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# Application for Ownership Suitability Assessment – Natural Person

Fill in the information in the form below by checking the relevant box or providing your response in the space provided. Certain more detailed information may, however, be provided in separate attachments. See the Appendix Checklist on the last page of the form.

*Acquisition* means an acquisition in accordance with Chapter 15, section 1 of the Insurance Business Act (2010:2043) or ownership in the undertaking applying for authorisation, pursuant to Chapter 2, section 1 of the Insurance Business Act, to conduct insurance business.

*Target company* refers to the undertaking applying for authorisation to conduct insurance business pursuant to Chapter 2, section 1 of the Insurance Business Act, or the undertaking that is the object of the acquisition.

*Acquirer* is the natural owner of the undertaking applying for authorisation to conduct insurance business pursuant to Chapter 2, section 1 of the Insurance Business Act or who is applying for authorisation pursuant to Chapter 15, section 1 of the Insurance Business Act to acquire a target company.

As a part of the ownership 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 undertakings that provide credit assessments.

# 1 General

## 1.1 Basic information

1. Refers to the assessment

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| [ ]  | authorisation to conduct insurance business in accordance with Chapter 2, section 1 of the Insurance Business Act (2010:2043), or |
| [ ]  | authorisation for acquisition in accordance with Chapter 15, section 1 of the Insurance Business Act |

2. State the name of the acquirer (including personal ID number or equivalent)

Click here to enter text.

3. Name of the target company (including corporate identity number)

Click here to enter text.

4. Are there other undertakings under Finansinspektionen’s supervision that are affected by the acquisition?

[ ]  Yes [ ]  No

If yes, which undertaking(s) (including corporate identity number)?

Click here to enter text.

## 1.2 Contact details

Whom should Finansinspektionen contact about this assessment?

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| --- | --- |
| First name: | Click here to enter text. |
| Last name: | Click here to enter text. |
| Title: | Click here to enter text. |
| Name of the undertaking: | Click here to enter text. |
| Address: | Click here to enter text. |
| Telephone number: | Click here to enter text. |
| Email: | Click here to enter text. |

# 2 Information about the acquirer

## 2.1 Personal details

*If you are registered in Sweden – fill in the following information*

|  |  |
| --- | --- |
| First name: | Click here to enter text. |
| Last name: | Click here to enter text. |
| Personal ID number: | Click here to enter text. |
| Home address: | Click here to enter text. |
| Telephone number: | Click here to enter text. |

*\* If you are not registered in Sweden – fill in the following information and append a certified copy of an identity document*

|  |  |
| --- | --- |
| First name: | Click here to enter text. |
| Last name: | Click here to enter text. |
| Personal ID number or equivalent: | Click here to enter text. |
| Date of birth: | Click here to enter text. |
| Place of birth: | Click here to enter text. |
| Home address: | Click here to enter text. |
| Telephone number: | Click here to enter text. |
| Nationality: | Click here to enter text. |
| Passport number: | Click here to enter text. |
| Previous nationality (if any): | Click here to enter text. |
| Previous name (if any): | Click here to enter text. |

## 2.2 Exemptions from providing certain information

Are you applying for exemption in accordance with Chapter 10, section 9 from providing certain information?

[ ]  Yes [ ]  No

If yes, please explain the circumstances.

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| Click here to enter text. |

## 2.3 CV

Append a CV that contains relevant information about your education, professional experience and other assignments. In terms of education, state the type of education (e.g. university, course provider), field of education (e.g. financial analysis), period of time, scope and educational institution. In terms of professional experience, specify the undertaking, its business, your position, work duties and period of time.

## 2.4 Financial position

Describe

– your income for the previous and current financial year (including the origin of the income),

– your current assets and liabilities, and suretyship obligations, guarantees provided and other commitments, and

– whether there are other factors that affect your financial position.

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| Click here to enter text. |

## 2.5 Describe the ownership chain

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.

## 2.6 Board and senior executive assignments

Name all undertakings in which you are an appointed board member, managing director or deputy managing director.

|  |  |  |  |
| --- | --- | --- | --- |
| **Undertaking** (including corporate identity number) | **Type of business** | **Registered office** | **Position on board and role** |
| Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. |
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## 2.7 Ownership involving control

Name the undertakings in which your ownership signifies control. The definition of control is set out in section 3.

