

# Finansinspektionen's Regulatory Code

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## **Regulations amending Finansinspektionen's regulations and general guidelines (FFFS 2009:3) regarding ownership and management assessment;**

**FFFS 2016:24**

Published on 14  
October 2016

decided on 10 October 2016.

Finansinspektionen prescribes pursuant to Chapter 5, section 2, point 18 of the Banking and Financing Business Ordinance (2004:329), section 5, point 9 of the Payment Services Ordinance (2010:1008), section 6, point 11 of the Electronic Money Ordinance (2011:776) and Section 6, points 1 and 3 of the Certain Consumer Credit-related Operations Ordinance (2014:397) that Appendices 1a–2 of Finansinspektionen's regulations (FFFS 2009:3) regarding ownership and management assessment shall have the following wording.

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These regulations shall enter into force on 1 November 2016.

ERIK THEDÉEN

Monika Reinholdsson

*Appendix 1a*

## **Application for ownership assessment – natural person**

A natural person shall apply for ownership assessment by submitting information to Finansinspektionen in accordance with this appendix, given the following situations:

1. If you intend to directly or indirectly acquire a financial institution and need to apply for permission for the acquisition.
2. If you have a qualifying holding in a firm that is applying for a licence to conduct financial business. *Target company* in this point refers to the firm that is applying for authorisation to conduct business. *Acquirer* refers in this point to the physical owner of the firm that is applying for an authorisation to conduct business.

As a part of the ownership assessment, Finansinspektionen collects information from e.g. The Swedish Police, the Swedish Companies Registration Office, the Swedish Tax Agency, the Swedish Enforcement Authority and firms that provide credit assessments.

### **Application form**

Fill in the information in the form below. Some of the information must be submitted as a separate document. Review the Appendix Checklist on the last page of the application.

### **Contact information**

Whom should Finansinspektionen contact about this application?

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Fax: \_\_\_\_\_

Name of the acquirer: \_\_\_\_\_

Firm under acquisition (including comp. reg. no.)?  
\_\_\_\_\_

### **Exceptions from submitting certain information**

Are you citing sections 3 or 8 of these regulations as a reason for being excepted from submitting certain information?

Yes

No

If yes, please explain.

If you have previously submitted identical information to Finansinspektionen as part of a separate matter, you can refer to this matter. State the reference number and the information that was submitted.

## 1. Information about the acquirer

### Personal information

*If you are registered in Sweden*

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Personal identification number: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

*If you are not registered in Sweden\**

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Personal identity number or equivalent: \_\_\_\_\_

Date of birth: \_\_\_\_\_

Place of birth: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Nationality: \_\_\_\_\_

Passport number: \_\_\_\_\_

Previous nationalities (if any): \_\_\_\_\_

Previous name (if any): \_\_\_\_\_

\* If you are not registered in Sweden, append a certified copy of an identity document.

## CV

1.2. Append a CV that contains relevant information about your education, work experience and other assignments.

## Financial situation

1.3. 1.3. State your income for the previous and current calendar year (amounts, sources), your current assets/liabilities and guarantees or other commitments. Also state if there are other factors that can affect your financial position.

## Describe the chain of ownership

1.4. Append a description or chart of the chain of ownership before and after the acquisition.

Participations shall be stated as a percentage of the issued participations. If the voting rights differ from the participations, also state the number of votes as a percentage of the total number of votes.

Also, list owners that in any other way have a significant influence over the undertaking subject to acquisition, the *target company*. List the nature of the business and the registered office for each undertaking in the ownership chain. Also, indicate which undertakings are under the supervision of Finansinspektionen or an equivalent foreign authority.

## Describe groups, if applicable

1.5. Append a description or a sketch of the insurance group (if relevant) or the consolidated situation in accordance with Article 18 of Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2014 on prudential requirements for credit institutions and investment firms and modifying Regulation (EU) No 648/2012 which will become relevant after the acquisition.

