Global equity capital markets update

ReedSmith

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Global equity capital markets in 2026 are being reshaped by simultaneous changes in how markets regulate, connect, and allocate capital. Across the United States, Hong Kong, Singapore, and the United Kingdom, regulators and market operators are modernizing issuance and trading, while issuers and investors continue to test the boundaries of cross-border access.

Four themes stand out. First, regulatory modernization is converging across jurisdictions: SEC proposals in the United States; the Uncertificated Securities Market (USM) regime and confidential filing in Hong Kong; the Singapore Code on Takeovers and Mergers (the Takeover Code) overhaul in Singapore; and the AIM, Listing Rules, and POP reforms in the UK. Second, listing venues are internationalizing, and cross-border capital flows are becoming more central, from Hong Kong's expansion into Southeast and Central Asia, to Singapore's Singapore Exchange (SGX)–Nasdaq Global Listing Board (GLB) bridge, and the UK's proposed redomiciliation regime and POP platform, illustrated by the ThomasLloyd transaction and its expected Nasdaq listing. Third, technology and innovation remain key drivers of activity, evident in Hong Kong's hard-tech and AI pipeline, the UK's semiconductor fundraisings, and Singapore's technology issuers. Finally, privatizations and public-to-private transactions continue to shape market outcomes, through Hong Kong and Singapore's privatization dynamics and the UK's returns of value and takeovers.

We examine how these forces are interacting across jurisdictions and assess what the emerging pattern means for the balance of regulatory discipline, market access, and strategic capital allocation in the period ahead.

United States

Market outlook

Across the four markets, regulatory reform is increasingly being used to recalibrate the balance between market integrity and access to capital. The United States illustrates that tension particularly clearly. The second half of 2026 is defined by a deregulatory push to reduce execution and reporting frictions for public companies, alongside safeguards to address the risks associated with very low-value securities. Together they signal the direction of U.S. equity capital markets.

Reform to the Nasdaq listing rules

Nasdaq's adoption of stricter listing and delisting standards, including a new $5 million Market Value of Listed Securities (MVLS) requirement, illustrates the market-integrity side of that recalibration. A company whose MVLS falls below the threshold for 30 consecutive business days faces immediate suspension and delisting without a standard cure period. Nasdaq rationalized the $5 million MVLS rule to protect investors from market manipulation, poor liquidity, and fraud common in low-value micro-cap stocks. The SEC has nevertheless issued a stay pausing implementation of the threshold pending regulatory review. The MVLS requirement is therefore currently on hold and will not take effect unless the stay is lifted.

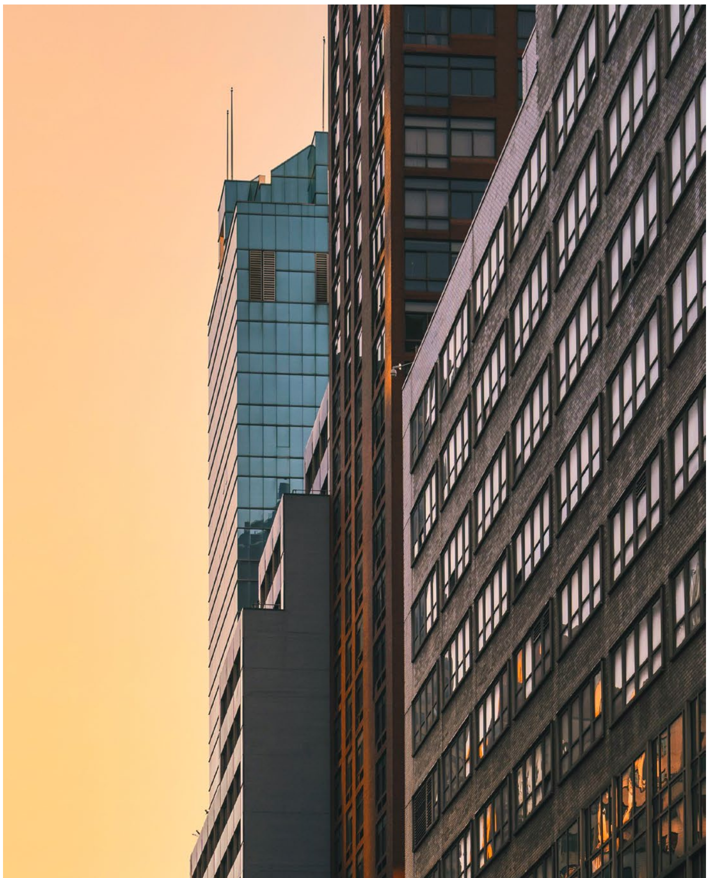
SEC reforms

Registered offerings. On May 19, 2026, the SEC proposed "Registered Offering Reform" amendments that would expand Form S-3 shelf registration eligibility. The proposal would remove the 12-month reporting seasoning and $75 million public float threshold, enabling exchange-listed companies of any size to use shelf and at-the-market offerings immediately post-IPO. It would also remove the "baby shelf" limitation, including the one-third public float cap for smaller issuers. With the consultation having closed on July 27, 2026, the SEC is reviewing the submissions before deciding whether to adopt final rules.

Periodic filings. On May 5, 2026, the SEC proposed allowing domestic public companies to elect optional semi-annual reporting on a new Form 10-S rather than filing three quarterly reports on Form 10-Q. The proposal would reduce compliance costs and give businesses greater flexibility to focus on long-term strategy rather than quarterly earnings cycles. The consultation closed on July 6 2026, and the SEC is reviewing the feedback before adopting final rules.

