

**Changes to legislation:** Commission Delegated Regulation (EU) 2019/980, ANNEX 18 is up to date with all changes known to be in force on or before 03 October 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

## ANNEX 18

### UNDERLYING SHARE

SECTION 1	DESCRIPTION OF THE UNDERLYING SHARE	
Item 1.1	Description of the type and the class of the shares.	Category A
Item 1.2	Legislation under which the shares have been or will be created.	Category A
Item 1.3	(a) Indication whether the securities are in registered form or bearer form and whether the securities are in certificated form or book-entry form.	Category A
	(b) In the case of securities registered in book-entry form, the name and address of the entity in charge of keeping the records.	Category C
Item 1.4	Indication of the currency of the shares issue	Category A
Item 1.5	A description of the rights, including any limitations of these, attached to the securities and procedure for the exercise of those rights: (a) dividend rights: (i) fixed date(s) on which the entitlement arises; (ii) time limit after which entitlement to dividend lapses and an indication of the	Category A

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	<p>(iii) person in whose favour the lapse operates; dividend restrictions and procedures for non-resident holders;</p> <p>(iv) rate of dividend or method of its calculation, periodicity and cumulative or non-cumulative nature of payments.</p> <p>(b) voting rights;</p> <p>(c) pre-emption rights in offers for subscription of securities of the same class;</p> <p>(d) right to share in the issuer's profits;</p> <p>(e) rights to share in any surplus in the event of liquidation;</p> <p>(f) redemption provisions;</p> <p>(g) conversion provisions.</p>	
Item 1.6	In the case of new issues, a statement of the resolutions, authorisations and approvals by virtue of which the shares have been or will be created and/or issued and indication of the issue date.	Category C
Item 1.7	Where and when the shares will be or have been admitted to trading.	Category C

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Item 1.8	Description of any restrictions on the transferability of the shares.	Category A
Item 1.9	Statement on the existence of any national legislation on takeovers applicable to the issuer which may frustrate such takeovers, if any. Brief description of the shareholders' rights and obligations in case of mandatory takeover bid, squeeze-out or sell-out.	Category A
Item 1.10	Indication of public takeover bids by third parties in respect of the issuer's equity, which have occurred during the last financial year and the current financial year. The price or exchange terms attaching to such offers and the outcome thereof must be stated.	Category C
Item 1.11	A comparison of:	
	(a) participation in share capital and voting rights for existing shareholders before and after the capital increase resulting from the public offer, with the assumption that existing shareholders do not subscribe for the new shares;	Category C
	(b) the net asset value per share as of the date of the latest balance before the public offer (selling offer and/or capital increase) and the offering price per share within that public offer.	Category C

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SECTION 2	INFORMATION TO BE PROVIDED WHERE THE ISSUER OF THE UNDERLYING IS AN ENTITY BELONGING TO THE SAME GROUP	Category C
Item 2.1	When the issuer of the underlying is an entity belonging to the same group, the information to provide on this issuer is the one required by the registration document for equity securities or, if applicable, the registration document for secondary issuances of equity securities or the [F <sup>1</sup> UK] Growth registration document for equity securities.	Category A

#### Textual Amendments

- F1** Word in [Annex 18](#) item 2.1 substituted (31.12.2020) by [The Prospectus \(Amendment etc.\) \(EU Exit\) Regulations 2019 \(S.I. 2019/1234\)](#), reg. 1(4), [Sch. para. 15](#) (with savings in [S.I. 2019/680](#), reg. 11 (as amended by [S.I. 2019/1234](#), reg. 29(2))); 2020 c. 1, Sch. 5 para. 1(1)

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**Changes and effects yet to be applied to :**

- [Regulation revoked by 2023 c. 29 Sch. 1 Pt. 13](#)