UK parent mixed financial holding company</i>.
<i>UK parent institution</i>	has the meaning in article 4(1)(28) of the <i>UK CRR</i> .
<i>UK parent investment firm</i>	<p>a <i>MIFIDPRU investment firm</i> that:</p> <ul style="list-style-type: none"> (1) is part of an <i>investment firm group</i>; (2) holds a <i>participation</i> in, has a <i>subsidiary</i> that is, or for the purposes of MIFIDPRU 2.5 is the deemed <i>parent undertaking</i> of: <ul style="list-style-type: none"> (a) a <i>MIFIDPRU investment firm</i>; (b) a <i>designated investment firm</i>; (c) a <i>financial institution</i>; (d) an <i>ancillary services undertaking</i>; (e) a <i>tied agent</i>; or (f) a <i>credit institution</i>; and (3) is not a <i>subsidiary</i> of: <ul style="list-style-type: none"> (a) a <i>MIFIDPRU investment firm</i>; or (b) an <i>investment holding company</i> or <i>mixed financial holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i>.
<i>UK parent investment holding company</i>	<p>an <i>investment holding company</i> incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i> that:</p> <ul style="list-style-type: none"> (1) is part of an <i>investment firm group</i>; and (2) is not a <i>subsidiary</i> of: <ul style="list-style-type: none"> (a) a <i>MIFIDPRU investment firm</i>; or (b) an <i>investment holding company</i> or <i>mixed financial holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i>.

<i>UK parent mixed financial holding company</i>	<p>a <i>mixed financial holding company</i> incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i> that:</p> <p>(1) is part of an <i>investment firm group</i>; and</p> <p>(2) is not a <i>subsidiary</i> of:</p> <p>(a) a <i>MIFIDPRU investment firm</i>; or</p> <p>(b) an <i>investment holding company</i> or <i>mixed financial holding company</i> that is incorporated in the <i>UK</i> or that has its principal place of business in the <i>UK</i>.</p>
<i>UK pure reinsurer</i>	a <i>pure reinsurer</i> whose head office is in the <i>United Kingdom</i> .
<i>UK prudential sectoral legislation</i>	<p>(in relation to a <i>financial sector</i>) requirements applicable to <i>persons</i> in that <i>financial sector</i> in accordance with <i>UK</i> legislation and <i>rules</i> about prudential supervision of <i>regulated entities</i> in that <i>financial sector</i> and so that:</p> <p>(a) (in relation to the <i>banking sector</i> and the <i>CRR investment services sector</i>) in particular this includes the requirements laid down in the <i>UK CRR</i> and the <i>PRA Rulebook</i>;</p> <p>(b) (in relation to the <i>insurance sector</i>) in particular this includes requirements laid down in the <i>UK</i> provisions which implemented the <i>Solvency II Directive</i> and <i>Solvency II Regulations</i>; and</p> <p>(c) (in relation to the <i>MIFIDPRU investment services sector</i>) in particular this includes the requirements laid down in <i>MIFIDPRU</i>.</p>
<i>UK RCH</i>	a <i>clearing house</i> which is declared by an order made by the Bank of England under section 290 of the Act and for the time being in force to be a recognised clearing house.
<i>UK recognised body</i>	a <i>UK RIE</i> or <i>RAP</i> .
<i>UK regulated entity</i>	a <i>regulated entity</i> that is a <i>UK firm</i> .
<i>UK RIE</i>	an <i>RIE</i> that is not an <i>ROIE</i> .
<i>UK Securitisation Regulations</i>	the Financial Services and Markets Act 2000 (Securitisation) Regulations 2018 (SI 2018/1288).
<i>UK SFTR</i>	the <i>UK</i> version of Regulation (EU) 2015/2365 of the European Parliament and of the Council of 25 November 2015 on transparency of securities financing transactions and of reuse and amending Regulation (EU) No 648/2012.