Cross-border growth

Cross-border structures further illustrate market internationalization. Reed Smith represented ThomasLloyd Climate Solutions B.V., a Netherlands-based provider of sustainable energy, decarbonization, and climate finance solutions, in its combination with Roman DBDR Acquisition Corp. II, a special purpose acquisition company. The transaction valued ThomasLloyd at a pre-money equity value of $850 million, with the potential to increase to $1.3 billion via a $450 million share price-based earnout. On closing, both companies will become subsidiaries of ThomasLloyd Climate Solutions Holdings PLC, a new holding company incorporated under the laws of England and Wales, which is expected to be listed on Nasdaq. The combination positions ThomasLloyd to enter the U.S. AI data center market, where operators face energy availability constraints. Alongside U.S. lawyers, the team also included lawyers from Reed Smith’s UK and German offices, working across corporate, antitrust, privacy, tax, and regulatory practices.



Hong Kong

IPOs and issuer fundraising

Within that broader pattern, Hong Kong's 2026 activity demonstrates how a listing venue can combine regulatory modernization with an expanding international remit. The breadth of the team's mandates in IPOs and issuer fundraising reflects the diversity of issuer profiles accessing the market and the range of cross-border structures through which capital is being raised. Examples include:

- Joint Stock Company National Company Kazakhstan Temir Zholy (KTZ), a potential issuer, in its listing application with the Hong Kong Stock Exchange. Kazakhstan's national transport and logistics operator provides a principal overland link connecting Kazakhstan's production centers with China, Central Asia, Russia, the Caspian Sea region, and Europe. KTZ is wholly owned by the government through Samruk-Kazyna, Kazakhstan's sovereign wealth fund. If launched, the transaction would be the first Hong Kong listing by a Kazakhstan-incorporated company and a potential triple-listing candidate, with listings in Hong Kong Exchanges and Clearing Limited (HKEX), Astana International Exchange, and the London Stock Exchange (LSE). KTZ is issuing depository receipts on the Hong Kong Stock Exchange, another distinctive feature of the transaction. China International Capital Corporation, also an overall coordinator, is the sponsor; the other overall coordinators are Citigroup, JP Morgan, and Societe Generale.

- Guangxi Yuchai Marine and Genset Power Co., Ltd. (Yuchai), a potential issuer, in its listing application with the Hong Kong Stock Exchange. Yuchai is the largest power generator engine provider in China based on 2025 sales, and a leading marine engine provider in China, ranking second by 2025 sales revenue of medium- and high-speed marine engines. The sponsors are China Merchant Securities and China Galaxy.

- CITIC Securities, as sole sponsor, in the Hong Kong Stock Exchange listing application of Easy Click Worldwide Network Technology Co., Ltd. (Easy Click), a company listed on the Shenzhen Stock Exchange. Easy Click is a digital marketing service provider. Based on gross billings in 2024, it ranked third among PRC-based independent third-party mobile advertising platforms in the global market and fourth among PRC-based overseas outbound digital marketing service providers in China, respectively.

- Shandong Molong Petroleum Machinery Company Limited (0568.HK; SHE: 002490), dual-listed on the Hong Kong Stock Exchange and the Shenzhen Stock Exchange, in its placing of H-shares to not less than six placees, which raised HK$118 million. Shandong Molong manufactures energy exploitation equipment for petroleum, natural gas, shale gas, coal, and coalbed methane. The company intends to use the proceeds to enhance its financial structure and repay certain outstanding borrowings.

The scale of the pipeline reinforces the market's international and growth-oriented character. According to the Hong Kong Stock Exchange, it is currently handling over 500 listing applications; as at 31 July 2026, there had been 104 successful listings year-to-date.

Public takeovers

That same breadth is evident in public takeovers. Reed Smith's 2026 Hong Kong Takeovers Code mandates span voluntary offers, cross-border restructurings, and privatizations, illustrating how public M&A is being used to consolidate strategic positions and take listed companies private. Examples include:

- eLong, Inc., a wholly owned subsidiary of Tongcheng Travel Holdings Limited (0780.HK), as offeror, in its voluntary general offer to acquire all the shares of another Hong Kong-listed company, Dida Inc. (2559.HK). The maximum potential transaction size was HK$1.43 billion. Nomura acted as financial adviser to the offeror. Tongcheng Travel Holdings Limited is a leading online travel agency in China, with Tencent Holdings (0700.HK) and Trip.com/Ctrip.com (9961.HK; Nasdaq: TCOM) among its largest shareholders. Dida Inc. is a leading technology-driven mobility platform in China specializing in carpooling services. Following completion of the general offer, the offeror became Dida Inc.'s parent company and Dida Inc. (2559.HK) became a non-wholly owned subsidiary of Tongcheng Travel Holdings Limited (0780.HK).

- Fosun Pharma Industrial Pte. Ltd. (Fosun Pharma) in the restructuring of Sisram Medical Ltd. (1696.HK) (Sisram Medical), a company incorporated in Israel and listed on the Main Board of the Hong Kong Stock Exchange. Fosun Pharma acquired a majority stake in Sisram Medical's issued share capital, restructured its stake in the listed Israeli company, and obtained the appropriate waivers under the Hong Kong Takeovers Code. The mandate covered transaction structuring; preparation of the sale and purchase agreement and related documents; regulatory and compliance matters across multiple jurisdictions, including Takeovers Code issues, clearance with the Securities and Futures Commission in Hong Kong, and regulatory considerations for Singapore; and coordination of legal issues across multiple jurisdictions.