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| **Undertaking** (including corporate identity number) | **Type of business** | **Registered office** | **Holding (per cent)** |
| Click here to enter text. | Click here to enter text. | Click here to enter text. | Click here to enter text. |
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## 2.8 Close relations with participations

1. Do you have a close relation who owns participations in the target company, or in another undertaking, which in turn owns participations in the target company?

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

[ ]  Yes [ ]  No

2. Are there other financial relationships between you and your close relations?

[ ]  Yes [ ]  No

3. If you have answered yes to any of the questions under 1 and 2, please explain the circumstances:

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| Click here to enter text. |

## 2.9 Common interests

Have you any form of common interest with any person(s) below, which could affect influence in the target company?

– Other shareholders,

– Other parties entitled to vote,

– Other persons or undertakings which 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 affect influence refers to e.g. shareholder agreements or other agreements concerning common ownership.

[ ]  Yes [ ]  No

If yes, please explain the circumstances:

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| Click here to enter text. |

## 2.10 Conflicts of interest

Will any conflict(s) of interest arise out of the acquisition?

[ ]  Yes [ ]  No

If yes, describe the conflicts of interest and how they can be managed:

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| Click here to enter text. |

## 2.11 Reputation of the acquirer

1. Have you

a) in 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 a?

[ ]  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) in the past five years been dismissed from employment at a financial undertaking or as a senior executive or from an assignment as a board member or auditor in another commercial undertaking?

[ ]  Yes [ ]  No

2. To the best of your knowledge, have you or any undertaking in which you are or have been a senior executive or a board member or have or have had control

a) in the past five years been (or still is) party to arbitration proceedings or civil or administrative 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 the subject of an intervention (for example an administrative fine, injunction to take action, remark, warning or withdrawal of authorisation) by a supervisory authority in Sweden or in another country?

[ ]  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

If yes, append a copy of the decision of the foreign authority.

3. If you have answered yes to any of the questions under 1 and 2, please explain the circumstances:

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| Click here to enter text. |

# 3 Information about the acquisition

## 3.1 Size of the acquisition

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.

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| Click here to enter text. |

## 3.2 Acquisition date

State the expected date of acquisition.

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| Click here to enter text. |

## 3.3 Purpose of the acquisition

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

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| Click here to enter text. |

## 3.4 Financing the acquisition

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.

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| Click here to enter text. |

2. Specify if you have had any cooperation with a natural or legal person with regard to financing the acquisition.

[ ]  Yes [ ]  No

If yes, please explain the circumstances:

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| Click here to enter text. |

# 4 Scheme of operations and detailed information about the acquisition

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

– ownership signifies control, cf. Chapter 1, section 4 of the Annual Accounts Act (1995:1554) (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 receives 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 company’s board of directors, 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 scheme of operations that includes the following:

1. A *strategic development plan* describing

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

d) information about the acquirer’s intention and ability to contribute capital to the target company if needed.

2. *Forecasts* for the target company 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 calculation.

3. 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 is qualifying but does not signify control

If the acquisition means that ownership is qualifying, but does not signify attaining control of the target company, the following information 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).

# 5 Additional information

Provide any additional information to Finansinspektionen below.

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| Click here to enter text. |

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

Date:

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| Click here to enter text. |

Signature …………..…………………………………………………………..

Name in print

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| Click here to enter text. |

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

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| **The following documents shall be appended** | **Appended** | **If not appended, explain** |
| If you are not registered in Sweden: a certified copy of an identity document in accordance with section 2.1 |[ ]  Click here to enter text. |
| A CV as set out in section 2.3. |[ ]  Click here to enter text. |
| A description or diagram of the entire ownership chain, before and after the acquisition, as set out in section 2.5. |[ ]  Click here to enter text. |
| Documentation that supports the financing of the acquisition as set out in section 3.4.  |[ ]  Click here to enter text. |
| A scheme of operations and information as set out in sections 4.1 and 4.2. |[ ]  Click here to enter text. |