

To be held on: Thursday 29 January 2015 at 8.45am
Venue: Charles Russell Speechlys LLP, 6 New Street Square, London EC4A 3LX

AGENDA

- 1. Welcome to Catherine Clarke, Head of Legal of the Business Growth Fund, to discuss the BGF's first investment into an AIM Company and explain how it is run**
- 2. Apologies**
- 3. Minutes** (23 October 2014)
- 4. Action points from the last meeting** - None to note
- 5. Current consultations and issues:**
 - a) Prospectus Directive Revision Briefing Note (see *Practical Law, Practice note, Prospectus Directive Overview*) - Trip to Brussels on 10 February 2015
 - b) Final Report: ESMA's Technical Advice to the Commission on MiFID II and MiFIR (see *Practical law, Legal update, ESMA publishes technical advice and launches consultation on implementation of MiFID II*) - Legitimacy of inducements and SME Growth Markets (see *Practical Law, Legal update, MiFID II: ESMA Technical Advice (corporate aspects)*)
 - c) Update on the Small Business, Enterprise and Employment Bill (see *Practical Law, Practice note, Small Business, Enterprise and Employment Bill (corporate aspects)*)
 - d) Update on the 4th Money Laundering Directive (2013/0025 (COD)) (see *Practical Law, Practice note, Hot topics: MLD4*)
- 6. Communications:**
 - a) Point to note: Amendment of Part 17 Companies Act 2006 – abolition of cancellation schemes (see *Practical Law, Legal update, Takeovers: draft regulations prohibiting cancellation schemes of arrangement* and *Practical Law, Legal update, Takeovers: amended draft regulations prohibiting cancellation schemes of arrangement*).
 - b) Code changes as from 12 January 2015 (see *Practical Law, Legal update, Takeover Code: response statement on post-offer undertakings and intention statements*).
 - c) Consultation on MiFID II/MiFIR – For information only (Secondary Markets Expert Group responding) (see *Practical law, Legal update, ESMA publishes technical advice and launches consultation on implementation of MiFID II*).
 - d) Assessment of issuers on the ISDX Growth Market – For information only (see *Practical law, Legal update, ISDX Growth Market: further notice on assessment of issuers in accordance with Rules 4 and 5*).
 - e) Takeover Code: new Note on Rule 9.1 mandatory bid requirement – For information only (see *Practical Law, Legal update, Takeover Code: new Note on Rule 9.1 mandatory bid requirement*).
 - f) Policy Update (December 2014) – For information only
 - g) Guest invitations

7. Any Other Business

Information for noting

1. Consultation Update – Responses submitted:
Takeover Code: consultation on post-offer undertakings and intention statements (R: 5 November 2014)
BIS Consultation - Scope of exceptions to the prohibition of corporate directors (R: 19 December 2014)
Draft RTS on prospectus related issues under the Omnibus II Directive (R: 19 December 2014)
2. Next meeting(s): 8.45am Thursday 26 February 2015 (Venue: Charles Russell Speechlys LLP)