

**DISCLOSURE GUIDANCE AND TRANSPARENCY RULES SOURCEBOOK
(AMENDMENT) INSTRUMENT 2024**

Powers exercised

- A. The Financial Conduct Authority (“the FCA”) makes this instrument in the exercise of the following powers and related provisions in the Financial Services and Markets Act 2000 (“the Act”):
- (1) section 73A (Part 6 Rules);
 - (2) section 89A (Transparency rules);
 - (3) section 89P (Primary information providers);
 - (4) section 137A (The FCA’s general rules);
 - (5) section 137T (General supplementary powers); and
 - (6) section 139A (Power of the FCA to give guidance).
- B. The rule-making powers listed above are specified for the purpose of section 138G(2) (Rule-making instruments) of the Act.

Commencement

- C. This instrument comes into force on 3 November 2025.

Amendments to the Handbook

- D. The Glossary of definitions is amended in accordance with Annex A to this instrument.
- E. The Disclosure Guidance and Transparency Rules sourcebook (DTR) is amended in accordance with Annex B to this instrument

Notes

- F. In the Annexes to this instrument, the notes (indicated by “**Note:**”) are included for readers’ convenience, but do not form part of the legislative text.

Citation

- G. This instrument may be cited as the Disclosure Guidance and Transparency Rules Sourcebook (Amendment) Instrument 2024.

By order of the Board
19 December 2024

Annex A

Amendments to the Glossary of definitions

Insert the following new definitions in the appropriate alphabetical position. The text is not underlined.

GLEIF the Global Legal Entity Identifier Foundation.

related issuer an *issuer* that is the subject of a disclosure of *regulated information* but is not the *issuer* that files *regulated information* with the *FCA* under *DTR 6.2.2R*.

Annex B

Amendments to the Disclosure Guidance and Transparency Rules sourcebook (DTR)

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

6 Continuing obligations and access to information

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6.2 Filing information and use of language

...

Filing of information with the FCA

...

- 6.2.2A R Where an *issuer* or *person* is required to file *regulated information* under *DTR 6.2.2R*, the *issuer* or *person* must, ~~at the same time,~~ have a legal entity identifier (LEI) (where eligible) with an ‘issued’ registration status on the GLEIF Global LEI Index and, when the *issuer* or *person* files *regulated information* under *DTR 6.2.2R*, they must notify the following to the *FCA*:
- (1) the name and legal entity identifier (LEI) of the *issuer* concerned; ~~and~~
 - (2) ~~the classifications relevant to the *regulated information* using the classes and sub-classes in *DTR 6 Annex 1R*. [deleted]~~
 - (3) the name and LEI (where eligible) of the *person* required to file the *regulated information*, if different from the *issuer* concerned;
 - (4) the name of any *related issuer*;
 - (5) the LEI of any *related issuer*; and
 - (6) the *headline information* that is relevant to the *regulated information*.
- 6.2.2B R ~~If more than one classification is relevant to the *regulated information*, the *issuer* or *person* must notify all relevant classes and sub-classes to the *FCA*. [deleted]~~
- 6.2.2C R *DTR 6.2.2AR(5)* does not apply if information regarding the LEI of any *related issuer* is not available on the GLEIF Global LEI Index.

6.2.2D R DTR 6.2.2AR(5) does not apply if the *headline information* provided under DTR 6.2.2AR(6) is the headline code 'NAV' and headline category 'Net Asset Value(s)' from DTR 8 Annex 2R.

...

6.3 Dissemination of information

Application

...

6.3.7 R *Regulated information* must be communicated to a *RIS* in a way which:

- (1) makes clear that the information is *regulated information*;
- (2) identifies clearly:
 - (a) the *issuer* concerned;
 - (b) the subject matter of the *regulated information*; ~~and~~
 - (c) the time and date of the communication of the *regulated information* by the *issuer* or the *person*;
 - (d) the legal entity identifier (LEI) of the *issuer* concerned;
 - (e) the name and LEI (where eligible) of any *person* who has applied, without the *issuer's* consent, for the admission of its *transferable securities* to trading on a *regulated market*;
 - (f) the name of any *related issuer*;
 - (g) the LEI of any *related issuer*; and
 - (h) the *headline information* that is relevant to the *regulated information*.

[Note: article 12(5) of the *TD implementing directive*]

6.3.7A R DTR 6.3.7R(2)(g) does not apply if information regarding the LEI of any *related issuer* is not available on the GLEIF Global LEI Index.

6.3.7B R DTR 6.3.7R(2)(g) does not apply if the *headline information* provided under DTR 6.3.7R(2)(h) is the headline code 'NAV' and headline category 'Net Asset Value(s)' from DTR 8 Annex 2R.

...

DTR 6 Annex 1R (Classes and sub-classes of regulated information) is deleted in its entirety. The deleted text is not shown but the Annex is marked '[deleted]' as shown below.

