#### STATUTORY INSTRUMENTS

#### 2005 No. 1529

### FINANCIAL SERVICES AND MARKETS

# The Financial Services and Markets Act 2000 (Financial Promotion) Order 2005

Made - - - - 8th June 2005

Laid before Parliament 9th June 2005

Coming into force 1st July 2005

## THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005

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- 1. Citation and commencement
- 2. Interpretation: general
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- 31. Overseas communicators: non-real time communications to previously overseas customers
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- 33. Overseas communicators: unsolicited real time communications to knowledgeable customers
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- 35. Registered societies
- 36. Nationals of EEA States other than United Kingdom
- 37. Financial markets
- 38. Persons in the business of placing promotional material

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- 39. Joint enterprises
- 40. Participants in certain recognised collective investment schemes
- 41. Bearer instruments: promotions required or permitted by market rules
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- 44. Members and creditors of open-ended investment companies
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- 47. Persons in the business of disseminating information
- 48. Certified High net worth individuals
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- 51. Associations of high net worth or sophisticated investors
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- 53. Settlors, trustees and personal representatives
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- 61. Sale of goods and supply of services
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- 64. Takeovers of relevant unlisted companies
- 65. Takeovers of relevant unlisted companies: warrants etc.
- 66. Takeovers of relevant unlisted companies: application forms
- 67. Promotions required or permitted by market rules
- 68. Promotions in connection with admission to certain UK and EEA markets
- 69. Promotions of securities already admitted to certain markets
- 70. Promotions included in listing particulars etc.
- 71. Material relating to prospectus for public offer of unlisted securities
- 72. Pension products offered by employers
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- 73I Communications made by an insurance intermediary
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- 1. Accepting deposits
- 2. Effecting or carrying out contracts of insurance
- 3. Dealing in securities , qualifying cryptoassets and contractually based investments
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- 4A Operating a multilateral trading facility
- 4AA Operating an organised trading facility
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  - 5A Debt adjusting
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  - 6. Safeguarding and administering investments
  - 7. Advising on investments
  - 8. Advising on syndicate participation at Lloyd's
  - 9. Providing funeral plan contracts
  - 10. Providing qualifying credit
- 10A Arranging qualifying credit etc.
- 10B Advising on qualifying credit etc.
- 10BA Providing relevant consumer credit
- 10BAA Advising on certain relevant consumer credit relating to land
  - 10BB Providing consumer hire
    - 10C Providing a regulated home reversion plan
    - 10D Arranging a regulated home reversion plan
    - 10E Advising on a regulated home reversion plan
    - 10F Providing a regulated home purchase plan
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    - 10I Providing a regulated sale and rent back agreement
    - 10J Arranging a regulated sale and rent back agreement
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    - 11. Agreeing to carry on specified kinds of activity
      - PART 1A CONTROLLED CLAIMS MANAGEMENT ACTIVITY

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- 11A (1) A claims management activity carried out in Great Britain...
  - PART II Controlled Investments
- 12. A deposit.
- 13. Rights under a contract of insurance.
- 14. (1) Shares or stock in the share capital of—
- 15. Instruments creating or acknowledging indebtedness
- 15A Alternative finance investment bonds
- 16. Government and public securities
- 17. Instruments giving entitlements to investments
- 18. Certificates representing certain securities
- 19. Units in a collective investment scheme
- 20. Rights under a pension scheme
- 21. Options
- 22. Futures
- 23. Contracts for differences etc.
- 23A Emission allowances
- 24. Lloyd's syndicate capacity and syndicate membership
- 25. Funeral plan contracts
- 26. Agreements for qualifying credit
- 26A Regulated home reversion plans
- 26B Regulated home purchase plans
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- 26E Consumer hire agreements
- 26F Qualifying cryptoasset
- 27. Rights to or interests in investments
- 28. Interpretation

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- 1. The Bailiwick of Guernsey.
- 2. The Isle of Man.
- 3. The Commonwealth of Pennsylvania.
- 4. The State of Iowa.
- 5. The Bailiwick of Jersey.