The number of participations shall be stated as a percentage of the number of issued participations. If the number of voting rights differs from the number of participations, also state the number of votes as a percentage of the total number of voting rights.

Also, list owners that in any other way have significant influence over the target company. Also, indicate which undertakings are under the supervision of Finansinspektionen or an equivalent foreign authority.

For each undertaking that is part of such a group, state if it is

– an insurance holding company,

- a financial holding company,
- a mixed financial holding company,
- under the supervision of Finansinspektionen or an equivalent foreign authority, or
- not subject to such financial supervision.

### Board and senior management assignments

1.6. Name the firms in which you are an appointed board member, managing director or deputy managing director.

Name of firm (incl. comp. reg. no.)	Type of business	Registered office	Position on board and role

### Ownership involving control

1.7. Name the undertakings in which your ownership signifies control. The definition of control is set out in section 4.

Name of firm (incl. comp. reg. no.)	Type of business	Registered office	Holding (per cent)

### Close relations holding shares

1.8. Indicate if a close relation owns participations in the target firm, or in another firm that in turn owns shares in the target firm.

Also, indicate if there are other financial relationships between the above parties.

*Close relation* refers to e.g. a spouse, registered partner, cohabitee, child, parent or other relation with whom you share living accommodations.

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**Common interests**

1.9. Describe any common interests you may share with the following persons that can have an impact on the influence in the target firm:

- other shareholders,
- other parties entitled to vote,
- other persons or undertaking that although not shareholders have the ability to exercise similar influence over the target company, or
- managing directors, deputy managing directors or board members.

*Common interests* that can have an impact refer to e.g. shareholder agreements or other agreements concerning common ownership.

**Conflicts of interest**

1.10. Identify any conflicts of interest that may arise as a result of the acquisition and specify how these will be handled.

**Reputation of the acquirer**

1.11. Have you

a) during the past ten years been convicted by a Swedish or foreign court, or formally been charged as a suspect in an ongoing investigation, for a financial crime in respect of which imprisonment is included in the range of penalties?

Yes

No

b) during the past ten years been sentenced to imprisonment by a Swedish or foreign court for a crime other than that specified in 1.11a?

Yes

No

c) during the past five years been a board member or managing director or deputy managing director of a commercial undertaking in which the board of directors was not granted a release from liability?

Yes

No

d) during the past five years been dismissed from employment at a financial institution or as a senior manager or an assignment as a board member or auditor in another operating company?

Yes

No

1.12. To the best of your knowledge, have you or any firm in which you are or have been part of senior management or a board member or have or have had control:

a) during the past five years been (or still are/is) party to arbitration proceedings or civil (excluding family-related matters) or management proceedings concerning tax or business?

Yes

No

b) during the past five years been (or still are/is) subject to a debt restructuring, composition or company reconstruction or entered into bankruptcy or an equivalent process in another country?

Yes

No

c) been sanctioned by either a Swedish or foreign supervisory authority?

Yes

No

d) in the past ten years, either in Sweden or in another country, had an application rejected, been excluded from conducting business or in another way had limitations placed on your right to conduct business or a profession that requires a licence, registration or the equivalent?

Yes

No

e) in the past ten years been the subject of a fit and proper assessment by a foreign competent supervisory authority?

Yes

No

1.13. If you have answered yes to any of the questions under 1.11 and 1.12, please explain.

## 2. Information about the acquisition

2.1. Specify the size of the holding you intend to acquire in the target company. The number of participations shall be stated as a percentage of the number of issued participations. State the number of participations before and after the acquisition (direct and indirect). If the voting rights differ from the number of participations, also state the number of votes as a percentage of the total number of votes.

2.2. State the expected date of acquisition.

2.3. State the purpose of the acquisition. Do not answer this question if the information can be concluded from 4.1.1a.

## 3. Financing the acquisition

3.1. Specify how you intend to finance the acquisition. Describe the background of all financing items (whether monetary or other type of asset), their value, to whom they belong and in which jurisdiction they are located. Append documentation that supports this information.