6 Annex 1R **Classes and sub-classes of regulated information [deleted]**

Amend the following as shown.

8 **Primary Information Providers**

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8.4 **Continuing obligations**

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Disseminating regulated information: provision to the FCA

8.4.30 R *A primary information provider must supply free of charge all regulated information that it disseminates, exclusive of all other information, to the FCA or an agent appointed by the FCA to act on its behalf. Such information must be supplied to the FCA using an FCA-specified application programme interface (API) and standardised schema.*

8.4.30A G Guidance on how to comply with the requirement in DTR 8.4.30R is set out in the FCA Technical Note on the Filing of regulated information to the FCA by Primary Information Providers (PIPs) (Editor’s note: insert reference number).

[Note: The technical guidance can be accessed in the FCA’s Knowledge Base (<https://www.fca.org.uk/markets/primary-markets/knowledge-base>).]

...

8 Annex 1R **List of regulatory bodies**

...	
(2)	the Panel on Takeovers and Mergers <u>the Takeover Panel</u>
...	
(5)	the Department for Business, Innovation and Skills <u>[deleted]</u>
...	

(10)	the Office of the Rail Regulator <u>the Office of Rail and Road</u>
(11)	the National Lottery Commission [deleted]
...	
(16)	the House of Commons Department of Chamber and Committee Services
(17)	<u>the Department for Business and Trade</u>
(18)	<u>the Department for Energy Security and Net Zero</u>
(19)	<u>the Department for Science, Innovation, and Technology</u>
(20)	<u>the Ministry of Housing, Communities and Local Government</u>
(21)	<u>the House of Commons Treasury Select Committee</u>
(22)	<u>the Bank of England</u>
(23)	<u>the Payment Systems Regulator</u>
(24)	<u>the Financial Reporting Council</u>

8 Annex **Headline codes and categories**
2R

Headline code	Headline Category	Description
Urgent priority		
...		
MSCU	Miscellaneous— Urgent Priority	Miscellaneous urgent priority announcements
High priority		
...		
TAB	Disclosure Table (POTAM <u>Takeover Panel</u> use only)	Notification of companies currently in offer period

...		
FEE	Form 8 (OPD) {Insert name of offeree or offeror} (Opening Position Disclosure)	Opening position disclosure by a party to an offer
...		
FUR	Further re (insert appropriate text)	Announcement made following an initial, related announcement
IR	Half-year <u>Financial Report</u>	Announcement of half-year/second quarter financial results
...		
OFB	Offer by {add offeror's name}	Statement giving details of an offer announced by the offeree
OFF	Offer for {add offeree's name}	Statement giving details of an offer announced by the offeror
...		
RSP	Response to (insert appropriate text)	Statement submitted in response to a previous statement made by another entity/body
...		
DCC	Form 8 (DD) {Insert name of offeree or offeror}	Dealing disclosure by a party to an offer or person acting in concert (including for the account of discretionary investment clients)
RET	Form 8.3 {Insert name of offeree or offeror}	Opening position disclosure/dealing disclosure by a person with interests in relevant securities representing 1% or more

...		
STR	Statement re (insert appropriate text)	Statement regarding a particular issue
STC	Statement re (insert appropriate text) (CMA use only)	Statement by the Competition and Markets Authority regarding the outcome of its investigation of a takeover/merger
...		
MSCH	Miscellaneous — High Priority	Miscellaneous high priority announcements
Medium priority		
...		
PDI	Publication of a Prospectus	Publication of a prospectus in accordance with the Prospectus Rules
<u>POT</u>	<u>Statement re Takeover Panel</u>	<u>Statement from the Takeover Panel</u>
<u>PRE</u>	<u>Preliminary Results</u>	<u>Publication and filing of preliminary results</u>
<u>PRX</u>	<u>Proxy Form</u>	<u>Publication and filing of a proxy form</u>
...		
PFT	Publication of Final Terms	Publication and filing of final terms in accordance with the Prospectus Rules
RTT	Rule 2.10 <u>2.9</u> Announcement	Announcement by an offeree company at the beginning of an offer period regarding details of all relevant securities issued by the company together with the numbers of such securities in

		issue as required by the Takeover Panel.
...		
MSCM	Miscellaneous – Medium Priority	Miscellaneous medium priority announcements
Low priority		
...		
CIR	Circ re. {insert appropriate document title}	Notification that a document issued to holders of listed securities (including notices of meetings but excluding listing particulars, annual report and accounts, interim reports, proxy cards and dividend or interest vouchers) is available for public inspection
...		
DOC	Doc re. {insert appropriate document title}	Notification that a document issued to holder of listed securities is available for public inspection
...		
MSCL	Miscellaneous – Low Priority	Miscellaneous low priority announcements
...		

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