

## **List of national competent authorities that have decided to increase or decrease the thresholds for the notification of transactions of persons discharging managerial responsibilities and closely associated persons**

### **Increase or decrease of the threshold – Article 19(9) of MAR**

Article 19 of MAR imposes an obligation on Persons Discharging Managerial Responsibilities (PDMRs), as well as persons closely associated with them, to notify the issuer or the emission allowance market participant and the competent authority of every transaction conducted on their own account, once the total number of transactions have reached the threshold contained in Article 19(8) of MAR.

Article 19(8) of MAR, as amended by the Listing Act, sets the threshold at 20,000 EUR, once the threshold is crossed every subsequent transaction will have to be reported.

Article 19(9) of MAR gives the possibility to competent authorities to raise the threshold to 50,000 EUR or to decrease it to 10,000 EUR. Competent authorities that decide to do so must inform ESMA and provide a justification for adopting the higher or lower threshold prior to its application, referring to specific market conditions.

In accordance with Article 19(9) of MAR, ESMA is publishing below the list of jurisdictions where the thresholds have been increased or decreased and the justifications provided by competent authorities, according to the notifications received from them.

**Table 1: Notifications received from national competent authorities regarding the increase or decrease of the threshold under Article 19(9) of MAR and the accompanying justification**

Competent Authority	Member State	Threshold	Justification for the increase
Malta Financial Services Authority (MFSA)	Malta	10,000 EUR	<p>The threshold is being decreased to €10,000 to ensure an adequate level of transparency in a market that is characterised by significant illiquidity. Specifically, in the local context, managers' transactions are considered to be an important signal to investors. In turn, whilst a threshold of €10,000 will help alleviate some of the regulatory burden which may have originally been introduced by Regulation (EU) No 596/2014 (through the €5,000 threshold), i.e., by avoiding an undue requirement for persons discharging managerial responsibilities to report, and for companies to disclose transactions which would not necessarily be meaningful to investors, decreasing it to this level (relative to the €20,000 threshold) will also ensure that sufficient signals are being provided to investors. Lowering the threshold to €10,000, in the context of such illiquidity, is also expected to help mitigate market abuse or attempts thereof.</p> <p>Furthermore, even at the previous threshold of €5,000, the number of notifications which were being received on an annual basis was not significant and hence, the processing of such notifications was not particularly costly in terms of resources. In fact, in the last three years, the Authority has been in receipt of approximately 300 notifications per year. At the new threshold of €10,000, the work related to the processing of such notifications is of course expected to decrease even further (from the Authority's perspective) and although the higher €20,000 threshold would have been expected to free up even more resources, in our view, there is a net benefit in reducing the threshold to €10,000 from €20,000.</p>
Danish Financial Supervisory Authority (DFSA)	Denmark	50,000 EUR	<p>The threshold is being increased to 50,000 EUR to reduce the burden placed on persons discharging managerial responsibilities and to reduce the administrative burden for issuers. Additionally, it is anticipated that the increased threshold will lead to a decrease in the workload associated with processing notifications for the DFSA.</p>

Competent Authority	Member State	Threshold	Justification for the increase
German Federal Financial Supervisory Authority (BaFin)	Germany	50,000 EUR	<p>By raising the threshold, BaFin intends to establish an appropriate balance between the level of transparency and the number of reports notified to BaFin and the public in accordance with Article 19 of MAR. Based on the reporting data for the calendar years 2021 to 2024, increasing the threshold to EUR 50,000 would result in up to a third fewer notifications, which would mean a noticeable reduction in the number of reports. At the same time, the medians of the reported total transaction amounts for each calendar year from 2021 to 2024 remained consistently above EUR 100,000, implying that there would still have been a considerable gap between the new threshold and the medians. The analysis of the reporting data therefore suggests that also after the increase, large and significant portions of the transactions will continue to be covered by the reporting requirement and made transparent to the market. This establishes an appropriate balance between the level of transparency and the number of notifications.</p> <p>The increase in the threshold also takes into account that compliance with the reporting and disclosure requirements under Article 19 of MAR entails considerable organisational and financial burden for persons subject to the reporting requirement and for issuers. Accordingly, increasing the threshold to EUR 50,000 will reduce this burden on issuers and the persons subject to the reporting requirement.</p>
French Autorité des marchés financiers (AMF)	France	50,000 EUR	<p>The French AMF General Regulation has been amended in order to increase the threshold from 20.000 EUR up to 50,000 EUR. The main objective of this increase is to reduce the burden placed on persons discharging managerial responsibilities and issuers. This will also lead to a decrease in the number of notifications for the AMF (around 12% of reduction in number). Based on our experience and assessment of notifications, we believe that this threshold represents an appropriate balance in accordance with a risk-based approach. More information on the AMF page on reporting (<a href="#">link</a>).</p>