3.2. Specify if there is a co-operation with a natural or legal person with regard to financing the acquisition and describe the conditions of this co-operation.

#### **4. Business plan and detailed information about the acquisition**

Provide information about the acquisition in accordance with one of the following options:

- ownership involves control<sup>1</sup> (4.1),
- ownership does not signify control, but amounts to 20 per cent or more and when ownership is qualifying but below 20 per cent (4.2).

If Finansinspektionen requires additional information to assess the suitability of the acquirer, it can also request information in accordance with section 4.1 below.

##### **4.1. Information when ownership signifies control**

An acquirer has control over the target company if the acquirer directly or indirectly obtains the majority of the votes or participations. Furthermore, an acquirer has control over the target company if the acquirer is a shareholder, and

- has the right to appoint or dismiss a majority of the members of the target firm's administrative, management or supervisory bodies, or
- via agreements with other owners in the target company has access to more than half of the votes for all shares or participations.

##### *Business plan*

If your ownership signifies control, append a business plan that includes the following:

1. A *strategic development plan* that includes a description of
  - a) the purpose and objective of the acquisition and how these will be achieved,
  - b) planned changes to the business of the target company, e.g. products, customers and any eventual reallocation of assets,
  - c) the planned integration of the target company with the acquirer's group, if any, and

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<sup>1</sup> Cf. Chapter 1, section 4 of the Annual Accounts Act (1995:1554).

d) information about the acquirer's intent and ability to contribute capital to the target firm if needed.

3. *Forecasts* for the target firm for the coming three years.

The following information shall be included in the forecasts:

a) balance sheet and profit and loss account,

b) important key ratios, and

c) solvency or capital adequacy calculations.

4. *A description of how the acquisition will impact the governance and organisation of the target firm.* In particular, specify if the acquisition will affect:

a) the composition of the board of directors and company management,

b) the organisation's operational structure (append an organisational diagram), and

c) outsourcing.

**4.2. Information when ownership does not entail control, but totals 20 per cent or more, and when ownership is qualifying but below 20 per cent.**

If the acquisition does not signify control of the target company, but the holding amounts to 20 per cent or more, the following information about the acquisition shall be appended:

1. if the acquirer intends in the foreseeable future to increase or decrease its holding in the target firm, and

2. whether the acquirer intends to actively attempt to exercise influence over the undertaking (and specify the circumstances related thereto),

**Information**

Submit any additional information to Finansinspektionen below.

The undersigned hereby certifies that the information submitted in this application is correct and complete.

Date:

.....  
Signature

.....  
Name in print

### Checklist – documents that must be appended to an application for ownership assessment for natural persons

The following documents shall be appended to the application:	Appended	If not appended, explain
If you are not registered in Sweden: a certified copy of an identity document in accordance with section 1.1		
CV as set out in section 1.2.		
A description or chart of the entire ownership chain, before and after the acquisition, as set out in section 1.4.		
A description of the group (if relevant) as set out in section 1.5.		
Documentation that supports the financing of the acquisition as set out in section 3.1.		
A business plan and information as set out in sections 4.1–4.3.		

*Appendix 1b*

## **Application for ownership assessment – legal person**

A legal person shall apply for ownership assessment by submitting information to Finansinspektionen in accordance with this appendix, given the following situations:

1. If the legal person intends to directly or indirectly acquire a financial institution and needs to apply for permission for the acquisition.
2. If the legal person has a qualifying holding in a firm that is applying for a licence to conduct financial business. *Target company* in this point refers to the firm that is applying for an authorisation to conduct business. *Acquirer* in this point refers to the legal owner of the firm that is applying for authorisation to conduct business.

As a part of the ownership assessment, Finansinspektionen collects information from e.g. The Swedish Police, the Swedish Companies Registration Office, the Swedish Tax Agency, the Swedish Enforcement Authority and firms that provide credit assessments.