<i>UK SMCR banking firm</i>	a <i>firm</i> identified as a UK SMCR banking firm in the decision tree in ■ SYSC 23 Annex 1 (Definition of SMCR firm and different types of SMCR firms) and Part Four of that Annex.
<i>UK SMCR firm</i>	(a) a <i>UK SMCR banking firm</i> ; or (b) any other <i>SMCR firm</i> that is a <i>UK domestic firm</i> .
<i>UK trading venue</i>	for the purposes of ■ MAR 9 (and in accordance with article 2(1)(16A) <i>MiFIR</i>), a <i>UK RIE</i> , a <i>UK MTF</i> or a <i>UK OTF</i> .
<i>UK UCITS</i>	means (in accordance with sections 236A and 237 of the Act) subject to (4) below, an undertaking which may consist of several <i>sub-funds</i> and: <ul style="list-style-type: none"> (1) is an <i>AUT</i>, an <i>ACS</i> or an <i>ICVC</i>: <ul style="list-style-type: none"> (a) with the sole object of collective investment of capital raised from the public in <i>transferable securities</i> or other liquid financial assets specified in paragraph (2), and operating on the principle of risk-spreading; (b) with <i>units</i> which are, at the request of holders, repurchased or redeemed, directly or indirectly, out of those undertakings' assets (see also paragraph (3)); and (c) which (in accordance with the <i>rules</i> in ■ COLL 4.2) has identified itself as a <i>UCITS</i> in its <i>prospectus</i> and has been authorised accordingly by the <i>FCA</i>. (2) The <i>transferable securities</i> or other liquid financial assets specified for the purposes of paragraph (1)(a) are those which are permitted by ■ COLL 5.2. (3) For the purposes of paragraph (1)(b), action taken by the undertaking to ensure that the price of its <i>units</i> on an investment exchange do not significantly vary from their net asset value is to be regarded as equivalent to such repurchase or redemption. (4) The following undertakings are not a <i>UK UCITS</i>: <ul style="list-style-type: none"> (a) a collective investment undertaking of the closed-ended type; (b) a collective investment undertaking which raises capital without promoting the sale of its <i>units</i> to the public in the <i>UK</i>; (c) an open-ended investment company, or other collective investment undertaking, the <i>units</i> of which, under the fund rules or the instruments of incorporation of the investment company, may be sold only to the public in countries or territories outside the <i>UK</i>.
<i>UK UCITS management company</i>	a <i>management company</i> that is established in the <i>United Kingdom</i> and is authorised and regulated by the <i>FCA</i> .
<i>ultimate EEA insurance parent undertaking</i>	an <i>EEA insurance parent undertaking</i> that is not itself the <i>subsidiary undertaking</i> of another <i>EEA insurance parent undertaking</i> .

<i>ultimate EEA mixed financial holding company</i>	a <i>mixed financial holding company</i> which has its head office in an <i>EEA State</i> and which is not itself the <i>subsidiary undertaking</i> of another <i>mixed financial holding company</i> , <i>insurance parent undertaking</i> or financial holding company which has its head office in an <i>EEA State</i> .
<i>ultimate mixed financial holding company</i>	a <i>mixed financial holding company</i> which is not itself the <i>subsidiary undertaking</i> of another <i>mixed financial holding company</i> , <i>insurance parent undertaking</i> , or financial holding company.
<i>ultimate parent undertaking</i>	(in relation to an <i>insurer</i>) a <i>parent undertaking</i> of the <i>insurer</i> that is not itself the <i>subsidiary undertaking</i> of another <i>undertaking</i> .
<i>umbrella</i>	(in <i>FEES</i> , <i>COLL</i> and <i>COBS</i>) a <i>collective investment scheme</i> whose <i>instrument constituting the fund</i> provides for such pooling as is mentioned in section 235(3)(a) of the Act (Collective investment schemes) in relation to separate parts of the <i>scheme property</i> and whose <i>Unitholders</i> are entitled to exchange rights in one part for rights in another.
<i>unattached shares</i>	(in <i>CREDS</i>) means the total shares in the <i>credit union</i> other than any <i>attached shares</i> or <i>deferred shares</i> .
<i>unauthorised AIF</i>	an <i>AIF</i> which is not an <i>authorised fund</i> .
<i>unauthorised AIFM</i>	a person who is not an <i>authorised person</i> but who is: <ul style="list-style-type: none"> (a) a <i>small registered UK AIFM</i>; or (b) [deleted] (c) [deleted] (d) a <i>small non UK AIFM</i> that is entitled to <i>market</i> an <i>AIF</i> in the <i>United Kingdom</i> following a notification under regulation 58 of the <i>AIFMD UK regulation</i>; or (e) a <i>above-threshold non UK AIFM</i> to which the requirement at regulation 59(3) of the <i>AIFMD UK regulation</i> applies. (f) [deleted]
<i>unauthorised fund</i>	a <i>fund</i> which is not an <i>authorised fund</i> .
<i>unauthorised person</i>	a <i>person</i> who is not an <i>authorised person</i> .
<i>unauthorised reversion provider</i>	a <i>person</i> who carries on, or proposes to carry on, the activity specified in article 63B(1) of the <i>Regulated Activities Order</i> which is entering into a <i>home reversion plan</i> as plan provider, and who does not have <i>permission</i> for, and is not an <i>exempt person</i> in relation to, <i>entering into a home reversion plan</i> .

