

**Streamlining Prospectus
Regulations – What Changes
Will the EU Listing Act Bring in
June 2026?**

(20th May 2026)

Overview and Objectives of the EU Listing Act

A regulatory overhaul to make EU capital markets more accessible, competitive, and efficient for growing businesses.

Core Goal

Facilitate easier and more cost-effective access to European capital markets, with a strong focus on reducing bureaucracy for SMEs.

Global Competitiveness

A direct response to the high costs and complexity of European markets compared to international counterparts.

Strategic Vision

Enhancing the efficiency and attractiveness of the European Capital Markets Union for issuers of all sizes.

Expansion of Prospectus Exemptions

A major change for growth companies: a higher exemption threshold reduces capital-raising burden for smaller issuers.

€12M

New Threshold

Public offerings up to €12 million within 12 months are now exempt from prospectus requirements

€8M

Previous Limit

The former threshold that constrained many growth-stage companies seeking to raise capital quickly

50%

Threshold Increase

A substantial uplift representing a major step forward in simplifying access to public markets

✓ **Growth Support:** Simplified access allows growth companies to raise capital quickly without the cost and complexity of a full prospectus.

ⓘ **Secondary Issuances:** Companies already admitted to trading benefit from significantly reduced costs and time commitments for follow-on offerings.

New Standardized Prospectus Formats

The Listing Act introduces two purpose-built prospectus formats designed to reduce information overload, lower preparation costs, and make documents easier to understand for investors.

EU Follow-on Prospectus

A simplified format for issuers whose securities are **already trading on a regulated market**. Leverages existing public information to reduce duplication and preparation time.



EU Growth Issuance Prospectus

Specifically designed for **SMEs and issuers on SME growth markets**. Tailored to the needs of smaller companies accessing public capital for the first time or expanding their investor base.



Standardization

Mandatory structures and **maximum lengths** introduced to prevent "information overload" for investors, issuers and financial intermediaries alike.



Cost Reduction

Concise, easy-to-understand formats directly **lower preparation costs** for issuers and their legal and financial advisors.

Operational Simplifications and Digitalization

Beyond new formats, the Listing Act modernizes the mechanics of the prospectus process – embracing digital-first communication and compressing timelines to enable faster, more agile capital raising.



**Digital
Notification**

**Incorporation
by Reference**

**Faster IPO
Timeline**

**Increased
Flexibility**

6 → 3

Working Days

The deadline for publishing a prospectus prior to the end of the offer period is **cut in half**, enabling significantly faster IPO execution.

→ **Digital First**

Investors can in some cases be informed about prospectus supplements exclusively through electronic means, reducing print and distribution costs.

→ **Streamlined Administration**

Digitalized processes reduce the administrative burden on financial intermediaries, freeing resources for higher-value activities.

Challenges: ESG Requirements and Liability

While the Listing Act simplifies prospectuses, issuers and intermediaries still face significant new risks and obligations.



ESG Disclosure

New sustainability reporting requirements take effect on **June 5, 2026**, adding a layer of compliance obligations alongside the simplified prospectus regime.



Simplification Offset Risk

There is a real risk that new ESG mandates may **partially negate the cost-savings** of the Listing Act, particularly for smaller issuers with limited compliance resources.



Prospectus Liability

Despite standardization, **significant liability risks remain** for issuers. Rigid formats may also fail to capture the unique characteristics of individual companies.



Strategy Recommendation: Issuers and intermediaries should analyze these rules **now** – well ahead of the 2026 effective dates – to adapt their capital market strategies and compliance frameworks proactively.

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