### **Application form**

Fill in the information in the form below. Some of the information must be submitted as a separate document. Review the Appendix Checklist on the last page of the application.

### **Contact information**

Whom should Finansinspektionen contact about this application?

First name: \_\_\_\_\_  
Surname: \_\_\_\_\_  
Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
Telephone number: \_\_\_\_\_  
Email: \_\_\_\_\_  
Fax: \_\_\_\_\_

Name of the acquirer:

\_\_\_\_\_

Firm under acquisition (including comp. reg. no.)?

\_\_\_\_\_

**Exceptions from submitting certain information**

Is the company citing sections 3, 7 or 8 of these regulations as a reason for being excepted from submitting certain information?

Yes

No

If yes, please explain.

If the firm has previously submitted identical information to Finansinspektionen as part of a separate matter, you can refer to that matter below. State the registration number and the information that was submitted.

**1. Information about the acquirer****Information about the undertaking**

1.1 Full name of the firm: \_\_\_\_\_

Comp. reg. no./registration no.: \_\_\_\_\_

Head office address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

1.2. State the business of the acquirer:

1.3. Append a registration certificate that is at the most two months old.

**Financial situation**

1.4. Append the most recently adopted annual report.

1.5. If possible, cite credit ratings and credit assessment companies.

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**Board of directors and management**

1.6. State board members, deputy board members, the managing director and the deputy managing director.

Name	Personal identification number or date of birth	Position on board and title

1.7. All persons mentioned in 1.6 must fill out and sign Appendix 1c.

**Describe the chain of ownership**

1.8. Append a description or chart of the chain of ownership before and after the acquisition.

Participations shall be stated as a percentage of the issued participations. If the voting rights differ from the participations, also state the number of votes as a percentage of the total number of votes.

Also, list owners that in any other way have a significant influence over the undertaking subject to acquisition, the *target company*. List the nature of the business and the registered office for each undertaking in the ownership chain. Also, indicate which undertakings are under the supervision of Finansinspektionen or an equivalent foreign authority.

**Describe groups, if applicable**

1.9. Append a description or a sketch of the insurance group (if relevant) or the consolidated situation in accordance with Article 18 of Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms which will become relevant after the acquisition.

The number of participations shall be stated as a percentage of the number of issued participations. If the number of voting rights differs from the number of participations, also state the number of votes as a percentage of the total number of voting rights.

Also, list owners that in any other way have significant influence over the target company. Also, indicate which undertakings are under the supervision of Finansinspektionen or an equivalent foreign authority.

For each undertaking that is part of such a group, state if it is

- an insurance holding company,
- a financial holding company,
- a mixed financial holding company,
- under the supervision of Finansinspektionen or an equivalent foreign authority, or
- not subject to such financial supervision.

### **Common interests**

1.10. Describe any common interests the firm may share with the following persons who could have an impact on the target firm:

- other shareholders,
- other parties entitled to vote,
- other persons or firms that although not shareholders have the ability to exercise similar influence over the target firm, or
- managing directors, deputy managing directors or board members.

*Common interests* that can have an impact refer to e.g. shareholder agreements or other agreements concerning common ownership.

### **Conflicts of interest**

1.11. Identify any conflicts of interest that may arise as a result of the acquisition and specify how these will be handled.

**Reputation of the acquirer**

1.12. Has the undertaking

a) during the past five years been (or still is) party to arbitration proceedings or civil or management proceedings concerning tax or business?

Yes

No

b) in the past five years been (or still is) the object of a composition or company reconstruction or an equivalent process in another country?

Yes

No

| c) been sanctioned by either a Swedish or foreign supervisory authority?

Yes

No

d) during the past ten years, either in Sweden or in another country, had an application rejected, been excluded from conducting business or in another way had limitations placed on its right to conduct business that requires a licence, registration or the equivalent?