<i>unauthorised SRB agreement provider</i>	a <i>person</i> who carries on, or proposes to carry on, the activity specified in article 63J(1) of the <i>Regulated Activities Order</i> which is entering into a <i>regulated sale and rent back agreement</i> as agreement provider, and who does not have <i>permission</i> for, and is not an <i>exempt person</i> in relation to, <i>entering into a regulated sale and rent back agreement</i> ; and in this definition references to an agreement provider include a <i>person</i> who acquires obligations or rights under a <i>regulated sale and rent back agreement</i> .
<i>uncrystallised funds pension lump sum</i>	has the meaning given by paragraph 4A of Schedule 29 to the Finance Act 2004 which, subject to the exceptions in the Finance Act 2004, includes a lump sum that: <ul style="list-style-type: none"> (a) is paid on or after 6 April 2015 in respect of a money purchase arrangement; (b) is paid when all or part of the member's lifetime allowance is available; (c) is paid when the member has reached normal minimum pension age (or the ill-health condition is met); (d) is not a lump sum that, for the purposes of Part 9 of ITEPA 2003 (pension income), is treated by regulations under section 164(1)(f) and (2) of the Finance Act 2004 as a trivial commutation lump sum paid to the member; and (e) immediately before the member becomes entitled to it, the sums or assets that are to be used to provide it: <ul style="list-style-type: none"> (i) represent rights of the member under the scheme that are uncrystallised rights as defined by section 212(1) and (2) of the Finance Act 2004; and (ii) do not to any extent represent rights attributable to a disqualifying pension credit.
<i>underlying asset data</i>	basic data on asset holdings underlying a <i>TCFD product</i> , including unique security ID such as ISIN, name, holding size, and current price or valuation, as reasonably required by the relevant <i>person</i> to produce their own amalgamated scenario analysis and otherwise satisfy their own disclosure obligations in relation to climate-related financial information.
<i>underlying instrument</i>	(in <i>UKLR</i>) (in relation to <i>securitised derivatives</i>) means either: <ul style="list-style-type: none"> (a) if the <i>securitised derivative</i> is an <i>option</i> or <i>debt security</i> with the characteristics of an <i>option</i>, any of the underlying investments listed in article 83 of the <i>Regulated Activities Order</i>; or (b) if the <i>securitised derivative</i> is a <i>contract for differences</i> or <i>debt security</i> with the characteristics of a <i>contract for differences</i>, any factor by reference to which a profit or loss under article 85 of the <i>Regulated Activities Order</i> can be calculated.
<i>undertaking</i>	(as defined in section 1161(1) of the Companies Act 2006 (Meaning of "undertaking" and related expressions)): <ul style="list-style-type: none"> (a) a <i>body corporate</i> or <i>partnership</i>; or (b) an unincorporated association carrying on a trade or business, with or without a view to profit.

<i>underwriting agent</i>	a <i>firm</i> permitted by the <i>Council</i> to act as an underwriting agent at Lloyd's.
<i>underwriting capacity of a Lloyd's syndicate</i>	the <i>investment</i> , specified in article 86(1) of the <i>Regulated Activities Order</i> , which is the underwriting capacity of a <i>syndicate</i> .
<i>underwriting member</i>	a <i>person</i> admitted to the <i>Society</i> as an underwriting member.
<i>unearned premium</i>	the amount set aside by a <i>firm</i> at the end of its <i>financial year</i> out of <i>premiums</i> in respect of risks to be borne by the <i>firm</i> after the end of the <i>financial year</i> under <i>contracts of insurance</i> entered into before the end of that year.
<i>Unfair Terms Regulations</i>	the Unfair Terms in Consumer Contracts Regulations 1999 (SI 1999/2083), as amended by SI 2001/1186 and SI 2001/3649.
<i>UNFCOG</i>	the Unfair Contract Terms and Consumer Notices Regulatory Guide.
<i>unfunded credit protection</i>	<p>(1) [deleted]</p> <p>(2) [deleted]</p> <p>(3) (in <i>MIPRU</i>) a way of mitigating credit risk where the reduction of credit risk on the <i>exposure</i> of an <i>undertaking</i> (the borrower) derives from the enforceable obligation of a third party to pay an amount in the event of the default of the borrower or on the occurrence of other specified events.</p>
<i>unit</i>	<p>(1) (in relation to a <i>collective investment scheme</i>) the investment, specified in article 81 of the <i>Regulated Activities Order</i> (Units in a collective investment scheme) and defined in section 237(2) of the <i>Act</i> (Other definitions)), which is the right or interest (however described) of the <i>participants</i> in a <i>collective investment scheme</i>; this includes:</p> <p>(a) (in relation to an <i>AUT</i>) a unit representing the rights or interests of the <i>Unitholders</i> in the <i>AUT</i>;</p> <p>(aa) (in relation to an <i>ACS</i>) a unit representing the rights or interests of the <i>Unitholders</i> in the <i>ACS</i>; and</p> <p>(b) (in relation to an <i>ICVC</i>) a <i>share</i> in the <i>ICVC</i>; and</p>

