

UK Listing, Disclosure and Transparency Rules

23 October 2014, London

A focus on the latest regulatory
change, trends, developments and
best practice



London
Stock Exchange Group



Academy

Who we are

The educational model of the Academy is that of a "Corporate University" where the traditional classroom is replaced by an interactive approach to all open enrolment programmes so as to:

- Facilitate the exchange of experiences and expertise among the professionals attending
- Actively encourage the transfer of knowledge and skills gained back into the workplace

All our open enrolment courses are designed to analyse and explore developments in the international financial markets in order to improve delegates' technical and operational skills.

Our Strengths

Academy clients are able to benefit from two particular advantages when working with the Academy:

- Our faculty, encompassing experts from across the London Stock Exchange Group and experienced UK, Italian and international financial market practitioners. On occasion, where appropriate we are also able to draw on the insights of leading academics from the most respected University
- Our innovative methodology, centred on the value of group learning, a collaborative approach and creating an active learning environment

The Course

Overview

Companies with a listing on the Main Market are required to comply with the UK listing, disclosure and transparency rules. These rules establish minimum requirements in respect of:

- Proper communication to the market, including the disclosure of price-sensitive information
- Shareholder interaction and disclosure considerations where significant transactions are concerned
- Periodic financial reporting – both timings and content

With the UK regulator, the Financial Conduct Authority, scrutinising the compliance of listed companies more closely than ever, this seminar provides an ideal opportunity for existing issuers of those considering a listing on the Main Market to understand both the fundamentals and the latest developments.

Why attend?

The emphasis of this seminar will be on the practical implications of the UK listing, disclosure and transparency rules, demonstrating how companies should comply.

Senior representatives from top consultancy firms will provide their perspective and guidance via a series of presentations and practical worked examples. The seminar will also feature a session translating the fundamentals into practical application for a listed company secretarial practice with extensive corporate governance experience among listed companies.

Location

The course will be held at the Exchange's headquarters located next to St. Paul's Cathedral at 10 Paternoster Square, London EC4M 7LS.

Who should attend

This seminar course is targeted at those with an intermediate or senior level of knowledge seeking to be

updated with the latest developments, information and perspective including:

- Company secretaries
- Financial directors
- Legal counsel
- Corporate communication
- Investor relations officers

Panelists

Chair: Tracey Paul-Clark

Chris Horton
Partner, Simmons & Simmons

Charles Mayo
Partner, Simmons & Simmons

Nick Adams
Managing Director, Corporate Broking, Jefferies Hoare Govett

Peter Westaway
Senior Manager - National Accounting & Audit, Deloitte

Chris Stamp
Managing Director , Prism Cossec

The Course

8:30 -8:55 - Registration

Registration and coffee

8.55 - Chair's welcome - Overview and objectives of the seminar. **Tracey Paul-Clark, London Stock Exchange**

9:15-11:15 - Session one: the fundamentals

9.00 - Introduction – Life as a listed company: key developments. **Charles Mayo, Simmons & Simmons**

- Update on the regulatory framework for all listed companies:
- Governance: hot topics
- Changes to the listing rules
- Perspective and practical steps

10.00 - The transparent market. **Chris Horton, Simmons & Simmons**

- Contributing to an open and fair market
- Managing inside information
- Company announcements: case studies and practical lessons
- Share dealing by senior management

11.00 - Coffee

11.15 - Shareholder considerations – Premium Listed, **Nick Adams, Managing Director UK Corporate Broking and Coverage, Jefferies**

- Overview of the Premium Listing Rule requirements
- The role of the sponsor
- Significant transactions – class tests and notification
- Transactions with related parties
- A shareholder's right of pre-emption

12.15 – Coffee

12:30 Reporting to the market – Premium Listed. **Peter Westaway, Deloitte**

- Overview of the financial and narrative reporting regime
- Corporate reporting update
- Half-yearly financial reports

13.00 – Session one close

13:15-14:15 - Session two: the workshop, life as a listed company (including working lunch)

13.15 - In this session, the fundamentals are translated into the practical application as an demonstrates how a listed company organizes itself to deal with its obligations. This interactive workshop is designed for those companies who are considering a listing on the London Stock Exchange, those who have recently listed or those simply looking to benchmark their approach with their peers.

Chris Stamp, Prism Cossec

The usual:

- Roles and responsibilities
- The board process
- The reporting process
- Information process

The unusual:

- Roles and responsibilities
- Corporate transactions
- The "unexpected"

14.15 - Close

Terms & Conditions

Date of course

23 October 2014

Registration fee: £ 495 + VAT

Joining instructions

Joining instructions will be confirmed by email 7 days prior to the course date. Please contact us if you do not receive any written registration confirmation. This registration form must be received by London Stock Exchange no later than seven days in advance of the course start date and submitted to Academy UK mail to academy_uk@lseg.com. All registrations are subject to the data protection policy and terms and conditions listed below.