Yes

No

e) in the past ten years been the subject of a fit and proper assessment by a foreign competent supervisory authority?

Yes

No

1.13. If you have answered yes to any of the questions under 1.12, please explain:



## 2. Information about the acquisition

2.1. Specify the size of the holding the undertaking intends to acquire in the target company. The number of participations shall be stated as a percentage of the number of issued participations. State the number of participations before and after the acquisition (direct and indirect). If the voting rights differ from the number of participations, also state the number of votes as a percentage of the total number of votes.

2.2. State the expected date of acquisition.

2.3. State the purpose of the acquisition. Do not answer this question if the information can be concluded from 4.1.1a.

## 3. Financing the acquisition

3.1. Specify how the undertaking intends to finance the acquisition. Describe the background of all financing items (whether monetary or other type of asset), their value, to whom they belong and in which jurisdiction they are located. Append documentation that supports this information.

3.2. Specify if there is a co-operation with a natural or legal person with regard to financing the acquisition and describe the conditions of this co-operation.

#### **4. Business plan and detailed information about the acquisition**

Provide information about the acquisition according to one of the following options:

- ownership involves control<sup>2</sup> (4.1),
- ownership does not signify control, but totals 20 per cent or more (4.2), or
- ownership is qualifying but below 20 per cent (4.3).

If Finansinspektionen requires additional information to assess the suitability of the acquirer, the authority can also request information in accordance with section 4.1 or 4.2 below.

##### **4.1. Information when ownership signifies control**

An acquirer has control over the target company if the acquirer directly or indirectly obtains the majority of the votes or participations. Furthermore, an acquirer has control over the target company if the acquirer is a shareholder, and

- has the right to appoint or dismiss a majority of the members of the target firm's administrative, management or supervisory bodies, or
- via agreements with other owners in the target company has access to more than half of the votes for all shares or participations.

##### *Business plan*

If the undertaking's ownership signifies control, append a business plan that includes the following:

1. A *strategic development plan* that includes a description of
  - a) the purpose and objective of the acquisition and how these will be achieved,
  - b) planned changes to the business of the target company, e.g. products, customers and any eventual reallocation of assets,
  - c) planned integration of the target company with the acquiring undertaking's group, and

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<sup>2</sup> Cf. Chapter 1, section 4 of the Annual Accounts Act (1995:1554).

d) information about the acquirer's intent and ability to contribute capital to the target firm if needed.

2. A *solvency or capital adequacy calculation* at the time of the acquisition or at the time of the most recently adopted figures before the acquisition, if the acquisition entails that the target company and the acquirer will become part of an insurance group or a consolidated situation in accordance with Article 18 Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms.

3. A specified list of the large exposures held by the acquirer at the time of acquisition if the acquirer is a financial institution.

4. *Forecasts* for the target company for the coming three years. If the acquisition entails that the target company and the acquirer will become part of an insurance group or a consolidated situation in accordance with Article 18 of Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms, forecasts shall also be submitted for the group.

The following information shall be included in the forecasts:

a) balance sheet and profit and loss account,

b) important key ratios, and

c) solvency or capital adequacy calculations.

5. A description of how the acquisition will impact the governance and organisation of the target company. In particular, specify if the acquisition will affect:

a) the composition of the board of directors and company management,

b) the organisation's operational structure (append an organisational diagram), and

c) outsourcing.

#### **4.2. Information when ownership does not signify control, but amounts to 20 per cent or more**

If the acquisition does not signify control of the target company, but the holding amounts to 20 per cent or more, the following information about the acquisition shall be appended:

1. information about whether the acquirer intends within the foreseeable future to increase or reduce its holding in the target company,

2. whether the acquirer intends to actively attempt to exercise influence over the undertaking (and specify the circumstances related thereto),

3. a *solvency or capital adequacy calculation* at the time of the acquisition or at the time of the most recently adopted figures before the acquisition, if the acquisition entails that the target company and the acquirer will become part of an insurance group or a consolidated situation in accordance with Article 18 Regulation (EU)

No 575/2013 on prudential requirements for credit institutions and investment firms, and

4. a specified list of the large exposures held by the acquirer at the time of acquisition if the acquirer is a financial institution.

