
STATUTORY INSTRUMENTS

2019 No. 1234

**EXITING THE EUROPEAN UNION
FINANCIAL SERVICES AND MARKETS**

The Prospectus (Amendment etc.) (EU Exit) Regulations 2019

Made - - - - *at 9.00 a.m. on 5th
September 2019*
Laid before Parliament *at 3.00 p.m. on 5th
September 2019*
Coming into force in accordance with regulation 1

**THE PROSPECTUS (AMENDMENT
ETC.) (EU EXIT) REGULATIONS 2019**

PART 1

General

1. Citation, commencement and interpretation

PART 2

Amendments of FSMA

2. Amendments of FSMA
3. Matters which may be dealt with by prospectus rules
4. Prohibition of dealing etc in transferable securities without approved prospectus
5. Exempt offers to the public and admissions to trading
6. Power of FCA to suspend or prohibit trading on a trading facility
7. Reporting of infringements
8. Publication of notices
9. Publication of notices – prospectus regulation

PART 3

Amendments of the 2019 Regulations

10. Amendments of the 2019 Regulations

Changes to legislation: The Prospectus (Amendment etc.) (EU Exit) Regulations 2019 is up to date with all changes known to be in force on or before 04 February 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details) View outstanding changes

11. Regulation 4
12. Regulation 6
13. Regulation 8
14. Regulation 9
15. Regulation 10
16. Regulations 11 to 17
17. Regulation 30
18. Regulation 31
19. Regulation 36
20. Regulation 38
21. Regulations 40 to 66
22. Amendment of Commission Regulation (EC) No. 1569/2007
23. Amendment of the transitional provision
24. Revocation of Schedule 1
25. Amendments of Schedule 2

PART 4

Amendments of other secondary legislation

26. Amendments of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005
27. Amendments of the Equivalence Determinations for Financial Services and Miscellaneous Provisions (Amendment etc) (EU Exit) Regulations 2019
28. Amendment of the Financial Services and Markets Act 2000 (Amendment) (EU Exit) Regulations 2019
29. Amendments of the Gibraltar (Miscellaneous Amendments) (EU Exit) Regulations 2019
30. Amendment of the Financial Services and Markets Act 2000 (Prospectus) Regulations 2019

PART 5

Amendments of retained European Union law

CHAPTER 1

Amendments of the Prospectus Regulation

31. Amendments of the Prospectus Regulation
32. Subject matter, scope and exemptions
33. Definitions
34. Obligation to publish a prospectus and exemptions
35. Voluntary prospectus
36. The prospectus summary
37. The base prospectus
38. The universal registration document
39. Prospectuses consisting of separate documents
40. Responsibility attaching to the prospectus
41. Minimum information and format
42. Simplified disclosure regime for secondary issuers
43. EU Growth prospectus
44. Risk factors
45. Final offer price and amount of securities
46. Omission of information

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47. Incorporation by reference
48. Scrutiny and approval of the prospectus
49. Publication of the prospectus
50. Advertisements
51. Supplements to the prospectus
52. Omission of Articles 24 to 27
53. Third country issuers - prospectus drawn up in accordance with Regulation (EU) 2017/1129
54. Third country issuers - prospectus drawn up in accordance with laws of a third country
55. Cooperation with third countries
56. Amendment of heading of Chapter 7
57. Omission of Article 31
58. Powers of competent authorities
59. Omission of Articles 33 and 34
60. Professional secrecy
61. Data protection
62. Omission of Articles 37 to 41
63. Publication of decisions
64. Omission of Article 43
65. Amendment of heading of Chapter 9
66. Omission of Articles 44 and 45 and insertion of Article 45a
67. Omission of Articles 47 and 48
68. Entry into force etc.
69. Final provisions
70. Annexes

CHAPTER 2

Amendments of Commission Delegated Regulation (EU) 2019/980

71. Amendments of Commission Delegated Regulation (EU) 2019/980

CHAPTER 3

Amendments of Commission Regulation (EC) 1569/2007

72. Amendments of Commission Regulation (EC) No. 1569/2007

CHAPTER 4

Amendments of the EEA Agreement

73. Amendments of EEA Agreement

PART 6

Transitional provision

74. Transitional provision for prospectuses notified under the Prospectus Regulation before IP completion day
75. Transitional provision for registration documents and universal registration documents notified under the Prospectus Regulation before IP completion day

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Signature

SCHEDULE — Amendments of Annexes to Commission Delegated Regulation (EU) 2019/980

1. In the List of Annexes, for each of the headings...
2. (1) Annex 1 is amended as follows.
3. (1) Annex 3 is amended as follows.
4. (1) Annex 6 is amended as follows.
5. (1) Annex 7 is amended as follows.
6. In Annex 8, in item 10.2.1— (a) before “Directive” in...
7. (1) Annex 9 is amended as follows.
- 7A Omit Annex 10.
8. (1) Annex 11 is amended as follows.
9. In Annex 12, in item 4.5, for “Member State” insert...
10. (1) Annex 13 is amended as follows.
11. (1) Annex 14 is amended as follows.
12. (1) Annex 15 is amended as follows.
13. (1) Annex 16 is amended as follows.
14. In Annex 17, in item 2.2.2, in the 5th point...
15. In Annex 18, in item 2.1, for “EU” substitute “...
16. In Annex 19, in items 1.1 and 1.2, for “ESMA”...
17. In Annex 22, omit item 1.4.
18. (1) Annex 23 is amended as follows.
19. (1) Annex 24 is amended as follows.
20. (1) Annex 25 is amended as follows.
21. (1) Annex 26 is amended as follows.
22. (1) Annex 27 is amended as follows.
23. In Annex 28, omit items 3, 4 and 5.

Explanatory Note

Changes to legislation:

The Prospectus (Amendment etc.) (EU Exit) Regulations 2019 is up to date with all changes known to be in force on or before 04 February 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations.

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Changes and effects yet to be applied to :

- Regulations revoked by [2023 c. 29 Sch. 1 Pt. 2](#)