	(2) (in relation to an <i>alternative investment fund</i>) the right or interest (however described) of an investor in an <i>alternative investment fund</i> .
<i>unit trust scheme</i>	(as defined in section 237(1) of the Act (Other definitions)) a <i>collective investment scheme</i> under which the property in question is held on trust for the <i>participants</i> , except that it does not include an <i>authorised contractual scheme</i> .
<i>United Kingdom</i>	England and Wales, Scotland and Northern Ireland (but not the Channel Islands or the Isle of Man).
<i>Unitholder</i>	<p>(a) (in relation to an <i>ICVC</i>, <i>ACS</i> or an <i>AUT</i> as appropriate, and subject to ■ COLL 4.4.4 R (Special meaning of Unitholder in ■ COLL 4.4)) the <i>person</i> whose name is entered on the <i>register</i> in relation to that <i>unit</i>;</p> <p>(b) (in relation to a <i>unit</i> in a <i>collective investment scheme</i> that is not within (a) and in respect of which section 241A of the Act applies) the <i>person</i> who is entered on the <i>register</i> of the <i>scheme</i> as the holder of that <i>unit</i>; or</p> <p>(c)(in relation to a <i>unit</i> in a <i>collective investment scheme</i> not within (a) or (b)):</p> <p>(i)the holder of the <i>bearer certificate</i> representing that <i>unit</i>; or</p> <p>(ii)the <i>person</i> who is entered on the <i>register</i> of the <i>scheme</i> as the holder of that <i>unit</i>.</p>
<i>unitisation</i>	<p>arrangements for a newly formed <i>AUT</i> or <i>ACS</i> under which:</p> <p>(a) the whole or part of the property of a <i>body corporate</i> (or a <i>collective investment scheme</i>) becomes the first <i>scheme property</i> of the <i>AUT</i> or <i>ACS</i>; and</p> <p>(b) the <i>holders</i> of:</p> <p>(i) <i>shares</i> in the <i>body corporate</i> being wound up; or</p> <p>(ii) <i>units</i> in the <i>collective investment scheme</i>, the property of which is being transferred;</p> <p>become the first <i>participants</i> in the <i>AUT</i> or <i>ACS</i>.</p>
<i>universal registration document</i>	a universal registration document referred to in article 9 of the <i>Prospectus Regulation</i> .
<i>unlawful disclosure</i>	the behaviour described in article 10 of the <i>Market Abuse Regulation</i> .
<i>unregulated activity</i>	an activity which is not a <i>regulated activity</i> .
<i>unregulated collective investment scheme</i>	a <i>collective investment scheme</i> which is not a <i>regulated collective investment scheme</i> .

<i>unregulated transferable cryptoasset</i>	a cryptographically secured digital representation of value or contractual rights that uses distributed ledger technology and which:(a)is capable of being traded on or transferred through a platform or other forum; (b)is not limited to being transferred to its issuer in exchange for a good or service, or to an operator of a network that facilitates its exchange for a good or service;(c)is not <i>electronic money</i> ; (d)is not a <i>specified investment</i> ;(e)is not a representation of ownership or other property right in a <i>commodity</i> ; and(f)is not <i>money</i> issued by a central bank.
<i>unrestricted-use credit agreement</i>	a <i>credit agreement</i> which is not a <i>restricted-use credit agreement</i> .
<i>unsecured debt</i>	debt that does not fall within the definition of <i>secured debt</i> .
<i>unsecured lending</i>	lending where the <i>mortgage lender</i> does not take a mortgage or other form of security in respect of the credit provided to the <i>customer</i> .
<i>unsolicited real time financial promotion</i>	(in accordance with article 8 of the <i>Financial Promotion Order</i>) a <i>real time financial promotion</i> which is not a <i>solicited real time financial promotion</i> .
<i>unsustainable</i>	(in <i>CONC</i>) the inability of the <i>customer</i> to make repayments under a <i>credit agreement</i> in accordance with ■ CONC 5.2A.12R (or, in the case of a <i>borrower</i> under a <i>P2P agreement</i> , in accordance with ■ CONC 5.5A.13R).
<i>unwanted asset money</i>	an <i>eligible CIS amount</i> which is an unwanted asset for the purposes of section 21 of the Dormant Assets Act 2022.
<i>UPI</i>	the Union Pay International <i>IFR card payment system</i> .