- Changhong Jiahua Holdings Limited (3991.HK), as offeree, in its proposed HK$710 million (US$91 million) privatization by way of scheme of arrangement under the Companies Act of Bermuda and its withdrawal of listing from the Hong Kong Stock Exchange. The offeror is a direct wholly owned subsidiary of the controlling shareholder of Changhong Jiahua Holdings Limited (3991.HK).

The same public-to-private and control themes extend beyond these examples. Reed Smith also advised on several other public takeover transactions, including, without limitation, acting as offeree counsel in the mandatory general offer by the controlling shareholder to all shareholders of Tian Ge Interactive Holdings Limited (1980.HK).

Strategic advice

Hong Kong's strategic activity illustrates that capital markets work increasingly sits alongside longer-term control transactions. The Reed Smith team advised Hans Group Holdings Limited (0554.HK) on its acquisition of control over Bravo Transport Holdings Limited (BTHL, the holding company of Citybus, which operates two bus franchises in Hong Kong), beginning in 2020 when it first participated in a consortium offer to acquire Citybus from New World Development Company Limited, a Hong Kong-listed conglomerate, and again in 2024, when it acquired the controlling stake in BTHL for US$627 million.

Earlier in 2026, Reed Smith advised Hans Group and its controlling shareholder on a further consolidation of control over BTHL: the acquisition of the remaining 30% interest, together with a package of loan notes, call options, and other security instruments, from a limited partner in the initial bidding consortium, for US$193 million.

Regulatory changes

Hong Kong's regulatory agenda shows how market access and accountability are being advanced in tandem. The developments shaping the second half of 2026 combine fundamental modernization of market infrastructure with a broader and more disciplined approach to listing applications.

Uncertificated Securities Market

From November 16, 2026, Hong Kong is set to complete a significant transition from manual, paper-based operations to a wholly digitalized, scripless environment for listed companies' shares, depositary receipts, and stapled securities. The USM Regime, jointly implemented by the Securities and Futures Commission, HKEX, and the Federation of Share Registrars, will fundamentally change how legal titles are held, transferred, and managed. It reflects the regulators' effort to modernize the legal framework supporting share ownership and corporate actions: removing manual overhead, enabling paperless legal title tracking, eliminating paper certificates, and digitizing registry systems through automated, authenticated electronic messaging networks.

Confidential filing

Effective July 2026, HKEX expanded its confidential pre-filing IPO option to all new listing applicants, removing limitations that previously restricted it primarily to biotech companies, specialized technology companies, and secondary listings. The change materially broadens access to the non-public vetting process.

Under the updated framework, all companies may submit listing applications confidentially, giving them more time to navigate vetting without prematurely disclosing sensitive commercial or financial information to competitors or the broader market. In practical terms, the reform aligns greater flexibility in the path to listing with continued scrutiny before an application enters the public domain.

Disclosure of identities and roles in listing applications

HKEX has strengthened its "return of listing applications" mechanism to deter incomplete submissions and reinforce accountability. Where an application is "returned" because it is incomplete, HKEX will publicly disclose the sponsor's identity, the identities and roles of all professional parties involved, and the specific reasons for rejection, even where the filing was confidential.

HKEX’s international expansion

That combination of pipeline depth and regulatory support underpins Hong Kong’s projected momentum in the second half of 2026. The market’s robust first half raised over HK$210 billion (US$26.9 billion), analysts forecast total annual fundraising of up to HK$400 billion (US$51.3 billion), and over 500 listing applications remain in the pipeline for late 2026.

The composition of that pipeline is as important as its scale. Hard-tech, artificial intelligence, and advanced manufacturing companies are driving activity through the “A+H” listing model, under which PRC-incorporated companies list both A-shares on a Mainland China stock exchange and H-shares on HKEX. Regulatory enhancements and global interest rate trends are sustaining investor appetite, reinforcing Hong Kong’s role as the premier international gateway for Chinese mainland enterprises.

The international dimension is widening beyond the mainland. Hong Kong is emerging as a primary fundraising hub for Southeast Asian enterprises, with Merdeka Gold Resources and PT MNC Digital Entertainment among high-profile candidates. Simultaneously, HKEX is expanding further into Central Asia through landmark memoranda of understanding with AIX and Astana International Financial Centre, while Central Asian companies such as KTZ, a Reed Smith client, are actively considering listings in Hong Kong. Together, these developments show the Stock Exchange making significant progress in attracting foreign companies, particularly from Southeast and Central Asia.

Singapore

IPOs and fundraising

Singapore's 1H2026 performance shows how capital is being recycled through follow-on issuance and primary listings even as the market evolves toward greater international connectivity. Total equity and equity-related fundraising handled by investment banks in Singapore reached S$4.6 billion (US$3.6 billion), a 7.4% year-on-year increase and the highest first-half total since 2020. Although the number of issues fell year-on-year, significant follow-on offerings and primary listings buoyed transaction values.

Follow-on capital raising by Singapore-domiciled issuers was the principal growth engine, generating S$2.9 billion (US$2.3 billion), the highest first-half follow-on volume in seven years. IPOs by Singapore-domiciled issuers on SGX also expanded strongly, raising S$1.1 billion (US$878.1 million) during 1H2026, a 71.5% increase from 1H2025.

