## Delegated Regulation (EU) 2017/1946

# Form 2a: Application/Notification for Senior Executives in Owner Company of a Securities Company

Where the proposed acquirer is a legal person, the information in this appendix shall be provided to Finansinspektionen about the acquirer’s board members, alternate board members, managing director and deputy managing director. This assessment is part of the ownership suitability assessment that is conducted for a legal person in accordance with Form 2: Application for Ownership Suitability Assessment – Legal Person and Form 2b: Application for Ownership Suitability Assessment – Trust.

An assessment shall be carried out in the following situations:

1. If the legal person intends to directly or indirectly acquire a securities company and needs to apply for permission for the acquisition.

2. If the legal person has a qualifying holding in an undertaking that is applying for authorisation to conduct securities 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 undertaking, a notification shall be sent to Finansinspektionen.

As a part of the ownership suitability assessment, Finansinspektionen will collaborate with e.g. the Swedish Police, the Swedish Companies Registration Office, the Swedish Tax Agency, the Swedish Enforcement Authority and undertakings that provide credit assessments.

## Application form

Fill in the information in the form below. Some of the information is provided as separate documents. Review the Appendix Checklist on the last page of the application form.

If the undertaking has cited Article 13 of Commission Delegated Regulation (EU) 2017/1946 on reduced information requirements, senior executives in owner undertakings shall provide information only for points 1 and 2 of this form.

## Contact details

Whom should Finansinspektionen contact about this application?

First name:

Last name:

Title:

Address:

Telephone number:

Email:

Fax:

Which company under supervision raises the need for the assessment? State the name, type of institution and CIN.

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**Information about the owner undertaking**

In which owner undertaking is the senior executive a board member, alternate board member, managing director or deputy managing director (including CIN)?

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## 1. Position on board or role

Which position in the board or role will be assessed?

[ ]  Chair of the Board of Directors

[ ]  Board member

[ ]  Alternate board member

[ ]  Managing director

[ ]  Deputy managing director

## 2. Personal details

*If the senior executive is registered in Sweden*

First name:

Last name:

Address:

Telephone number:

Personal ID number or
national ID number:

Place of birth:

*If the senior executive is not registered in Sweden\**

First name:

Last name:

Address:

Telephone number:

Personal ID number or
national ID number:

Date of birth:

Place of birth:

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.

## 3. CV

Append a detailed CV that contains information about relevant education and continued education, previous work experience and professional activities or other relevant functions that are currently being performed.

## Reputation of the senior executive

4.1 Has the senior executive:

1. been the subject of criminal investigations or proceedings or listed, previously or currently, in any criminal records?

Yes [ ]  No [ ]

1. been involved, previously or currently, in relevant civil or administrative cases, or disciplinary actions, including disqualification as a board member, or bankruptcy, insolvency or similar procedures?

Yes [ ]  No [ ]

1. been the subject of refusal of registration, authorisation, membership or licence to conduct trading, business or professional activities by decision of a supervisory or governmental body or a professional or trade organisation?

Yes [ ]  No [ ]

1. been the subject of withdrawal, revocation or termination of registration, authorisation, membership or licence by decision of a supervisory or governmental body or a professional or trade organisation?

Yes [ ]  No [ ]

1. been the subject of exclusion by decision of a supervisory or governmental body or a professional or trade organisation?

Yes [ ]  No [ ]

1. been dismissed from employment, a position of trust, a fiduciary relationship or a similar situation?

Yes [ ]  No [ ]

1. been convicted by a Swedish or foreign court, or formally been charged as a suspect for a crime in an ongoing investigation in respect of which imprisonment is included in the range of penalties?

Yes [ ]  No [ ]

1. been convicted to imprisonment by a Swedish or foreign court for another crime than that stated in 4(1)(g)?

Yes [ ]  No [ ]

1. 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 [ ]

1. been dismissed from employment at a financial undertaking or a position as a senior executive or from an assignment as a board member or auditor in another commercial undertaking?

Yes [ ]  No [ ]

* 1. Has the senior executive or any undertaking in which the senior executive is or has been a senior executive or member of the board or has or has had control over:
1. been (or still is) party to arbitration proceedings or civil (excluding family-related matters) or management proceedings concerning tax or business?

Yes [ ]  No [ ]

1. been (or still is) subject to a debt restructuring, composition or company reconstruction or entered into bankruptcy or an equivalent process in another country?

Yes [ ]  No [ ]

1. been sanctioned by either a Swedish or foreign supervisory authority?

Yes [ ]  No [ ]

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

Yes [ ]  No [ ]

1. been the subject of a suitability assessment by a Swedish or a foreign supervisory authority as owner or senior executive?

Yes [ ]  No [ ]

If the answer to any of the questions under points 4.1–2 is yes, please explain the circumstances.

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4.3 Provide a description of financial and non-financial interests or ties the senior executive has to the following persons:

1. Any other current shareholder of the target entity.
2. Any person entitled to exercise voting rights of the target entity in any one or more of the following cases:
	1. If the voting rights are held by a third party with whom that person or entity has concluded an agreement, which obliges them to adopt, by concerted exercise of the voting rights they hold, a lasting common policy towards the management of the target entity in question.
	2. If the voting rights are held by a third party under an agreement concluded with that person or entity provide for the temporary transfer for consideration of the voting rights in question.
	3. If the voting rights are attached to shares which are lodged as collateral with that person or entity, provided the person or entity controls the voting rights and has declared its intention of exercising them.
	4. If the voting rights are attached to shares in which that person or entity has a life interest.
	5. If the voting rights are held or may be exercised within the meaning of the first four items of point 4(3)(2) by an undertaking controlled by that person or entity.
	6. If the voting rights are attached to shares deposited with that person or entity which the person or entity can exercise at its discretion in the absence of specific instructions from the shareholders.
	7. If the voting rights are held by a third party in its own name on behalf of that person or entity.
	8. If the voting rights which that person or entity may exercise as a proxy where the person or entity can be exercised at its discretion in the absence of specific instructions from the shareholders.
3. Any member of the administrative, management or supervisory body, or the senior management of the target entity.
4. The target entity itself and its group.

For the purposes of point 4.3, credit operations, guarantees and pledges shall be deemed to be part of the financial interests, whereas family or close relationships shall be deemed to be part of the non-financial interests.

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## Information

Will the person subject to the ownership suitability assessment replace an existing senior executive in the owner company?

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Provide any additional information to Finansinspektionen below.

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

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| **The following documents shall be appended to the application/notification:** | **Appended** | **If not appended, explain** |
| If the senior executive is not registered in Sweden, append a certified copy of an identity document. |       |       |
| CV, according to section 3. |       |       |