**4.3. Information when ownership is qualifying but below 20 per cent**

If the acquisition entails that the ownership is less than 20 per cent but is still a qualifying holding, the following information about the acquisition shall be appended:

1. whether the acquirer intends in the foreseeable future to increase or decrease its holding in the target company, and
2. whether the acquirer intends to actively attempt to exercise influence over the undertaking (and specify the circumstances related thereto),

**Information**

Submit any additional information to Finansinspektionen below.

The undersigned hereby certifies that the information submitted in this application is correct and complete.

Date:

.....  
Signature

.....  
Name in print

### Checklist – documents that must be appended to an application for ownership assessment for legal persons

The following documents shall be appended to the application:	Appended	If not appended, explain
A certificate of registration that is at the most two months old as set out in section 1.3.		
Adopted annual report for the most recent financial year as set out in section 1.4.		
Appendix 1c for all persons as set out in section 1.6.		
A description or chart of the entire ownership chain, before and after the acquisition, as set out in section 1.8.		
A description of the group (if relevant) as set out in section 1.9.		
Documentation that supports the financing of the acquisition as set out in section 3.1.		
A business plan and information as set out in sections 4.1–4.3.		

*Appendix 1c*

**Application/notification for senior management in a firm that owns a financial institution**

If a legal person shall undergo an ownership assessment, the board members, alternate board members, managing director and deputy managing director of the legal person shall submit the information in this appendix to Finansinspektionen. This assessment is part of the ownership assessment that is conducted for a legal person in accordance with Appendix 1b.

An assessment shall be carried out in the following situations:

1. If the legal person intends to directly or indirectly acquire a financial institution and needs to apply for permission for the acquisition.
2. If the legal person has a qualifying holding in a firm that is applying for a licence to conduct financial business.
3. If a new board member, alternate member, managing director or deputy managing director are appointed or change position or role in the owner firm, a notification shall be sent to Finansinspektionen.

As a part of the ownership assessment, Finansinspektionen collects information from e.g. The Swedish Police, the Swedish Companies Registration Office, the Swedish Tax Agency, the Swedish Enforcement Authority and firms that provide credit assessments.

**Application form**

Fill in the information in the form below. Some of the information must be submitted as a separate document. Review the Appendix Checklist on the last page of the application.

**Contact information**

Whom should Finansinspektionen contact about this assessment?

First name: \_\_\_\_\_  
Surname: \_\_\_\_\_  
Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
Telephone number: \_\_\_\_\_  
e-mail: \_\_\_\_\_  
Fax: \_\_\_\_\_

Financial institution under assessment (including comp. reg. no.)?  
\_\_\_\_\_

**Information about the owner company**

In which owner firm are you a board member, alternate board member, managing director or deputy managing director (including comp. reg. no.)?

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**Position on board and title**

Which position on the board and role within the owner company will be assessed?

- \_\_\_ chairman of the board
- \_\_\_ board member
- \_\_\_ alternate board member
- \_\_\_ managing director
- \_\_\_ deputy managing director

If you have previously submitted identical information to Finansinspektionen as part of a separate matter, you can refer to that matter below. State the reference number and the information that was submitted.

**Personal information**

*1. If you are registered in Sweden*

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Personal identification number: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

*If you are not registered in Sweden\**

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Personal identity number or equivalent: \_\_\_\_\_

Date of birth: \_\_\_\_\_

Place of birth: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Nationality: \_\_\_\_\_  
Passport number: \_\_\_\_\_  
Previous nationalities (if any): \_\_\_\_\_  
Previous name (if any): \_\_\_\_\_

\* If you are not registered in Sweden, append a certified copy of an identity document.