Real estate and S-REIT dominance: Real estate and Singapore real estate investment trust (S-REIT) offerings continued to lead primary capital deployment, accounting for 85.6% (S$3.8 billion, or US$3 billion) of total equity capital market proceeds. REIT offerings made up six of the eight largest deals in the period, with private placements and preferential offerings anchored by efforts to deleverage balance sheets and fund acquisitions across Asia-Pacific.

Mainboard and Catalist debuts: The Q2 2026 primary market included flexible workspace provider JustCo on the SGX Mainboard and Kin Global on the SGX Catalist; together, the listings raised S$110.1 million (US$86.2 million).

Technology and health care growth: High-tech issuers accounted for 11.1% of total market proceeds (S$500 million, or US$393.9 million), reflecting institutional appetite for regional growth platforms; health care issuers comprised 2.6% of proceeds.

That mix of established and growth-oriented activity is complemented by complex routes to market. Resource Law LLC (in alliance with Reed Smith) has advised on the successful reverse takeover (RTO) of Hatten Land Limited (under judicial management) by Metrocon Pte. Ltd., the only RTO in 1H2026, that will see Metrocon listed on SGX. The transaction is one of the few RTOs involving a listed company under judicial management, making it particularly complex and noteworthy.

Public takeovers

Singapore's public M&A activity provides a second illustration of the market's structural evolution. Public M&A and mandatory offer activity saw disciplined deal structuring, accompanied by landmark regulatory modernizations to streamline offer processes and enhance market integrity.

Revisions to the Singapore Takeover Code: On June 16, 2026, the Monetary Authority of Singapore (MAS), acting on the advice of the Securities Industry Council, published comprehensive amendments to the Singapore Takeover Code, which took effect on July 16, 2026. The changes represent the most significant update to Singapore's takeover framework since 2019 and place process design and market integrity at the center of the public M&A framework.

The amendments translate that broader modernization into changes that have direct implications for offer structure, execution timing, and disclosure:

- **Concert party definitions:** Revised standards refine when parties are presumed to be acting in concert, reducing uncertainty around routine co-investments and minority share purchases. The "control" threshold has risen from 20% to 30% of voting rights, aligning Singapore with the UK position; the "associate" and "close relatives" definitions have also been refined.

- **Schemes of arrangement:** Revisions streamline execution timelines and update deal protection measures, giving offeror and offeree boards tighter operational parameters in privatizations. A meeting to approve a scheme must now be held within six months of the scheme announcement; previously, no time limit applied.

- **Shareholder communications and disclosures:** The revised regime modernizes protocols governing digital shareholder communications, transaction fee disclosures, and offeror statements.

Privatization and delisting dynamics: Public-to-private transactions remained a central theme, with controlling shareholders and private equity consortia seeking to privatize undervalued mid-cap issuers through Schemes of Arrangement under Section 210 of the Companies Act 1967 and voluntary conditional cash offers under Rule 15 of the Takeover Code. This underscores the role of public M&A in reconfiguring ownership of listed companies.

Share buybacks

Share buybacks offer a further lens on capital allocation in Singapore. Share buyback velocity among SGX-listed issuers increased significantly over the first five months of 2026 as boards actively deployed capital recycling proceeds to address trading discount gaps and improve earnings per share metrics.

Record buyback volumes: Primary-listed SGX companies repurchased S$1.26 billion of their own shares on the open market over that period, up from S$930 million in the equivalent 2025 period and more than double the S$505 million recorded in 2024.

Concentration in STI blue chips: The Straits Times Index constituents accounted for S$1.20 billion (95%) of aggregate share buybacks, with activity driven primarily by three issuers:

- **Singapore Telecommunications (Singtel):** Led total repurchase consideration, funding its buybacks and a 9% year-on-year dividend increase through strategic asset recycling, including the partial monetization of its Airtel stake for S$1.5 billion.

- **Oversea-Chinese Banking Corporation (OCBC):** Executed its multi-year S$2.5 billion capital return program, combining share repurchases with dividend distributions on the back of record income performance.

- **Keppel Ltd:** Continued its capital management framework, repurchasing shares in tandem with asset-light transformation initiatives.

Dual listing and cross-border advisory

Singapore's cross-border architecture is also becoming more consequential. A primary strategic focus in 1H2026 involved advising boards on structural market options, cross-border listed-company alignments, and the navigation of new dual-listing pathways.

Global Listing Board: Following joint policy responses issued by MAS and SGX Regulation in April 2026, the Securities and Futures (Amendment) Act 2026 and the new GLB rules came into effect on June 29, 2026. Together, they establish the legislative and regulatory basis for a more connected listing model.

Dual listing bridge: The GLB framework establishes a regulatory bridge enabling issuers to execute dual primary or secondary listings simultaneously on SGX and Nasdaq. The principal strategic features considered are:

- **Single offering document:** Issuers can use a unified prospectus to access liquidity across North America and Asia simultaneously, reducing legal execution friction and cost.
- **Pre-marketing:** Expanded safe harbors permit pre-marketing engagement with institutional and accredited investors in Singapore before preliminary prospectus lodgment.
- **Safe harbors:** Clarified statutory safe harbor protections apply to forward-looking statements, share buybacks, and predetermined trading plans across both exchanges.

Restructurings and transfers: Advisory mandates frequently included advising Catalist-listed issuers on transfers to the SGX Mainboard after satisfying revised profit and market capitalization thresholds, as well as distressed listed-company debt-to-equity restructurings under schemes of arrangement.