#### SCHEDULE 3 — MARKETS AND EXCHANGES

PART A1 — Criteria for Relevant UK Markets

PART I — Criteria for Relevant EEA or Gibraltar Markets

The criteria are— (a) the head office of the market...

Part 2 — Certain Investment Exchanges Operating Relevant EEA Markets

PART III — Certain Non-EEA Investment Exchanges Operating Relevant Markets

America Stock Exchange. Australian Stock Exchange. Basler

Effektenbourse. Boston Stock...

PART IV — Other Relevant Markets

American Commodity Exchange. Australian Financial Futures Market.

Chicago Board of...

#### SCHEDULE 4 — TAKEOVERS OF RELEVANT UNLISTED COMPANIES

- PART I Requirements Relating to the Offer
- 1. The terms of the offer must be recommended by all...
- 2. (1) This paragraph applies to an offer for debentures or...
- 3. (1) This paragraph applies to an offer for shares comprised...

- 4. (1) Subject to sub-paragraph (2), the offer must be open...
- 5. The acquisition of the shares or debentures to which the...
- 6. The consideration for the shares or debentures must be—PART II *Accompanying Material*
- 7. An indication of the identity of the offeror and, if...
- 8. An indication of the fact that the terms of the...
- 9. An indication to the effect that any person who is...
- 10. An indication that, except insofar as the offer may be...
- 11. An indication of the date on which the invitation or...
- 12. An indication that the acquisition of the shares or debentures...
- 13. An indication of the place where additional material listed in...
- 14. The audited accounts of the company in respect of the...
- 15. Advice to the directors of the company on the financial...
- 16. An indication by the directors of the company, acting as...
- 17. An indication of any material interest which any director has...
- 18. An indication as to whether or not each director intends...
- 19. In the case of an offeror which is a body...
- 20. If the offeror is making the offer on behalf of...
- 21. An indication that each of the following—
- 22. The particulars of— (a) all shares in or debentures of...
- 23. An indication as to whether or not the offer is...
- 24. Where the offer is conditional upon acceptances, an indication of...
- 25. If the offer is, or has become, unconditional an indication...
- 26. An indication as to whether or not, if circumstances arise...
- 27. If shares or debentures are to be acquired for cash,...
- 28. (1) Subject to sub-paragraph (2), if the consideration or any...
- 29. Particulars of the first dividend in which any such shares...
- 30. An indication of the effect of the acceptance on the...
- 31. Particulars of all material contracts (not being contracts which were...
- 32. Particulars of the terms on which shares in or debentures...
- 33. An indication as to whether or not it is proposed,...
- 34. An indication as to whether or not there exists any...
- 35. An indication whether or not the offeror has reason to...
- 36. An indication as to whether or not there is any...
- 37. Particulars of any dealings—(a) in the shares in or...
- 38. In a case in which the offeror is a body...
- 39. Where valuations of assets are given in connection with the...
- 40. If any profit forecast is given in connection with the...
  - PART III Additional Material Available for Inspection
- 41. The memorandum and articles of association of the company.
- 42. If the offeror is a body corporate, the memorandum and...
- 43. In the case of a company that does not fall...
- 44. In the case of an offeror which is required to...
- 45. In the case of a company or an offeror—
- 46. All existing contracts of service entered into for a period...
- 47. Any report, letter, valuation or other document any part of...
- 48. If the offer document contains any statement purporting to have...
- 49. All material contracts (if any) of the company and of...

### SCHEDULE 5 — STATEMENTS FOR HIGH NET WORTH INDIVIDUALS AND SELF-CERTIFIED SOPHISTICATED INVESTORS

PART I — STATEMENT FOR ... HIGH NET WORTH INDIVIDUALS

1. The statement to be completed and signed for the purposes...

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### PART II — STATEMENT FOR SELF-CERTIFIED SOPHISTICATED INVESTORS

2. The statement to be completed and signed for the purposes...

SCHEDULE 6 — REVOCATION

**Explanatory Note** 

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