



European Securities and
Markets Authority

Response form for the Consultation Paper on format and content of the prospectus



Responding to this paper

ESMA invites responses to the questions set out throughout this Consultation Paper. Responses are most helpful if they:

- respond to the question stated;
- contain a clear rationale; and
- describe any alternatives ESMA should consider.

ESMA will consider all responses received by 28 September 2017.

Instructions

In order to facilitate analysis of responses to the Consultation Paper, respondents are requested to follow the below steps when preparing and submitting their response:

- Insert your responses to the questions in the Consultation Paper in the form “Response form_Consultation Paper on format and content of the prospectus”, available on ESMA’s website alongside the present Consultation Paper (www.esma.europa.eu → ‘Your input – Open consultations’ → ‘Consultation on technical advice under the new Prospectus Regulation’).
- Please do not remove tags of the type <ESMA_QUESTION_FAC_1>. Your response to each question has to be framed by the two tags corresponding to the question.
- If you do not wish to respond to a given question, please do not delete it but simply leave the text “TYPE YOUR TEXT HERE” between the tags.
- When you have drafted your response, name your response form according to the following convention: ESMA_FAC_nameofrespondent_RESPONSEFORM. For example, for a respondent named ABCD, the response form would be entitled ESMA_FAC_ABCD_RESPONSEFORM.
- Upload the form containing your responses, in Word format, to ESMA’s website (www.esma.europa.eu under the heading ‘Your input – Open consultations’ → ‘Consultation on technical advice under the new Prospectus Regulation’).

Publication of responses

All contributions received will be published following the close of the consultation, unless you request otherwise. Please clearly indicate by ticking the appropriate checkbox on the website submission page if you do not wish your contribution to be publicly disclosed. A standard confidentiality statement in an email message will not be treated as a request for non-disclosure. A confi-



dential response may be requested from us in accordance with ESMA's rules on access to documents. We may consult you if we receive such a request. Any decision we make not to disclose the response is reviewable by ESMA's Board of Appeal and the European Ombudsman.

Data protection

Information on data protection can be found at www.esma.europa.eu under the heading 'Data protection'.

Who should read this Consultation Paper

This Consultation Paper may be of particular interest to investors, issuers, including issuers already admitted to trading on a regulated market or on a multilateral trading facility, offerors or persons asking for admission to trading on a regulated market as well as to any market participant who is affected by the new Prospectus Regulation.



General information about respondent

| | |
|--------------------------------------|-------------------------------------|
| Name of the company / organisation | Accountancy Europe |
| Activity | Audit/Legal/Individual |
| Are you representing an association? | <input checked="" type="checkbox"/> |
| Country/Region | Belgium |

Introduction

Please make your introductory comments below, if any:

<ESMA_COMMENT_FAC_1>

The main contribution of Accountancy Europe to ESMA's prospectus consultation relates to the one on the EU Growth Prospectus (EUGP). Having said that, we would like to submit our views to Questions 14 and 15 of this consultation, specifically. The former resonates with the thoughts that we expressed in our response to the EUGP consultation regarding independent accountants' and auditors' reports for published profit forecasts. The second, for its part, is a clarification that we would like to make concerning 'emphasis of matter' in auditors' report. Finally, we would like to emphasise that unlike our submission to the EUGP consultation, this submission is only from Accountancy Europe.

<ESMA_COMMENT_FAC_1>

Q1 : Do you agree with the proposal that cover notes be limited to 3 pages? If not, what do you consider to be an appropriate length limit for the cover note? Could you please explain your reasoning, especially in terms of the costs and benefits implied?

<ESMA_QUESTION_FAC_1>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_1>

Q2 : Would a short section on “how to use the prospectus” make the base prospectus more accessible to retail investors? If so, should it be limited to base prospectuses? Would this imply any material cost for issuers? If yes, please provide an estimate of such cost.

<ESMA_QUESTION_FAC_2>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_2>

Q3 : Should the location of risk factors in a prospectus be prescribed in legislation or should issuers be free to determine this? If it should be set out in legislation, what positioning would make it most meaningful?

<ESMA_QUESTION_FAC_3>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_3>

Q4 : Should the URD benefit from a more flexible order of information than a prospectus?

<ESMA_QUESTION_FAC_4>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_4>

Q5 : Would a standalone and prominent use of proceeds section be welcome for investors?