Market outlook

Singapore's 2H2026 outlook is best understood as a period of structural evolution rather than a simple volume forecast. Regulatory modernizations are aimed at deepening the market, strengthening international connectivity, and broadening investor accessibility.

1. **Retail investor access via preliminary prospectuses:** The newly effective Securities and Futures (Amendment) Act 2026 permits issuers and underwriters to distribute preliminary prospectuses to retail investors, in addition to accredited and institutional investors, during the bookbuilding phase. The change should shorten IPO execution windows and broaden retail tranche participation in SGX Mainboard offerings, making the retail channel a more significant consideration in transaction planning.

2. **Early adopters of the SGX–Nasdaq GLB framework:** With the legislative architecture for Part 13A of the Securities and Futures Act 2001 now active, the first wave of regional technology, biotechnology, and decarbonization companies is expected to use the GLB pathway to capture U.S. and Asian capital pools concurrently. Singapore is positioning its listing infrastructure as a bridge between the two markets.

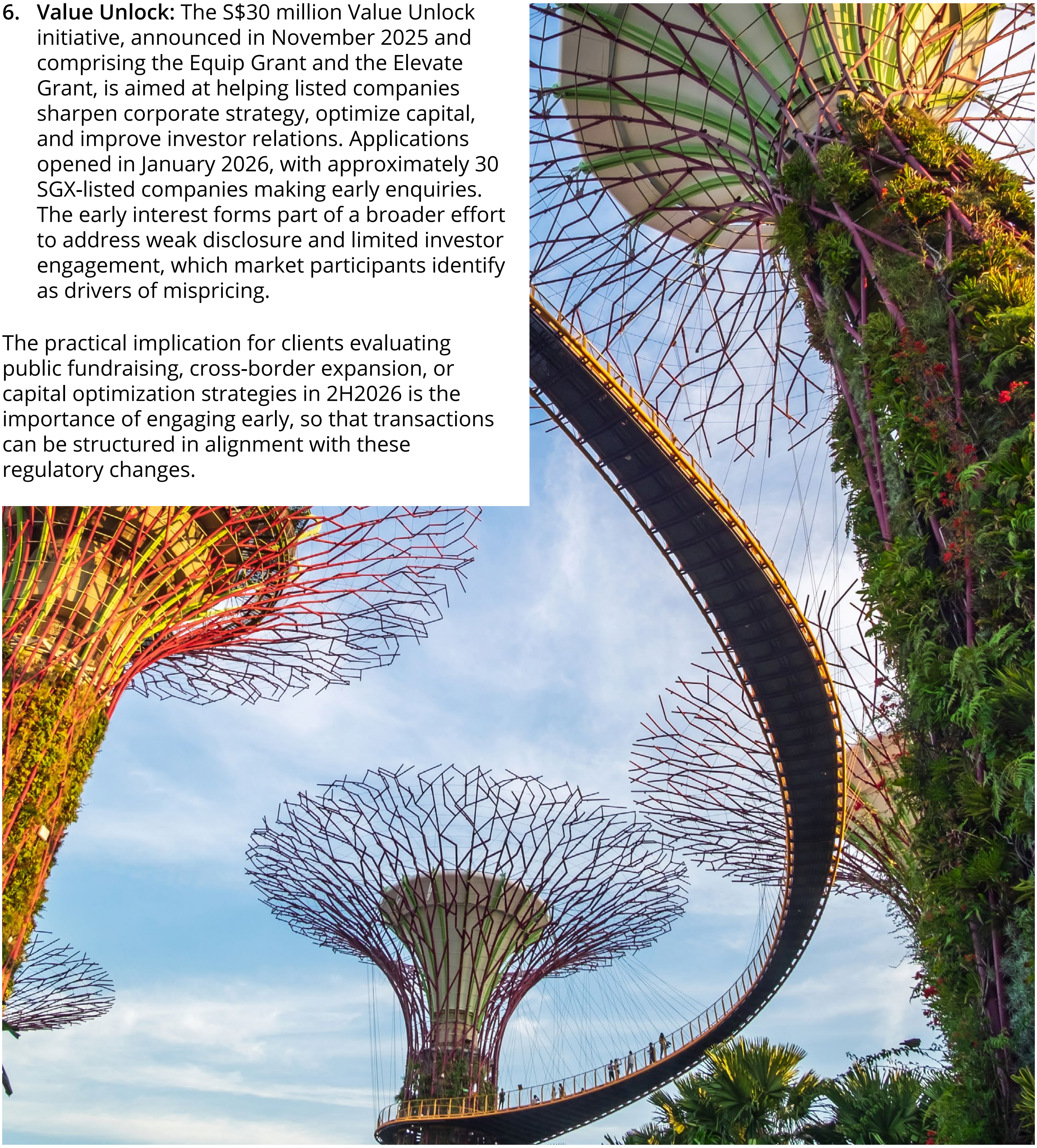
3. **Application of revised Takeover Code rules:** Dealmakers navigating public M&A in 2H2026 must align offer documentation, scheme timelines, and concert party structures with the revised rules that took effect on July 16 2026. The focus will be on revised deal protection and enhanced transaction fee disclosure obligations.

4. **SGX capital market review recommendations:** Forthcoming policy updates from the MAS/SGX Equity Capital Market Review Group recommendations warrant close attention because they are aimed at enhancing liquidity, attracting growth-stage enterprises, and optimizing REIT capital recycling mechanisms.