## CV

2. Append a CV that contains relevant information about your education, work experience and other assignments.

## Reputation of management

3. Have you

a) during the past ten years been convicted by a Swedish or foreign court, or formally been charged as a suspect in an ongoing investigation, for a financial crime in respect of which imprisonment is included in the range of penalties?

Yes

No

b) in the past ten years been sentenced to imprisonment by a Swedish or foreign court for a crime other than that specified in 3a?

Yes

No

c) in the past five years been a board member or managing director or deputy managing director of a commercial undertaking in which the board of directors was not discharged from liability?

Yes

No

d) during the past five years been dismissed from employment at a financial institution or as a senior manager or an assignment as a board member or auditor in another operating company?

Yes

No

4. To the best of your knowledge, have you or any firm in which you are or have been part of senior management or a board member or have or have had control:

a) during the past five years been (or still are/is) party to arbitration proceedings or civil (excluding family-related matters) or management proceedings concerning tax or business?

Yes

No

b) in the past five years been (or still are/is) subject to a debt restructuring, composition or company reconstruction or entered into bankruptcy or an equivalent process in another country?



Yes

No

c) been sanctioned by either a Swedish or foreign supervisory authority?

Yes

No

d) in the past ten years, either in Sweden or in another country, had an application rejected, been excluded from conducting business or in another way had limitations placed on your right to conduct business or a profession that requires a licence, registration or the equivalent?

Yes

No

e) in the past ten years been the subject of a fit and proper assessment by a foreign competent supervisory authority?

Yes

No

5. If you have answered yes to any of the questions under 3 and 4, please explain.

**Information**

Submit any additional information to Finansinspektionen below.

The undersigned hereby certifies that the information submitted in this application is correct and complete.

Date:

.....  
Signature

.....  
Name in print

**Checklist – documents that must be appended to the application/notification**

The following documents shall be appended to the application/notification:	Appended	If not appended, explain
If you are not registered in Sweden: a certified copy of an identity document referred to on page 27.		
CV, as described on page 27.		

*Appendix 2***Application/notification - management assessment**

A board member, alternate board member, managing director and deputy managing director in financial undertakings shall submit information in accordance with this appendix when applying for authorisation from Finansinspektionen. The same applies to the person responsible for the payment service operations in a payment institution and the person responsible for the operations related to the issuance of electronic money in an institution for electronic money. The management assessment is part of an application for authorisation.

Information in accordance with this appendix shall also be submitted to Finansinspektionen when submitting notification of changes in the positions mentioned above.

As a part of the suitability assessment, Finansinspektionen collects information from e.g. The Swedish Police, the Swedish Companies Registration Office, the Swedish Tax Agency, the Swedish Enforcement Authority and firms that provide credit assessments.

**Application form**

Fill in the information in the form below. Some of the information must be submitted as a separate document. Review the Appendix Checklist on the last page of the management assessment.

**Contact information**

Whom should Finansinspektionen contact about this application/notification?

First name: \_\_\_\_\_

Surname: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone number: \_\_\_\_\_

Email: \_\_\_\_\_

Fax: \_\_\_\_\_

The financial undertaking under management assessment (including comp. reg. no.)?

\_\_\_\_\_

**Position on board and title**

Which position on the board or role will be assessed?

\_\_\_ chairman of the board

- \_\_\_ board member
- \_\_\_ alternate board member
- \_\_\_ managing director
- \_\_\_ deputy managing director
- \_\_\_ the person responsible for the payment service operations (only applies to payment institutions)
- \_\_\_ the person responsible for the operations related to the issuance of electronic money (only applies to institutions for electronic money)

If you have previously submitted identical information to Finansinspektionen as part of a separate matter, you can refer to that matter below. State the reference number and the information that was submitted.