<ESMA_QUESTION_FAC_5>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_5>

Q6 : Is the list of “additional information” in Article XXI of the Commission Regulation fit for purpose? What other types of additional information should be included in a replacement annex?

<ESMA_QUESTION_FAC_6>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_6>

Q7 : Are the definitions proposed to be carried over to the new regime, and new definitions proposed adequate? Should any additional definitions be added?



<ESMA_QUESTION_FAC_7>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_7>

Q8 : What is the overall impact of the above technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that the proposed technical advice will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_8>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_8>

Q9 : Do you agree that the scope of NCA approval should be included in the cover note? If not, please provide your reasoning.

<ESMA_QUESTION_FAC_9>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_9>

Q10 : Do you agree that the requirement for issuers of equity and retail non-equity to include selected financial information in the prospectus can be removed without significantly altering the benefits to investors?

<ESMA_QUESTION_FAC_10>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_10>

Q11 : Do you agree that issuers should be required to include their website address in the prospectus? Do you agree that issuers should be required to make documents on display electronically available? Would these requirements imply any material additional costs to issuers?

<ESMA_QUESTION_FAC_11>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_11>

Q12 : Do you consider that a description of material past investments is necessary information for the purpose of the prospectus?

<ESMA_QUESTION_FAC_12>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_12>

Q13 : Do you agree with the proposal to align the OFR requirement with the management reports required under the Accounting Directive? Would this materially reduce costs for issuers?

<ESMA_QUESTION_FAC_13>



TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_13>

Q14 : Do you agree with ESMA’s proposal to require outstanding profit forecasts for both equity and non-equity issuance to be included? Do you agree with the deletion of the obligation to include an accountant’s or an auditor’s report for equity and retail non-equity? Please provide an estimate of the benefits for the issuers arising from the abovementioned proposals. Would these requirements significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_14>

Accountancy Europe notes ESMA’s proposal that there should be no obligation to include an accountant’s or an auditor’s report for equity and non-retail equity. Although this could contribute to a less burdensome and more proportionate prospectus regime, there is a divergence of views on the matter within the accountancy profession and market participants alike.

Whether or not the obligation is removed, Accountancy Europe would like to highlight the benefits of including such reports by independent accountants or auditors. Accountancy practitioners have seen from experience that the benefits of such reports go beyond immediate costs – or at the very least such costs should be weighed against the benefits. An external opinion on the forecast information would reduce the asymmetry of information in the interests of the investor community. The direct benefits for the issuer may include lower costs of capital, as well as greater investor interest in the company.

Given these benefits, we believe that having the report will be a differentiating factor. Therefore, the markets will either way continue to have a preference for including the report.

With ESMA’s proposal, it would be up to the issuer and where relevant, its advisors, to decide whether or not to seek the involvement of an independent accountant or auditor. The accountancy profession stands ready to continue to be involved, if an issuer requests it. If the obligation is removed, we call for a clarification of the report’s legal requirements and framework for instances where the issuer chooses, on a voluntary basis, to request the report. This framework should be based on the existing legal framework for mandatory reports.

<ESMA_QUESTION_FAC_14>

Q15 : Do you agree with the proposal to explain any ‘emphasis of matter’ identified in the audit report?

<ESMA_QUESTION_FAC_15>

‘Emphasis of matter’ in the auditors’ report should already be self-explanatory, with references to the appropriate parts of the financial statements. As such, there should be no separate requirement to “explain” any ‘emphasis of matter’ in the prospectus.

<ESMA_QUESTION_FAC_15>

Q16 : Should there be mandatory disclosure of the size of shareholdings pre and post issuance where a major shareholder is selling down? Would this requirement imply any material additional costs to issuers?

<ESMA_QUESTION_FAC_16>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_16>



Q17 : Do you consider that the new requirement to disclose potential material impacts on the corporate governance would provide valuable information to investors?

<ESMA_QUESTION_FAC_17>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_17>

Q18 : Do you agree with the proposal to clarify the requirement for restated financial information?

<ESMA_QUESTION_FAC_18>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_18>

Q19 : Do you agree with the lighter requirement in relation to replication of the issuer's M&A in the prospectus? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_19>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_19>

Q20 : Should any further changes be made to the share registration document? Please advise of any costs and benefits implied by the further changes you propose.

<ESMA_QUESTION_FAC_20>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_20>

Q21 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_21>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_21>

Q22 : Do you consider that the requirement for a working capital statement should be different in the case of credit institutions and insurance companies?

