Financial Conduct Authority Listing Authority Advisory Panel Annual Report

2025/26

Chair’s foreword

I am pleased to present the Listing Authority Advisory Panel's annual report for the year ended 31 March 2026.

This year has marked an important stage in the evolution of the UK's capital markets framework. Following significant reforms to the UK's listing and prospectus regimes in July 2024 and January 2026 respectively, the recent focus of Panel discussion has increasingly shifted from policy development towards implementation and the assessment of outcomes.

Throughout the year, the Panel had worked closely with the Financial Conduct Authority (FCA), providing independent advice and constructive challenge on issues affecting UK primary markets. Our discussions have focused on the competitiveness of UK capital markets, the effectiveness of recent reforms, market liquidity, international developments, sustainable finance and the broader conditions necessary to support capital formation and growth.

A recurring theme throughout the year has been the recognition that regulatory reform alone cannot determine market outcomes. While recent reforms represent an important step forward, their success will depend on the extent to which they are adopted by market participants, support investment, improve market participation and strengthen the attractiveness of UK markets for issuers and investors.

Throughout our discussions, the Panel also considered whether regulatory frameworks are supporting effective capital allocation and enabling investment to flow efficiently to productive assets, growth companies and other long-term investment opportunities.

The Panel has continued to engage regularly with the FCA's leadership, including the Chair and Chief Executive and has welcomed the opportunity to contribute to discussions on the FCA's strategic priorities and its secondary objective to facilitate the international competitiveness and growth of the UK economy.

I would like to thank all our Panel members for their continued commitment, expertise and thoughtful engagement throughout the year. I would also like to thank the FCA for its openness and willingness to engage constructively with the Panel. We also value our ongoing collaboration with the Markets Practitioner Panel, including through joint consultation responses and engagement on areas of shared interest.

Mandy Gradden
Chair, FCA Listing Authority Advisory Panel

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Introduction

The Listing Authority Advisory Panel is a statutory independent panel that advises the FCA on technical issues and regulatory proposals affecting equity and debt primary markets. The Panel represents a wide range of perspectives from issuers, investors and corporate advisory communities.

The Panel met regularly throughout the year and supplemented formal meetings with workshops, informal discussions and engagement with FCA policy teams. Members also engaged with representatives of the FCA Board and Executive Committee, contributing views on regulatory developments, strategic priorities and issues affecting the operation of UK capital markets.

The Panel provided feedback on a range of policy initiatives and consultations, including through joint responses with the Markets Practitioner Panel where issues affected both primary and secondary markets. In doing so, the Panel sought to provide practical market insight and support the development of proportionate, effective and internationally competitive regulatory frameworks.

The following sections summarise the key themes discussed by the Panel during the year and the perspectives provided to the FCA across a range of policy and market developments.

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From Reform to Outcomes

A defining feature of the Panel's work during 2025/26 was the shift from supporting the development of regulatory reform to considering its implementation and impact in practice.

Following significant reforms to the UK's listing and prospectus regimes, discussions increasingly focused on whether these changes are delivering improved outcomes for issuers, investors and the wider market. The Panel continued to support the direction of travel taken by the FCA, while emphasising the importance of developing a robust evidence base to assess the effectiveness of reforms over time.

Members highlighted the importance of developing meaningful metrics to assess the impact of reforms on market outcomes, recognising that changes in market activity, liquidity and capital formation may emerge gradually and can be difficult to observe directly. The Panel therefore encouraged continued monitoring and evaluation to ensure that regulatory reforms deliver their intended objectives over the longer term.

Members recognised that regulatory change alone cannot determine market outcomes. The success of recent reforms will depend on the extent to which they are accompanied by broader changes in behaviour across the market, including among issuers and their boards and advisors and investors. Throughout the year, the Panel therefore focused on the conditions necessary to support capital formation, improve market participation and strengthen the attractiveness of UK capital markets.

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Competitiveness, Capital Formation and Liquidity

The Panel continued to place significant emphasis on the UK's position as a leading international financial centre and on the factors that support competitive and effective capital markets.

While recognising the importance of recent regulatory reforms, members noted that competitiveness is influenced by a broader set of factors, including the availability and allocation of capital, investor participation, market liquidity and the wider investment environment. Discussions increasingly reflected a view that the long-term success of reforms will be determined not only by regulatory change but by their contribution to capital formation and market activity.

The Panel also considered factors affecting access to capital and funding, including the availability of investment research, market information and other features that support effective capital raising. Members noted that these wider ecosystem factors can play an important role in shaping the attractiveness and effectiveness of UK public markets.

Liquidity remained a central theme throughout the year. The Panel discussed the challenges of measuring and reporting liquidity effectively, including the distinction between visible and less observable forms of liquidity and considered how market practice, structure, transparency and trading activity influence market outcomes. Members emphasised that maintaining liquidity alone is not sufficient; rather, there is a need to deepen and strengthen liquidity across UK markets to support capital raising and long-term growth – whilst at a minimum ensuring that true liquidity is transparently reported.

The Panel also provided input on opportunities to reduce unnecessary friction within capital markets and supported efforts to simplify processes associated with capital raising and market participation. Members emphasised the importance of ensuring that regulatory requirements remain proportionate and support efficient access to public markets while maintaining appropriate standards of investor protection.

The Panel also considered the role of investment trusts within UK capital markets and the potential implications of disclosure and consumer investment frameworks for the sector. Members noted the longstanding contribution of investment trusts in directing capital towards productive assets and highlighted the importance of ensuring that regulatory frameworks do not create unintended barriers to investment or capital allocation.

