

# Chapter 14

## Standard listing (shares)

## 14.2 Requirements for listing

- 14.2.1** **R** An *applicant* which is applying for *standard listing (shares)* must comply with all of **LR 2** (Requirements for listing: All securities).

### Shares in public hands

- 14.2.2** **R**
- (1) If an application is made for the *admission* of a *class* of *shares*, a sufficient number of *shares* of that *class* must, no later than the time of *admission*, be distributed to the *public*.
  - (2) [deleted]
  - (3) For the purposes of paragraph (1), a sufficient number of *shares* will be taken to have been distributed to the public when 10% of the *shares* for which application for *admission* has been made are in public hands.
  - (4) For the purposes of paragraphs (1), (2) and (3), *shares* are not held in public hands if they are:
    - (a) held, directly or indirectly by:
      - (i) a *director* of the *applicant* or of any of its *subsidiary undertakings*; or
      - (ii) a *person* connected with a *director* of the *applicant* or of any of its *subsidiary undertakings*; or
      - (iii) the trustees of any *employees' share scheme* or pension fund established for the benefit of any *directors* and *employees* of the *applicant* and its *subsidiary undertakings*; or
      - (iv) any *person* who under any agreement has a right to nominate a *person* to the board of *directors* of the *applicant*; or
      - (v) any *person* or *persons* in the same *group* or *persons* acting in concert who have an interest in 5% or more of the *shares* of the relevant class; or
    - (b) subject to a lock-up period of more than 180 days.
  - (5) For the purposes of paragraph (3), *treasury shares* are not to be taken into consideration when calculating the number of *shares* of the *class*.

[Note: Article 48 CARD]

- 14.2.3** **G** [deleted]

14.2.3A G When calculating the number of *shares* for the purposes of  
■ LR 14.2.2R (4)(a)(v), holdings of *investment managers* in the same *group* where investment decisions are made independently by the individual in control of the relevant fund and those decisions are unfettered by the *group* to which the *investment manager* belongs will be disregarded.

**Shares of a third country company**

14.2.4 R The *FCA* will not admit *shares* of a *company* incorporated in a *third country* that are not listed either in its country of incorporation or in the country in which a majority of its *shares* are held, unless the *FCA* is satisfied that the absence of the listing is not due to the need to protect investors. [Note: Article 51 CARD]

**Listing applications**

14.2.5 G A *company* applying for a *standard listing* of *shares* will need to comply with  
■ LR 3 (Listing applications: All securities).

14.2.6 R [deleted]