### Personal information

#### *1. If you are registered in Sweden*

First name: \_\_\_\_\_  
Surname: \_\_\_\_\_  
Personal identification number: \_\_\_\_\_  
Address: \_\_\_\_\_  
Telephone number: \_\_\_\_\_

#### *If you are not registered in Sweden\**

First name: \_\_\_\_\_  
Surname: \_\_\_\_\_  
Personal identity number or equivalent: \_\_\_\_\_  
Date of birth: \_\_\_\_\_  
Place of birth: \_\_\_\_\_  
Address: \_\_\_\_\_  
Telephone number: \_\_\_\_\_  
Nationality: \_\_\_\_\_  
Passport number: \_\_\_\_\_  
Previous nationalities (if any): \_\_\_\_\_  
Previous name (if any): \_\_\_\_\_

\* If you are not registered in Sweden, append a certified copy of an identity document.

**CV**

2. Append a CV that contains relevant information about your education, work experience and other assignments.

**Employment, board assignments and management**

3. Specify the undertaking in which you are employed, receive consistent assignments or are an appointed board member. Also, indicate if you hold several roles within the same undertaking:

Name of undertaking (including corporate identity no.)	Type of business	Registered office	Position on board and role

**Qualifying ownership**

4. Specify if you either directly or indirectly have a qualifying holding in the firm that is under management assessment or if you in any other way have a significant influence:

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5. Specify any other undertakings in which you hold a direct or indirect qualifying holding or in any other way have significant influence:

Name of undertaking (including corporate identity no.)	Type of business	Registered office	Holding (per cent)

### Close relations holding shares

6. Indicate if a close relation owns shares in the undertaking under management assessment, or in another undertaking that in turn owns shares in the undertaking.

Also, indicate if there are other financial relationships between the above parties.

*Close relation* refers to e.g. a spouse, registered partner, cohabitee, child, parent or other relation with whom you share living accommodations.

### Conflicts of interest

7. State your position in the firm that is under management assessment and any other engagements that you may have that can potentially result in conflicts of interest and describe how these will be handled.

### Reputation of management

8. Have you

a) during the past ten years been convicted by a Swedish or foreign court, or formally been charged as a suspect in an ongoing investigation, for a financial crime in respect of which imprisonment is included in the range of penalties?

Yes

No

b) during the past ten years been sentenced to imprisonment by a Swedish or foreign court for a crime other than that set out in 8a)?

Yes

No

c) in the past five years been a board member or managing director or deputy managing director of a commercial undertaking in which the board of directors was not discharged from liability?

Yes

No

d) during the past five years been dismissed from employment at a financial institution or as a senior manager or from an assignment as a board member or auditor in another operating company?

Yes

No

9. To the best of your knowledge, have you or any firm in which you are or have been part of senior management or a board member or have or have had control:

a) during the past five years been (or still are/is) party to arbitration proceedings or civil (excluding family-related matters) or management proceedings concerning tax or business?

Yes

No

b) during the past five years been (or still are/is) subject to a debt restructuring, composition or company reconstruction or entered into bankruptcy or an equivalent process in another country?

Yes

No

| c) been sanctioned by either a Swedish or foreign supervisory authority?

Yes

No

d) in the past ten years, either in Sweden or in another country, had an application rejected, been excluded from conducting business or in another way had limitations placed on your right to conduct business or a profession that requires a licence, registration or the equivalent?

Yes

No

e) in the past ten years been the subject of a fit and proper assessment by a foreign competent supervisory authority?

Yes

No

10. If you have answered yes to any of the questions under 8 and 9, please explain.

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**Information**

Submit any additional information to Finansinspektionen below.

The undersigned hereby certifies that the information submitted in this application is correct and complete.

Date:

.....  
Signature

.....  
Name in print



**Checklist – documents that must be appended to the management assessment**

The following documents shall be appended to the application/notification:	Appended	If not appended, explain
If you are not registered in Sweden: a certified copy of an identity document referred to on page 31.		
CV, as set out on page 31.		