<ESMA_QUESTION_FAC_22>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_22>

Q23 : Do you agree that issuers should be required to update their capitalisation and indebtedness table if there are material changes within the 90 day period?



Would this imply any material additional cost to issuers? If yes, please provide an estimation.

<ESMA_QUESTION_FAC_23>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_23>

Q24 : Do you consider the changes to dilution requirements would be helpful to investors at the same time as being feasible to provide for issuers?

<ESMA_QUESTION_FAC_24>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_24>

Q25 : Do you agree that the information solicited by item 9.2 is important for investors?

<ESMA_QUESTION_FAC_25>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_25>

Q26 : Do you consider that any further changes be made to the equity securities note? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_26>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_26>

Q27 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_27>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_27>

Q28 : Do you agree with the proposal to delete disclosure on principal investments and replace this with a requirement to provide details on the issuer's funding structure and borrowing requirements? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_28>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_28>

Q29 : Do you agree that an issuer of retail non-equity should be required to include a credit rating previously assigned to it in the prospectus?



<ESMA_QUESTION_FAC_29>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_29>

Q30 : Do you agree with the proposal to remove the requirement for profit forecasts and estimates to be reported on? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_30>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_30>

Q31 : Do you agree with the proposal that outstanding profit forecasts and estimates should be included in the registration document?

<ESMA_QUESTION_FAC_31>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_31>

Q32 : Do you agree with the deletion of the disclosure requirement related to board practices? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_32>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_32>

Q33 : Do you consider that any further changes should be made to the retail debt and derivatives registration document? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_33>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_33>

Q34 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_34>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_34>

Q35 : Do you agree with the removal of the requirement for wholesale non-equity issuers to restate their financial statements? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_35>



TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_35>

Q36 : Do you consider that any further changes be made to the wholesale debt and derivatives registration document? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_36>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_36>

Q37 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_37>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_37>

Q38 : Do you agree with the way in which disclosure on taxation has been reduced? Would this significantly affect the informative value of the prospectus for investors?

<ESMA_QUESTION_FAC_38>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_38>

Q39 : Do you consider there are any negative consequences of the requirement to make details on representation of security holders available electronically and free of charge? Would this imply any material additional costs to issuers? If yes, please provide an estimation.

<ESMA_QUESTION_FAC_39>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_39>

Q40 : Do you consider that expenses charged to the purchaser should also include implicit costs i.e. those costs included in the price (item 5.3.1)?

<ESMA_QUESTION_FAC_40>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_40>

Q41 : Do you agree with the proposal that the issue price of the securities to be included in the prospectus in the case of an admission to trading?

<ESMA_QUESTION_FAC_41>
TYPE YOUR TEXT HERE



<ESMA_QUESTION_FAC_41>

Q42 : Do you consider that any further changes be made to the retail debt and derivatives securities note? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_42>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_42>

Q43 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_43>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_43>

Q44 : Do you consider that any further changes be made to the wholesale debt and derivatives securities note? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_44>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_44>

Q45 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_45>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_45>

Q46 : Do you agree with the proposal to make derivate disclosures a building block?

<ESMA_QUESTION_FAC_46>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_46>

Q47 : Do you agree with the proposal to reclassify the how the return on derivatives take place from B to A? If not, please explain why.

<ESMA_QUESTION_FAC_47>

TYPE YOUR TEXT HERE



<ESMA_QUESTION_FAC_47>

Q48 : Do you consider agree with ESMA’s proposals to enhance the disclosure in relation to situations where investors may lose all or part of their investment?

<ESMA_QUESTION_FAC_48>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_48>

Q49 : Do you consider that the requirements should be different where the return of the investment is linked to the credit of other assets (i.e. credit linked securities) than where the return is linked to the value of a security?

<ESMA_QUESTION_FAC_49>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_49>

Q50 : Do you consider that any further changes be made to the derivatives securities building block? Please advise of any costs and benefits that would be incurred by the further changes you propose.

<ESMA_QUESTION_FAC_50>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_50>

Q51 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_51>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_51>

Q52 : Do you agree with the proposed amendments to the annex relating to the underlying share?

<ESMA_QUESTION_FAC_52>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_52>

Q53 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_53>

TYPE YOUR TEXT HERE



<ESMA_QUESTION_FAC_53>

Q54 : Do you agree that the annex for third countries and their regional and local authorities should remain unchanged (with the exception of the reference to Member States)?