Glossary - V

<i>valuation exposure</i>	means the amount of a <i>valuation position</i> that is sensitive to the movement in a <i>valuation input</i> .
<i>valuation input</i>	means a market observable or non-observable parameter or matrix of parameters that influences the fair value of a <i>valuation position</i> .
<i>valuation point</i>	(in <i>COLL</i>) a <i>valuation point</i> fixed by the <i>authorised fund manager</i> for the purpose of ■ <i>COLL 6.3.4 R</i> (Valuation points), ■ <i>COLL 8.5.9 R</i> (Valuation, pricing and dealing) or ■ <i>COLL 15.8.2R</i> (Valuation, pricing and dealing) or, in the case of a <i>regulated money market fund</i> , the applicable requirements of article 29 to article 32 of the <i>Money Market Funds Regulation</i> .
<i>valuation position</i>	means a <i>financial instrument</i> or commodity or portfolio of <i>financial instruments</i> or commodities, which are measured at fair value.
<i>value data</i>	(in relation to <i>pensions dashboard view data</i>) information relating to the value of a <i>relevant pension scheme member's</i> rights accrued under a <i>relevant pension scheme</i> specified in ■ <i>COBS 19.11</i> and ■ <i>COBS 19 Annex 6</i> .
<i>vehicle</i>	any motor vehicle intended for travel on land and propelled by mechanical power, but not running on rails, and any trailer whether or not coupled.[Note: article 1(1) of Council Directive 72/166/EEC (First Motor Insurance Directive)]
<i>vendor consideration placing</i>	(in <i>UKLR</i>) a marketing, by or on behalf of vendors, of <i>securities</i> that have been allotted as consideration for an acquisition.
<i>venture capital business</i>	the business of carrying on any of: <ul style="list-style-type: none"> (a) investing in, <i>advising on investments</i> which are, <i>managing investments</i> which are, <i>arranging</i> (bringing about) <i>transactions</i> in, or <i>making arrangements with a view to transactions in venture capital investments</i>; (b) <i>advising on investments</i> or <i>managing investments</i> in relation to portfolios, or <i>establishing, operating or winding up collective investment schemes</i> or <i>managing AIFs</i>, where the portfolios or <i>funds</i> (apart from funds awaiting investment) invest only in <i>venture capital investments</i>; (c) any <i>custody</i> activities provided in connection with the activities in (a) and (b); (d) any related <i>ancillary activities</i>.
<i>venture capital contact</i>	(when a <i>firm</i> carries on <i>regulated activities</i> with or for a <i>person</i> in the course of or as a result of carrying on <i>venture capital business</i>) that <i>person</i> in connection with that <i>regulated activity</i> if: <ul style="list-style-type: none"> (a) the <i>firm</i> does not behave in a way towards that <i>person</i> which might reasonably be expected to lead that <i>person</i> to believe that he is being treated as a <i>client</i>; and (b) the <i>firm</i> clearly indicates to that <i>person</i> that the <i>firm</i>: <ul style="list-style-type: none"> (i) is not acting for him; and (ii) will not be responsible to him for providing protections afforded to <i>clients</i> of the <i>firm</i> or be advising him on the relevant transaction.

<i>venture capital firm</i>	a <i>firm</i> whose <i>permission</i> includes a <i>requirement</i> that it must not conduct <i>designated investment business</i> other than <i>venture capital business</i> .
<i>venture capital investment</i>	a <i>designated investment</i> which, at the time the investment is made, is: <ul style="list-style-type: none">(a) in a new or developing <i>company</i> or venture; or(b) in a management buy-out or buy-in; or(c) made as a means of financing the investee <i>company</i> or venture and accompanied by a right of consultation, or rights to information, or board representation, or management rights; or(d) acquired with a view to, or in order to, facilitate a transaction falling within (a) to (c).
<i>venture capital trust</i>	a <i>company</i> which is, or which is seeking to become, approved as a venture capital trust under section 842AA of the Income and Corporation Taxes Act 1988.
<i>verified</i>	(in <i>IPRU(INV)</i> 13) where interim net profits are to be included in a <i>firm's</i> capital resources, checked by an external auditor who has undertaken at least to: <ul style="list-style-type: none">(a) satisfy himself that the figures forming the basis of the interim profits have been properly extracted from the underlying accounting records;(b) review the accounting policies used in calculating the interim profits so as to obtain comfort that they are consistent with those normally adopted by the <i>firm</i> in drawing up its <i>annual financial statements</i> and are in accordance with the accounting principles set out in <i>IPRU(INV)</i> 13;