Payment

The course fee includes all supporting documentation supplied by London Stock Exchange to the delegates in relation to the course. Delegates are responsible for their own travel and accommodation arrangement. Once your registration has been confirmed, London Stock Exchange shall issue you with an invoice. Full payment of the fees must be received by London Stock Exchange 28 days after receipt of such invoice.

Cancellation

Substitutions may be made, however you must notify London Stock Exchange of such changes at least 48 hours in advance of the course start date. If you are an organisation, you must provide London Stock Exchange with details of all delegates at least 48 hours in advance of the course start date. A full refund will be given for cancellation requests received at least 15 working days before the course. Cancellations must be made in writing (post, email or fax) and must be received by London Stock Exchange before the 15 working day deadline. Delegates who cancel 10-14 working days prior to the course will receive a refund equal to 50% of the fee. No refund will be given for cancellations received less than

10 working days before the course. London Stock Exchange reserves the right to change or cancel the course or any part of its published programme due to unforeseen circumstances; in such circumstances London Stock Exchange will use reasonable endeavours to contact the delegate or organisation.

Liability

Whilst every effort is made by London Stock Exchange to ensure that the contents of the course are accurate and up to date, London Stock Exchange shall not be liable whatsoever to the delegate or the organisation participating in the course for any inaccuracy or misleading information, nor for any consequential damage or expense or any loss of profit or any liability to third parties incurred as a result of reliance on such information which is provided for educational purpose only. London Stock Exchange's total liability under this agreement shall be limited to the total fees payable under this Agreement. Nothing in this Agreement shall limit the liability for death, fraud or personal injury caused by its negligence.

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The delegate agrees that all intellectual property rights held in all documentation supplied by London Stock Exchange to the delegate in relation to the course are and shall remain property of London Stock Exchange and therefore any exploitation, copying or distribution in any form of the same is strictly prohibited. The delegate or organisation (whichever is applicable) shall not at any time use the name, logo, or trademark of the Exchange without the written consent of the Exchange.

Organisations

This section shall only be applicable to organisations who have booked their delegates on the course detailed below. You shall at no time publicly refer to the training which the Exchange shall provide to your delegates, without the written consent of the Exchange. Our training shall provide to your delegates, without the written consent of the Exchange. Our training is not and will not be an endorsement of your organisation and the services

Terms & Conditions

you offer. The Exchange does not endorse any training provided by the Exchange.

Data Protection

London Stock Exchange takes your privacy seriously. We collect and use personal information to provide services, conduct market research and inform you about relevant products and services.

Please confirm your preference below:

- I do NOT wish to receive information about products or services from the Academy of London Stock Exchange
- I do NOT wish to receive information about products and services from carefully selected third parties
- YES, I would like to receive information via electronic communication about future programmes from the Academy of London Stock Exchange

We will not disclose your data outside London Stock Exchange unless we have your permission except to business partners and to third party suppliers for processing purposes under normal business practice.

I have read and understand the booking terms and conditions.

SIGNATURE:

NAME:

DATE:

Terms & Conditions

Please complete the details below and sign to confirm acceptance of the terms and conditions. Completed forms should be returned to Academy, London Stock Exchange Group by email to: academy_uk@lsegroup.com. For any further information please contact the Academy Customer Care at: +44 (0) 207 797 1821.

Date of course: 23 October 2014 Registration fee: £495+VAT Total to be invoiced £_____ (Incl VAT)

Participant Information			
Title	Name	Surname	
Job Title	Company name		
Address Line 1		Address Line 2	
City	Post/Zip code	Country	
Email		Tel:	Fax

Position within company: <i>(please tick)</i>		Nature of business <i>(please tick)</i>	
Board/Senior Management	<input type="checkbox"/>	Listed/private Company <i>(please delete as appropriate)</i>	
General Management	<input type="checkbox"/>	Law	<input type="checkbox"/>
HR & Training	<input type="checkbox"/>	Accountancy	<input type="checkbox"/>
Planning & Control	<input type="checkbox"/>	Banking	<input type="checkbox"/>
IT	<input type="checkbox"/>	Consultancy	<input type="checkbox"/>
Legal	<input type="checkbox"/>	Funds	<input type="checkbox"/>
R&D	<input type="checkbox"/>	Investment Bank	<input type="checkbox"/>
Tax	<input type="checkbox"/>	Intermediary	<input type="checkbox"/>
Finance	<input type="checkbox"/>	Private Equity	<input type="checkbox"/>
Other	<input type="checkbox"/>	Other	<input type="checkbox"/>

*If you are registering a **multiple places**, please, complete the following:*

Company name			
Address Line 1		Address Line 2	
City	Post/Zip code	Country	
Contact email		Contact telephone number	
Delegate 1: Name and email			
Delegate 2: Name and email			
Delegate 3: Name and email			
Delegate 4: Name and email			

Signature:

Name:

Date:

Academy

Comprehensive, quality education is fundamental in the development and growth of the economic financial system. Established in 2000, Academy, the educational centre of the London Stock Exchange Group, delivers on this aim by developing and offering a variety of seminars and training courses relevant to the financial, legal and corporate management community.

www.lseg.com/academy

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