<ESMA_QUESTION_FAC_54>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_54>

Q55 : Do you agree with the proposal relating to the asset backed securities registration document?

<ESMA_QUESTION_FAC_55>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_55>

Q56 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_56>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_56>

Q57 : Do you agree with the proposal relating to the asset backed securities building block?

<ESMA_QUESTION_FAC_57>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_57>

Q58 : Do you agree with the proposal to allow reduced disclosure where the securities comprising the assets are listed on an SME Growth Market?

<ESMA_QUESTION_FAC_58>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_58>

Q59 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_59>

TYPE YOUR TEXT HERE

<ESMA_QUESTION_FAC_59>

Q60 : Do you agree with the amendments to the pro forma building block? Should any further amendments be made to this annex? Please advise of any costs and benefits implied by the further changes you propose.

<ESMA_QUESTION_FAC_60>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_60>

Q61 : Do you agree that the additional building block for guarantees does not need to change other than the minor amendments proposed by ESMA?

<ESMA_QUESTION_FAC_61>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_61>

Q62 : Do you think that depository receipts are similar enough to equity economically to require the inclusion of a working capital statement and / or a capitalisation and indebtedness statement? Please advise of any costs and benefits that would be incurred as a result of this additional disclosures.

<ESMA_QUESTION_FAC_62>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_62>

Q63 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_63>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_63>

Q64 : Do you agree with the changes proposed by ESMA for collective investment undertakings?

<ESMA_QUESTION_FAC_64>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_64>

Q65 : Is greater alignment with the requirements of AIFMD necessary? If so, where?

<ESMA_QUESTION_FAC_65>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_65>



Q66 : Do you agree with the proposal to allow reduced disclosure where the securities issued by the underlying issuer/collective investment undertaking/counterparty are listed on an SME Growth Market?

<ESMA_QUESTION_FAC_66>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_66>

Q67 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_67>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_67>

Q68 : Do you consider that any changes are required to the existing regime for convertible and exchangeable securities? If so, please specify.

<ESMA_QUESTION_FAC_68>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_68>

Q69 : Do you consider that any other types of specialist issuers which should be added? If so, please specify.

<ESMA_QUESTION_FAC_69>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_69>

Q70 : Do you agree with ESMA's proposal not to develop a schedule for securities issued by public international bodies and for debt securities guaranteed by a Member State of the OECD?

<ESMA_QUESTION_FAC_70>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_70>

Q71 : Do you agree that the URD disclosure requirements should be based on the share registration document plus additional disclosure items?

<ESMA_QUESTION_FAC_71>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_71>

Q72 : Should the URD schedule contain any further disclosure requirements?

<ESMA_QUESTION_FAC_72>



TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_72>

Q73 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_73>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_73>

Q74 : Do you consider that the proposed disclosure is sufficiently alleviated compared to the full regime? If not, where do you believe that additional simplification can be made? Please advise of any costs and benefits implied by the further changes you propose.

<ESMA_QUESTION_FAC_74>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_74>

Q75 : Should secondary disclosure differ depending on whether the issuer is listed on a regulated market or on an SME Growth Market?

<ESMA_QUESTION_FAC_75>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_75>

Q76 : Do you consider that item 9.3 (information on corporate governance) is necessary?

<ESMA_QUESTION_FAC_76>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_76>

Q77 : Do you consider that information on material contracts is necessary for secondary issuance?

<ESMA_QUESTION_FAC_77>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_77>

Q78 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_78>



TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_78>

Q79 : Do you consider that there is further scope for alleviated disclosure in the securities note ? Please advise of any costs and benefits implied by the further changes you propose.

<ESMA_QUESTION_FAC_79>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_79>

Q80 : Is a single securities note, separated by security type, clear or would it be preferable to have multiple securities note schedules?

<ESMA_QUESTION_FAC_80>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_80>

Q81 : What is the overall impact of the proposed technical advice, especially in terms of costs to issuers and benefits to investors? If you have indicated that it will pose additional costs for issuers, please provide an estimate and indicate their different type (e.g. extra staff costs, advisor costs, etc.) and nature (one-off vs. ongoing costs).

<ESMA_QUESTION_FAC_81>
TYPE YOUR TEXT HERE
<ESMA_QUESTION_FAC_81>