	<p>(c) perform analytical procedures on the result to date, including comparisons of actual performance to date with budget and with the results of prior period(s);</p> <p>(d) discuss with management the overall performance and financial <i>position</i> of the <i>firm</i>;</p> <p>(e) obtain adequate comfort that the implications of current and prospective litigation, all known claims and commitments, changes in business activities and provisioning for bad and doubtful debts have been properly taken into account in arriving at the interim profits; and</p> <p>(f) follow up problem areas of which he is already aware in the course of auditing the <i>firm's</i> financial statements, a copy of whose report asserting that the interim net profits are reasonably stated has been submitted to the FCA (although this does not apply to <i>exempt CAD firms</i>).</p>
<i>virtual meeting</i>	(in ■ COLL 4) has the meaning given in ■ COLL 4.4.1AR(3).
<i>Visa</i>	the Visa Europe <i>regulated payment system</i> designated by HM Treasury under section 43 of FSBRA.
<i>VJ participant</i>	a <i>person</i> subject to the <i>Voluntary Jurisdiction</i> by contract.
<i>Voluntary Jurisdiction</i>	the jurisdiction of the <i>Financial Ombudsman Service</i> in which <i>persons</i> (whether <i>authorised</i> or <i>unauthorised</i>) participate by contract.
<i>voting power</i>	<p>(in SUP 11 (Controllers and close links) and SUP 16 (Reporting requirements) (in accordance with section 422 of the Act):</p> <p>(a) includes, in relation to a <i>person</i> ("H"):</p> <p>(i) voting power held by a third party with whom H has concluded an agreement, which obliges H and the third party to adopt, by concerted exercise of the voting power they hold, a lasting common policy towards the management of the <i>undertaking</i> in question;</p> <p>(ii) voting power held by a third party under an agreement concluded with H providing for the temporary transfer for consideration of the voting power in question;</p> <p>(iii) voting power attaching to <i>shares</i> which are lodged as collateral with H, provided that H controls the voting power and declares an intention to exercise it;</p> <p>(iv) voting power attaching to <i>shares</i> in which H has a life interest;</p> <p>(v) voting power which is held, or may be exercised within the meaning of subparagraphs (i) to (iv), by a subsidiary <i>undertaking</i> of H;</p> <p>(vi) voting power attaching to <i>shares</i> deposited with H which H has discretion to exercise in the absence of specific instructions from the shareholders;</p> <p>(vii) voting power held in the name of a third party on behalf of H;</p> <p>(viii) voting power which H may exercise as a proxy where H has discretion about the exercise of the voting power in the absence of specific instructions from the shareholders; and</p>

(b) in relation to an *undertaking* which does not have general meetings at which matters are decided by the exercise of voting rights, the right under the constitution of the *undertaking* to direct the overall policy of the *undertaking* or alter the terms of its constitution.

Glossary - W

Wavelength: The distance between two consecutive peaks or troughs of a wave, measured in meters (m).

Wave speed: The speed at which a wave propagates through a medium, measured in meters per second (m/s).

Wave function: A mathematical function that describes the quantum state of a system, often denoted by the Greek letter psi (ψ).

Wave packet: A localized disturbance that travels through a medium, often used to describe a pulse or a group of waves.

Wave interference: The phenomenon where two or more waves overlap, resulting in a new wave pattern.

Wave reflection: The phenomenon where a wave bounces back from a boundary or interface.

Wave refraction: The phenomenon where a wave changes direction as it passes from one medium to another.

Wave diffraction: The phenomenon where a wave bends around an obstacle or through a slit.

Wave scattering: The phenomenon where a wave is deflected in many directions by a rough surface or a medium with varying properties.

Wave absorption: The phenomenon where a wave's energy is converted into another form, such as heat or work.

Wave emission: The phenomenon where a wave is produced by a source, such as a vibrating object or a charged particle.

Wave polarization: The phenomenon where the oscillations of a wave are restricted to a single plane.

Wave coherence: The phenomenon where two or more waves have a constant phase relationship.

Wave superposition: The phenomenon where two or more waves overlap, and their displacements are added together.

Wave resonance: The phenomenon where a wave's amplitude is significantly increased when it is applied to a system at its natural frequency.

<i>waiver</i>	a direction waiving or modifying a <i>rule</i> , given by the <i>appropriate regulator</i> under section 138A of the Act (Modification or waiver of rules) or by the FCA under sections 250, 261L or 294 of the Act (Modification or waiver of rules) or regulation 7 of the <i>OEIC Regulations</i> (see ■ SUP 8 and ■ REC 3.3).
<i>warning notice</i>	a notice issued by the <i>appropriate regulator</i> in accordance with section 387 of the Act (Warning notices).
<i>warrant</i>	<p>(1) (except in <i>COLL</i>) the <i>investment</i>, specified in article 79 of the <i>Regulated Activities Order</i> (Instruments giving entitlements to investments), which is in summary: a warrant or other instrument entitling the holder to subscribe for a <i>share</i>, <i>debenture</i>, <i>alternative debenture</i> or <i>government and public security</i>.</p> <p>(2) (in <i>COLL</i>) an <i>investment</i> in (1) and any other <i>transferable security</i> (not being a nil paid or partly paid security) which is:</p> <ul style="list-style-type: none"> (i) <i>listed</i> on an <i>eligible securities</i> market; and (ii) akin to an <i>investment</i> within (1) in that it involves a down payment by the then holder and a right later to surrender the instrument and to pay more <i>money</i> in return for a further <i>transferable security</i>.
<i>WDPG</i>	the Wind-down Planning Guide.
<i>weather derivative</i>	a <i>contract for differences</i> where the index or other factor in question is a climatic variable.
<i>website conditions</i>	<p>the following conditions :</p> <p>(1) the provision of information by means of a website must be appropriate to the context in which the business between the <i>firm</i> and the <i>client</i> is, or is to be, carried on (that is, there is evidence that the <i>client</i> has regular access to the internet, such as the provision by the client of an e-mail address for the purposes of the carrying on of that business);</p> <p>(2) the <i>client</i> must specifically consent to the provision of that information in that form (only in the case of a <i>retail client</i> if the relevant <i>rule</i> derives from the <i>MiFID Org Regulation</i>);</p> <p>(3) the <i>client</i> must be notified electronically of the address of the website, and the place on the website where the information may be accessed;</p> <p>(4) the information must be up to date; and</p> <p>(5) the information must be accessible continuously by means of that website for such period of time as the <i>client</i> may reasonably need to inspect it.</p> <p>[Note: article 23(5) of the <i>IDD</i>, article 3 of the <i>MiFID Org Regulation</i> and article 38(2) of the <i>KII Regulation</i>]</p>
<i>weighted voting rights shares</i>	<i>shares</i> that carry more than one vote on one or more matters to be decided at a general meeting.