5. **Equity Market Development Programme (EQDP) expansion:** Expansion is intended to broaden the institutional base for Singapore equities. On February 12, 2026, following the Budget 2026 announcement of a top-up to the Financial Sector Development Fund, MAS announced the expansion of the EQDP from S$5 billion to S$6.5 billion. The EQDP was introduced in February 2025 as part of the Equities Market Review Group's recommendations, and MAS has allocated S$3.95 billion across nine appointed asset managers to date, with the next batch of managers expected to be appointed around mid-2026. The expansion is intended to fund more asset managers with strategies that invest significantly in Singapore equities and to catalyze third-party investments into the market; issuers with strong fundamentals but limited institutional coverage should assess their positioning ahead of that appointment cycle.

6. **Value Unlock:** The S$30 million Value Unlock initiative, announced in November 2025 and comprising the Equip Grant and the Elevate Grant, is aimed at helping listed companies sharpen corporate strategy, optimize capital, and improve investor relations. Applications opened in January 2026, with approximately 30 SGX-listed companies making early enquiries. The early interest forms part of a broader effort to address weak disclosure and limited investor engagement, which market participants identify as drivers of mispricing.

The practical implication for clients evaluating public fundraising, cross-border expansion, or capital optimization strategies in 2H2026 is the importance of engaging early, so that transactions can be structured in alignment with these regulatory changes.



United Kingdom

IPOs and fundraising

Technology-led issuance provides a useful entry point into the UK market's broader role in supporting growth capital. Reed Smith advised Cavendish Capital Markets Limited, acting as nominated adviser, sole broker, and joint bookrunner, on an equity fundraising by Ilika plc, a UK pioneer in solid-state battery technology. The fundraising was conducted through an accelerated bookbuild and conditionally raised gross proceeds of £4.56 million, with an additional £500,000 sought through a separate conditional retail offer. The net proceeds will be used to support Ilika's launch and ramp-up of its small format Stereax technology and the continued development of its large format Goliath technology.

Semiconductor capability is another clear driver. The team also advised Peel Hunt LLP, acting as sole bookrunner, on an £11 million placing for AIM-traded IQE plc, as part of a wider fundraising of approximately £81 million. The wider fundraising comprised a strategic investment, reinvestment of proceeds from a redemption of existing convertible loan notes, a placing, and a retail offer. Proceeds will be used to repay existing bank debt, redeem existing loan notes, and strengthen IQE's balance sheet, positioning the company to invest in its core semiconductor technologies, including Indium Phosphide and Gallium Nitride. The transaction spanned England and Wales and the United States.

Public takeovers

UK public M&A shows the same interaction between technology-led business models and ownership change. The Reed Smith team advised essensys Bidco Limited on its recommended cash offer for essensys plc, valuing the company at approximately £11.3 million. The transaction was implemented by way of a contractual takeover offer under the UK Takeover Code. Bidco is a newly incorporated company formed specifically for the purpose of making the offer and is backed by Mark Furness, the founder of essensys plc, together with members of the concert party. Founded in 2006 and admitted to trading on AIM in 2019, essensys provides software and technology to landlords and flexible workspace operators. The offer reflected the concert party's belief that essensys is well positioned to capitalize on structural shifts in the commercial real estate market, including hybrid working and increasing demand for flexible, technology-enabled space. The transaction involved the firm's UK and U.S. corporate, banking, and tax teams.

Returns of value

Returns of value provide a complementary perspective on UK public markets, with capital being returned alongside ongoing strategic activity. Reed Smith advised long-standing client GlobalData Plc on its proposed return of capital of up to £30 million by way of a tender offer to shareholders. Announced alongside the company's H1 trading update, the proposed tender offer will enable eligible shareholders to tender some or all of their shares at a fixed price, subject to shareholder approval at a general meeting. The transaction is designed to provide shareholders with flexibility while supporting GlobalData's objective of enhancing shareholder value through an efficient return of capital.

The team also advised Colefax Group Plc on its buyback by way of reverse bookbuild, returning c. £2.2 million to shareholders. Colefax, a long-standing client of the firm, designs luxury fabrics and wallpapers; this return of capital follows the tender offer on which the team advised in late 2025.

Strategic advice

UK market access is also being used as a platform for strategic growth. The Reed Smith team advised GlobalData Plc on its admission to the Official List of the Financial Conduct Authority and to trading on the Main Market of the LSE. On admission to the Main Market, GlobalData's market capitalization was approximately £600 million ($807 million), and the company entered the FTSE 250 index shortly after. Reed Smith has advised GlobalData since 2018 and supported the company across a number of strategic growth transactions.

As mentioned in the United States section, Reed Smith represented ThomasLloyd Climate Solutions B.V. in its combination with Roman DBDR Acquisition Corp. II. On closing, both companies will become subsidiaries of a new holding company incorporated under the laws of England and Wales, which is expected to list on Nasdaq. The Reed Smith team comprised lawyers from the U.S., UK, and German offices across multiple areas of practice. The internationalization of the market is demonstrated by these cross-border structures.

Market outlook

The UK's reform agenda demonstrates how regulatory modernization is being pursued alongside internationalization and market-access objectives. The developments shaping the second half of 2026 range from targeted changes to the Takeover Code and investment-fund rules to broader reforms of AIM, IPO information flows, public offers, and corporate redomiciliation.

