



Voting Transparency Project: Briefing Note

Further Reading (Endnotes)

- ⁱ [The Law Commission \(2019\), *Intermediated securities Call for evidence*, p.1 \(emphasis added\).](#)
- ⁱⁱ [Shareholder Voting Working Group \(SVWG\) \(2015\), *Shareholder Proxy Voting: Discussion Paper on Potential Progress in Transparency*, p.3.](#)
- ⁱⁱⁱ [Financial Reporting Council \(2020\), *The UK Stewardship Code 2020*, p.7 \(emphasis added\).](#)
- ^{iv} [See Broadridge \(2018\), *Shareholders Rights Directive: Everything you need to know*.](#)
- ^v The Law Commission, op. cit., p1.
- ^{vi} For more background on distributed ledger technology (DLT, also called blockchain) see [G Hileman and M Rauchs \(2017\), *Global Blockchain Benchmarking Study*, Cambridge Centre for Alternative Finance and S Green, S and F Snagg \(2019\), 'Intermediated Securities and Distributed Ledger Technology,' in Gullifer and Payne \(ed.\) *Intermediation and Beyond*, Oxford, Hart Publishing.](#)
- ^{vii} <https://proximity.io>
- ^{viii} <https://www.broadridge.com/intl/press-release/2018/santander-and-broadridge-completed-practical-use-of-blockchain>
- ^{ix} <https://www.asx.com.au/services/chess-replacement.htm>
- ^x The Law Commission, op. cit.
- ^{xi} The process of dematerialisation began in the UK with the establishment of CREST in 1996 when an electronic registry was introduced, creating electronic “uncertificated” shares alongside paper shares. These paper shares, primarily held by retail investors, remain in circulation. Full dematerialisation is scheduled to be implemented by the end of 2025, in line with the Central Securities Depository Regulation (CSDR), which harmonises practice in the EU. In a post-Brexit environment, the UK will consider whether to proceed, and if so, what changes would be required. For example, a new system would likely require changes in the nominee system in CREST, including potentially granting each shareholder a unique shareholder identifier linking each shareholder with their shareholding.
- ^{xii} An API (or Application Programme Interface) is the software that allows two different software applications to talk to one another. Open Banking was introduced in 2018, requiring banks to share current account information (with the customer's permission) with third parties such as FinTech companies by requiring banks to open their APIs. Implementation has been challenging and consumer adoption is still limited, but with building blocks now in place adoption is likely to accelerate over time.
- ^{xiii} [Department for Business, Innovation & Skills, *Exploring the Intermediated Shareholding Model*, 2016, p.14 \(emphasis added\).](#)
- ^{xiv} [Gullifer and Payne, op. cit., book jacket \(emphasis added\).](#)
- ^{xv} [Financial Markets Law Committee, *Property interests in investment securities*, 2004.](#)
- ^{xvi} [Law Commission, *The UNIDROIT Convention on Substantive Rules regarding Intermediated Securities \(2006, 2007 and 2008\)*.](#)
- ^{xvii} <https://www.lawcom.gov.uk/project/fiduciary-duties-of-investment-intermediaries/>
- ^{xviii} [Computershare \(2015\), *Discussion Paper – Investor Vote Confirmation*.](#)
- ^{xix} SVWG, op. cit., p.37.
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