<i>welfare trust</i>	any scheme or arrangement, not being an <i>occupational pension scheme</i> , that is comprised in one or more instruments or agreements and operates as a benevolent fund so as to provide benefits, at the discretion of the trustees and to which the beneficiaries have no contractual rights.
<i>whistleblower</i>	any <i>person</i> that has disclosed, or intends to disclose, a <i>reportable concern</i> : (a) to a <i>firm</i> ; or (b) to the <i>FCA</i> or the <i>PRA</i> ; or (c) in accordance with Part 4A (Protected Disclosures) of the Employment Rights Act 1996. A person is not necessarily a <i>whistleblower</i> if they use a channel other than the internal arrangements set out in ■ SYSC 18.3.
<i>whistleblowers champion</i>	(a) (in ■ SYSC 4.7) an individual appointed by a <i>firm</i> under ■ SYSC 4.7.5R(1) with the allocated responsibilities in ■ SYSC 18.4.4R; (b) (in ■ SYSC 18) (Whistleblowing) an individual appointed by a <i>firm</i> under either ■ SYSC 4.7.5R(1) or ■ SYSC 18.4.2R, as applicable, with the allocated responsibilities in ■ SYSC 18.4.4R.
<i>whole life assurance</i>	a <i>contract of insurance</i> which, disregarding any benefit payable on surrender, secures a capital sum only on death or either on death or on disability, but does not include a term assurance.
<i>whole of life insurance policy</i>	(1) in relation to a <i>new funeral plan</i> , a <i>contract of insurance</i> meeting the requirements of ■ FPCOB 3.1.8R; (2) in relation to a <i>subsisting funeral plan</i> , a <i>contract of insurance</i> that was entered into to meet the requirements of article 60(1)(a) of the <i>Regulated Activities Order</i> , as it applied at that time.
<i>wholesale market broker</i>	a <i>firm</i> when carrying out the activities of <i>name-passing broker</i> , or acting on a matched principal basis, with or for <i>market counterparties</i> .
<i>wind-down trigger</i>	either of the following in relation to a <i>MIFIDPRU investment firm</i> : (1) the <i>liquid assets wind-down trigger</i> ; or (2) the <i>own funds wind-down trigger</i> .
<i>with-profits actuary</i>	an <i>actuary</i> appointed to perform the <i>with-profits actuary function</i> .
<i>with-profits actuary function</i>	<i>PRA controlled function</i> described more fully in ■ SUP 4.3.16AR and the Senior Insurance Management Function parts of the <i>PRA Rulebook</i> .
<i>with-profits advisory arrangement</i>	(a) an independent person; or (b) if appropriate, one or more <i>non-executive directors</i> appointed to