Reforms to AIM rules

The LSE has launched a consultation on the most significant reforms to the AIM rules in recent years. Responses closed on July 2, 2026. The proposals would reduce regulatory burdens, including by relaxing working capital requirements and raising the substantial transactions threshold from 10% to 25%. They would also introduce dual-class share structures, UK GAAP reporting, and a new "Express Market" admission route for international companies, alongside a shift from a comply-or-explain corporate governance model to a lighter-touch, disclosure-based approach. Taken together, the proposals represent a comprehensive overhaul reflecting the LSE's ambition to modernize AIM as a growth market, and align it more closely with the reformed Listing Rules, while preserving AIM's distinct characteristics. A further consultation on the contents of an admission document, with a view to modernizing and streamlining the admission process, is expected.

Takeover Panel consultation

On July 9, 2026, the Takeover Panel published PCP 2026/1, proposing a further package of amendments to the Takeover Code. The consultation is directed not at substantive policy reform but at improving operational clarity: it would clarify existing practice, codify the Panel Executive's established approach, and update provisions that no longer reflect current market practice. Key proposals include clarifying that only agreements restricting a shareholder from reducing its interest in shares will give rise to an "acting in concert" presumption; extending the equality of information principle to reverse takeovers involving private targets and asset acquisitions; simplifying the PUSU deadline extension process; and reinforcing that "fair and reasonable" opinions on special deals under Rule 16 must expressly state that they are given "so far as shareholders are concerned." The consultation closes on October 2, 2026.

FCA: Closed-ended investment funds

On June 26, 2026, the Financial Conduct Authority (FCA) published consultation paper CP26/21 proposing targeted amendments to Chapter 11 of the UK Listing Rules applicable to closed-ended investment funds (investment trusts). The proposals focus on strengthening conflict-of-interest management and protecting minority shareholders, partly in response to recent shareholder activism in the sector. They would ensure that directors who are not independent of a proposed investment manager cannot participate in the board's deliberations on that appointment; treat directors proposed by a substantial shareholder as "associates" of that shareholder for related party transaction purposes; extend relevant related party transaction provisions to proposed as well as incumbent investment managers; and restrict voting rights where a substantial shareholder is also the fund's investment manager on matters involving material changes to investment policy. As of May 2026, there were 264 unique listings under the closed-ended investment funds category that would fall within the scope of these proposals. The consultation closed on August 14, 2026. The FCA aims to finalize the rules before the end of 2026.

FCA: IPO information flow

On April 27, 2026, the FCA published CP26/14, proposing changes to the rules governing information flows during UK equity IPOs. The key proposals would remove the seven-day waiting period between publication of an approved prospectus (or registration document) and release of connected research, and delete the mandatory requirement for syndicate banks to share equivalent information with unconnected analysts. Rules introduced in 2018 were intended to encourage independent research during IPOs but have not delivered meaningful unconnected research output. Instead, they have added a seven-day delay to the timeline, increasing market risk and cost for issuers and putting the UK at a competitive disadvantage relative to other listing venues where IPO timelines are shortening. Recent European deals have priced in as few as nine to 12 days from intention to float. The consultation closed on May 29, 2026. Final rules are expected in due course.

First use of the Public Offer Platform

On June 12, 2026, SpaceX's IPO marked the first use of the FCA's new Public Offer Platform (POP) regime, which came into force on January 19, 2026 under the Public Offers and Admissions to Trading Regulations 2024. The POP regime allows issuers to make public offers of securities above £5 million to UK retail investors without an FCA-approved prospectus, provided the offer is facilitated through an FCA-authorized POP operator. For the SpaceX transaction, Marex Financial acted as POP operator via its Winterflood Retail Access Platform, with approximately 2.7 million shares allocated to over 100,000 UK retail investors, totaling $364 million of capital. The transaction demonstrates that the POP regime can give UK retail investors access to major global IPOs by overseas issuers without a UK listing requirement and is expected to serve as a precedent for future overseas offerings seeking to tap UK retail demand.

Corporate redomiciliation

On March 25, 2026, the Department for Business and Trade published a consultation on implementing an inward corporate redomiciliation regime, which closed on June 19, 2026. The proposed regime would enable foreign companies to transfer their place of incorporation to the UK without changing their legal identity, avoiding the costs and complexity of creating a new entity and transferring assets and contracts. Stakeholder engagement suggests that companies using such a regime could save 50–90% of the costs associated with existing processes. Companies would be able to redomicile from jurisdictions that permit outward redomiciliation, including the United States, Canada, Luxembourg, Switzerland, Jersey, Guernsey, the Cayman Islands, Bermuda, and the British Virgin Islands. The regime will require primary legislation and changes to Companies House systems; no firm timescale has been set, but the government has indicated that it will deliver the regime quickly.