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Risk, Growth and Regulatory Approach

The Panel engaged closely with the FCA's work on risk, growth and regulatory culture.

Members discussed the distinction between risk and harm, recognising that the ability to take informed risk is fundamental to the effective functioning of capital markets and to supporting innovation, investment and economic growth. The Panel supported efforts to ensure that regulatory approaches appropriately balance growth, market integrity and investor protection, while maintaining clarity around potential trade-offs and unintended consequences.

The Panel also welcomed the FCA's continued focus on developing a more structured and outcomes-based approach to risk, including the use of analytical frameworks and evidence to support decision-making.

Members also discussed the role of governance and stewardship frameworks in supporting effective capital markets, including the importance of constructive engagement between issuers, investors and other market participants. The Panel emphasised that effective governance arrangements should support informed decision-making, efficient capital allocation and long-term market confidence.

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International Alignment

International developments remained an important consideration throughout the year.

The Panel discussed the UK's position relative to other major financial centres and highlighted the importance of maintaining international engagement and cooperation. Members noted that unnecessary regulatory divergence can create friction for internationally active firms and may affect the attractiveness of UK markets for issuers and investors.

The Panel therefore supported continued engagement with international counterparts and initiatives aimed at improving cross-border market access and reducing unnecessary barriers to participation, while maintaining high regulatory standards.

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Sustainable Finance

The Panel continued to engage with the FCA on developments in sustainable finance and sustainability-related disclosures.

Members supported the objective of improving transparency and promoting internationally consistent standards, while emphasising the importance of proportionality and practical implementation. The Panel highlighted the need to consider the impact of reporting requirements on issuers of different sizes and to remain mindful of developments in other jurisdictions to support the UK's international competitiveness.

The Panel also discussed the potential influence of ESG-related frameworks and ratings on market behaviour, emphasising the importance of transparency, accountability and clarity in their application.

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Innovation and Market Evolution

The Panel continued to engage on developments in innovation and emerging market practices, including digital assets, tokenisation and other technological developments with potential implications for capital markets.

Members recognised the opportunities that innovation can create for market efficiency, capital raising and investor participation, while emphasising the importance of maintaining proportionate regulatory frameworks that support innovation without compromising market integrity or investor confidence.

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Conclusion

During 2025/26, the Panel's work reflected the continued evolution of the UK's capital markets framework from a period of significant reform towards one focused increasingly on implementation, evidence and outcomes.

Throughout the year, the Panel emphasised that the effectiveness of recent reforms should ultimately be assessed by their impact on capital formation, market participation, liquidity and the overall attractiveness of UK markets to issuers and investors.

The Panel remains committed to working constructively with the FCA and other stakeholders to support the continued development of competitive, efficient and resilient UK capital markets and to help ensure that the UK remains an attractive destination for companies seeking to raise capital and for investors seeking opportunities to deploy it.

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Panel Diversity Statement

The FCA has agreed to adopt diversity targets for all the FCA's Independent Panels. These targets reflect those introduced by the FCA in April 2022 for the board and executive management of listed companies:

- At least 40% of each Panel are women
- At least one of the senior positions (Chair, Deputy Chair or equivalent) across the Panels is held by a woman
- At least one member of each Panel is from an ethnic minority background

To monitor our progress against these targets diversity monitoring information is collected from Panel members on a voluntary basis. Based on the data collected, against these targets, we can report that as of 31 March 2026:

- 55% of the Listing Authority Advisory Panel are women
- Across all the Independent Panels, the target for at least one senior position to be held by a woman is exceeded
- Three out of six Independent Panels meet the target that at least one member is from an ethnic minority background

The Panel supports the FCA in its objective of improving diversity in the appointments it makes to all the independent Panels.

Members of FCA Listing Authority Advisory Panel
(1 April 2025 – 31 March 2026)

Mandy Gradden
Chair (from 01/08/2023; former Deputy Chair from 01/08/2020 to 31/07/2023)
Non-Executive Director, Spectris plc, former Chief Financial Officer, Ascential plc

Virginia Khoo
Deputy Chair (from 01/08/2023)
Head of UK & Ireland Equity Advisory, BNP Paribas

Amanda Thomas
Deputy Chair (term ended 31/03/2026; former Deputy Chair from 01/10/2023 to 31/03/2026)
Partner and Head of the London International Capital Markets Group and Know-How and Training Team, Allen & Overy LLP

Gary Admans
(term ended 30/09/2025)
Head of Liquidity and Capital Markets, BP plc

Hans-Christoph Hirt
Professional trustee with Pi Partnership, Non-Executive Director and trustee of the Hermes Group Pension Scheme, Advisory Partner at Fidelio and Senior Consultant at Arkadiko

Kimberley Lewis
Head of Active Ownership, Schroders

Giles Reaney
Managing Director, Advent International Ltd

James Taylor
Head of Investment Banking, Deutsche Numis
Member of the FCA's Markets Practitioner Panel

Charlie Walker
Deputy CEO, London Stock Exchange plc

Caroline Ward
Partner, Equity Capital Markets, Deloitte

Sam Ward
Head of European Equity Capital Markets, Marshall Wace

James Wootton
Corporate Partner and Global Co-Head of Equity Capital Markets, Linklaters LLP

Hannah Ellwood
(from 18/08/2025)
Group Company Secretary, Barclays

Victoria Whyte
(from 18/08/2025)
Company Secretary of GlaxoSmithKline plc group

Kwok Liu
(from 01/11/2025)
Deputy Treasurer, Group Head of Funding & Investment for National Grid

Rory Renshaw
(from 01/01/2026)
Partner at Simmons & Simmons LLP, Debt Capital Markets team

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