	provide independent judgment to the <i>governing body</i> of a <i>firm</i> ; <i>FCA controlled functions</i>
	which satisfies the requirements of its <i>terms of reference</i> .
<i>with-profits assets</i>	<i>assets</i> in a <i>with-profits fund</i> , except those meeting liabilities in respect of <i>non-profit insurance business</i> .
<i>with-profits benefits reserve</i>	(in relation to a <i>with-profits fund</i>) the with-profits benefits reserve for the <i>with-profits fund</i> calculated in accordance with the <i>rules</i> in ■ INSPRU 1.3.116 R to ■ INSPRU 1.3.135 G .
<i>with-profits business</i>	any business of an <i>insurer</i> that may affect the amount or value of the assets comprising a <i>with-profits fund</i> .
<i>with-profits committee</i>	a committee: <ul style="list-style-type: none"> (a) the majority of the members of which are independent of the <i>firm</i>, or, where there is an equal number of independent and non-independent members, which is chaired by a <i>person</i> who is one of the independent members; and (b) which satisfies the requirements of its <i>terms of reference</i>.
<i>with-profits fund</i>	<p>(1) for a <i>firm</i> that is not a <i>Solvency II firm</i> (except in <i>INSPRU</i>):</p> <ul style="list-style-type: none"> (a) a <i>long-term insurance fund</i> (or that part of such a fund) in which <i>policyholders</i> are eligible to participate in any <i>established surplus</i>; and (b) where it is an <i>insurer's</i> usual practice to restrict <i>policyholders'</i> participation in any <i>established surplus</i> to that arising from only a part of the fund (or part fund) falling within (a), that part (or that part of the part fund). <p>(2) for a <i>Solvency II firm</i> means a "with profits fund" as defined in the PRA Rulebook: Glossary.</p> <p>(3) for the purposes of <i>INSPRU</i> , a <i>long-term insurance fund</i> in which <i>policyholders</i> are eligible to participate in any <i>established surplus</i>.</p>
<i>with-profits fund surplus</i>	<p>The difference between:</p> <ul style="list-style-type: none"> (a) the value of the assets of the <i>with-profits fund</i> identified in accordance with ■ COBS 20; and (b) the value of the best estimate component of <i>technical provisions</i> in respect of the <i>policies</i> written out of or transferred into that <i>with-profits fund</i> and the value of the other liabilities, including those referred to in ■ COBS 20.1A.1 R, in the fund; <p>calculated in accordance with PRA Rulebook: Solvency II Firms: Valuation, Technical Provisions, and Surplus Funds rule 2, and applicable parts of the <i>Solvency II Regulation</i> (EU) 2015/35 of 10 October 2014, and as determined by <i>actuarial investigation</i>.</p>
<i>with-profits insurance business</i>	the business of <i>effecting contracts of insurance</i> or <i>carrying out contracts of insurance</i> that are <i>with-profits policies</i> .

<i>with-profits insurance contract</i>	a <i>long-term insurance contract</i> which provides for the <i>policyholder</i> to be eligible to participate in any surplus arising on the whole of, or any part of, the <i>insurer's long-term insurance business</i> .
<i>with-profits insurance liabilities</i>	insurance liabilities arising from <i>with-profits insurance business</i> .
<i>with-profits policy</i>	a <i>long-term insurance contract</i> which provides benefits through eligibility to participate in discretionary distributions based on profits arising from the <i>firm's business</i> or from a particular part of the <i>firm's business</i> .
<i>with-profits policyholder</i>	a <i>policyholder</i> under a <i>with-profits policy</i> .
<i>with-profits practices</i>	the with-profits practices that a <i>firm</i> must establish, maintain and record under ■ COBS 20.3 (Principles and Practices of Financial Management).
<i>with-profits principles</i>	the with-profits principles that a <i>firm</i> must establish, maintain and record under ■ COBS 20.3 (Principles and Practices of Financial Management).
<i>worker</i>	a “worker” defined in section 230(3), and as extended under section 43K, of the Employment Rights Act 1996.
<i>working day</i>	<p>(1) (in PRR and ■ MAR 9) (as defined in section 103 of the Act) any day other than a Saturday, a Sunday, Christmas Day, Good Friday or a day which is a bank holiday under the Banking and Financial Dealings Act 1971 in any part of the <i>United Kingdom</i>.</p> <p>(2) [deleted]</p> <p>(3) (in ■ FEES 9 and ■ COBS 19.11) any day other than a Saturday, a Sunday, Christmas Day, Good Friday or a day which is a bank holiday under the Banking and Financial Dealings Act 1971 in any part of the <i>United Kingdom</i>.</p>
<i>work-related insurance</i>	<p>work-related insurance, including:</p> <p>(a) life assurance;</p> <p>(b) long term disability insurance (also known as <i>permanent health insurance</i>); and</p> <p>(c) accidental death, injury, critical illness, medical, dental, income protection or travel insurance.</p>
<i>workplace pension contributions</i>	contributions made to a <i>qualifying scheme</i> by, or on behalf of, an employee who has become a member of that scheme, including transfers in from other schemes.
WPICC	<i>with-profits insurance capital component</i> .
<i>wrapper</i>	a <i>PEP, ISA</i> or <i>CTF</i> .

*write-down
instrument*

(in ■ SYSC 19G) an instrument the terms of which require the principal amount of that instrument to be written down on the occurrence of a trigger event.

Glossary - Z

<i>zillmerising</i>	the method known by that name for modifying the <i>net premium</i> reserve method of valuing a <i>long-term insurance contract</i> by increasing the part of the future <i>premiums</i> for which credit is taken so as to allow for initial expenses.
<i>Zone A country</i>	<p>(a) [deleted];</p> <p>(b) countries which are full members of the <i>OECD</i>; and</p> <p>(c) those countries which have concluded special lending arrangements with the International Monetary Fund (IMF) associated with the Fund's general arrangements to borrow (GAB),</p> <p>save that any country falling with (a), (b) or (c) which reschedules its external sovereign debt is precluded from Zone A for a period of five years.</p>

