

ESMA consultation paper on the review of the Market Abuse Regulation (MAR)

Consultation Paper on MAR review report

1.- Who should read this paper

This consultation is addressed, in particular, to:

- Issuers of financial instruments admitted to trading.
- Persons discharging managerial responsibilities in such issuers.
- Managers of trading venues.
- Investment firms (IFs) and Credit Institutions providing investment services and carrying on investment activities.
- Investment fund management companies.
- Pension fund management companies.
- Retail and institutional investors (and the trade associations of these investors), which invest in financial instruments admitted to trading.
- Any other market participant, including associations and bodies related to the financial and investment sectors.

2.- Information Note

Article 38 of MAR requires the European Commission (EC) to present a report to the European Parliament and the European Council to assess various provisions of the Regulation. In light of Article 38 of MAR, the EC addressed to ESMA a formal request for technical advice on the report to be submitted.

As part of this technical advice, ESMA has prepared a paper which is submitted for consultation (PC). This paper covers a wide range of topics, all of which are of special importance for the market and its participants. Specifically:

Section 3 of the paper looks at the scope of MAR, analysing whether it should be extended to spot FX contracts. **Section 4** addresses the reporting obligations of the competent authority, as well as the transparency obligations derived from buy-back programmes. **Sections 5, 6, 7 and 8** focus on the definition of insider information and its delayed disclosure; the duty to comply with the provisions related to market soundings, the concept of market sounding and the difference between it and other types of trading, as well as the simplification of the requirements associated with the soundings; and the use and content of insider lists.

Section 9 assesses the MAR thresholds set for the reporting of financial instrument transactions by managers and the scope of trading prohibitions during closed periods.

Section 10 focuses on the treatment that should be given to collective investment schemes under MAR, in particular, on issues related to the reporting of transactions by managers, the disclosure of insider information and the drawing up of insider lists.

Section 11 analyses the possibility of establishing a Pan-European cross-market order book surveillance framework in the different markets, and the need to incorporate changes in MAR in order to strengthen cooperation mechanisms and the exchange of information, aimed at obtaining more resources for the supervision of transactions forming part of tax fraud schemes, and which could represent a threat to the integrity of the securities markets.

Finally, **Section 12** analyses the appropriateness of introducing common rules on the need for all Member States to provide administrative sanctions for insider dealing and market manipulation.

ESMA will consider the responses it receives to this consultation paper and expects to publish a final report for the EC in the spring of 2020.

3.- Submission of comments

The deadline for this consultation is **29 November 2019**.

Respondents may send their remarks through ESMA's website: www.esma.europa.eu. Both the paper of this consultation and the response form are available in the section [Consultations](#) (place the cursor on the word to obtain the link).

Likewise, please send a copy of your answers to the CNMV to the following email address: documentosinternacional@cnmv.es

**Dirección General de Mercados
Dirección de Asuntos Internacionales**

CNMV

C/ Edison 4

28006 Madrid