

# Primary Market Technical Note

## Sponsors who are part of an investment management group

The information in this note is designed to help issuers and practitioners interpret our UK Listing Rules, Prospectus Regulation Rules, Disclosure Guidance and Transparency Rules, and related legislation. The guidance notes provide answers to the most common queries we receive and represent FCA guidance as defined in section 139A FSMA

### Rules and Guidance

---

UKLR 11; UKLR 8; UKLR 24

---

Agreements between an issuer listed under Chapter 11 of the UK Listing Rules and its sponsor firm will be treated as related party transactions under the listing rules, if the issuer's sponsor forms part of its investment manager's statutory group. For example, a placing arrangement entered into between an issuer and its sponsor as part of a fundraising are deemed related party transactions if the sponsor belongs to the same group as the issuer's investment manager. In this scenario, it is unlikely that any of the exemptions in Annex 1R in Chapter 8 of the UK Listing Rules can be used.