Cautious optimism for public M&A

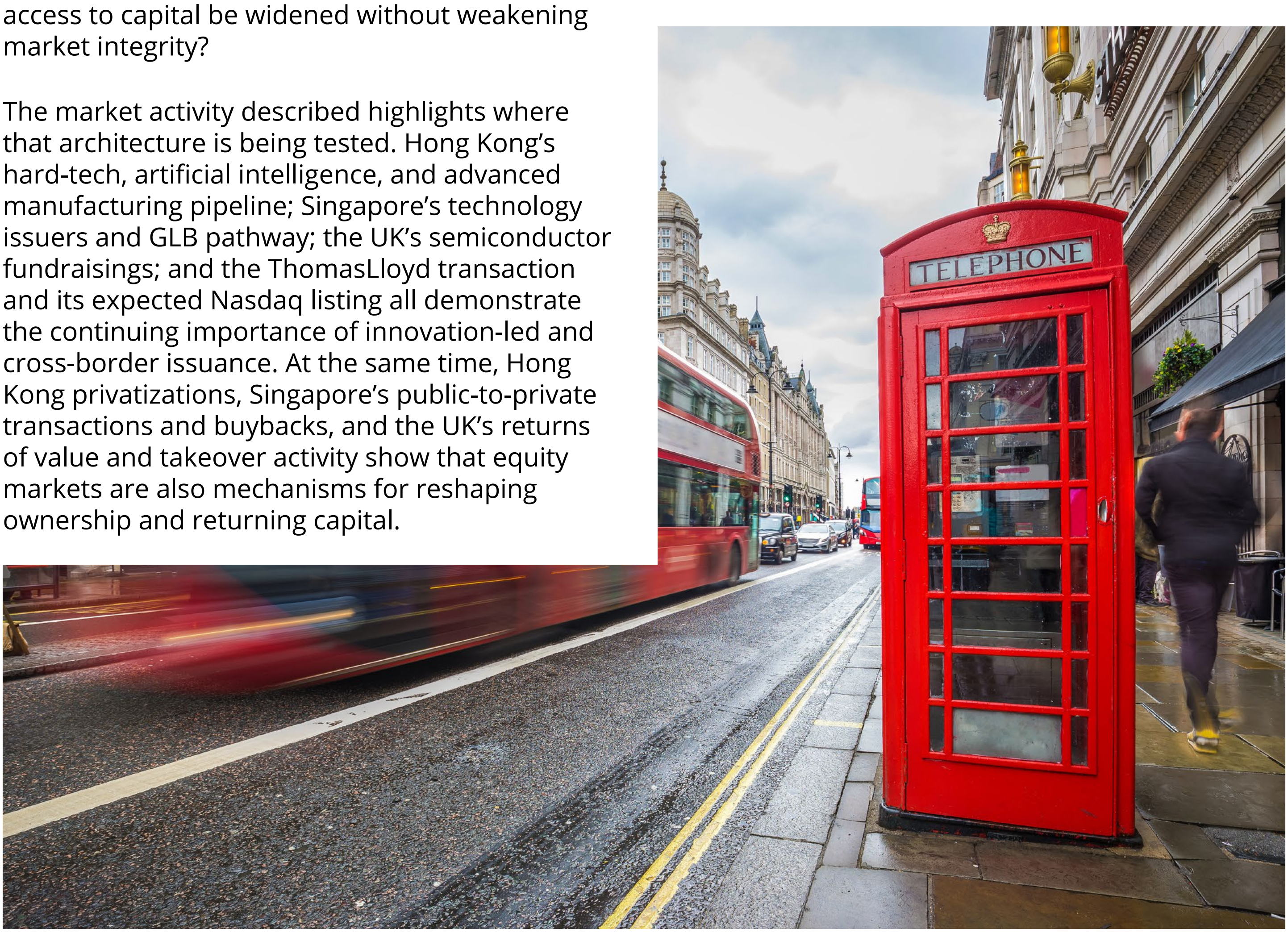
During the first half of 2026, 34 possible offers were announced, including 25 firm offers with an aggregate value of approximately £35.4 billion. This volume, together with the consultations and reforms outlined above, supports a cautiously optimistic outlook for UK public M&A during the remainder of 2026. The regulatory environment continues to evolve to support growth and market accessibility, from streamlining the IPO process and modernizing AIM to attracting international companies through redomiciliation and refining the Takeover Code through the recent Panel consultation. Clients should monitor the outcome of these developments closely, as the resulting rule changes will shape the landscape for listed companies and public M&A participants into 2027.

Looking ahead

These four jurisdictions point to a common direction of travel: regulatory modernization is being used to make markets more accessible, more digitally enabled, and more accountable. The U.S. proposals seek to reduce seasoning, float, and periodic-reporting constraints; Hong Kong is implementing the USM regime, extending confidential filing and broadening its international listing reach; Singapore has overhauled its Takeover Code and established the GLB bridge; and the UK is recalibrating AIM, Listing Rules, IPO information flows, public offers, and corporate redomiciliation. The details differ, but the underlying policy question is shared – how can access to capital be widened without weakening market integrity?

The market activity described highlights where that architecture is being tested. Hong Kong's hard-tech, artificial intelligence, and advanced manufacturing pipeline; Singapore's technology issuers and GLB pathway; the UK's semiconductor fundraisings; and the ThomasLloyd transaction and its expected Nasdaq listing all demonstrate the continuing importance of innovation-led and cross-border issuance. At the same time, Hong Kong privatizations, Singapore's public-to-private transactions and buybacks, and the UK's returns of value and takeover activity show that equity markets are also mechanisms for reshaping ownership and returning capital.

For 2H2026 and into 2027, the practical significance of these developments will be measured by how issuers, shareholders, and market intermediaries navigate the interaction between new rules, international venue choice, technology-led demand, and ownership change. Developments point to a market in which efficient execution must coexist with credible disclosure and disciplined governance, while venue choice becomes more consequential for issuers seeking cross-border capital. Global equity capital markets are entering 2H2026 with a more connected and deliberately modernized framework, alongside greater regulatory sophistication and more strategic access to capital.



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