

Qualifying shareholding – Form A

Acquisition or increase of qualifying holdings in capital of a financial institution other than a credit institution

Scope

Any natural or legal person (or trust) intending to acquire or increase a qualifying holding in one of the following institutions:

- Financial holdings and (banking-led) mixed financial holding companies governed by Belgian law of a credit institution qualified as Less Significant¹
- Stockbroking firms governed by Belgian law
- Stockbroking holdings and (stockbroking-led) mixed financial holdings governed by Belgian law
- Insurance companies governed by Belgian law
- Reinsurance companies governed by Belgian law
- Insurance holdings and (insurance-led) mixed financial holding companies governed by Belgian law
- Payment institutions governed by Belgian law
- E-money institutions governed by Belgian law
- Depositary banks, central securities depositories and institutions providing support to a central securities depository governed by Belgian law
- Central counterparties governed by Belgian law

These institutions are hereinafter referred to as « financial institution(s) ».

Legal references

- Law of 25 April 2014 on the legal status and supervision of credit institutions : Article 212
- Law of 20 July 2022 on the legal status and supervision of stockbroking firms : Articles 3 72°, 6, 14, 45 to 54 and 83
- Law of 13 March 2016 on the legal status and supervision of insurance or reinsurance undertakings : Articles 15 44°, 39, 64 to 73, 443 and 470

¹ In this context, Less Significant Institutions are Belgian institutions which do not meet the significance criteria set out in the Council Regulation (EU) No 1024/2013 of 15 October 2013 conferring specific tasks on the European Central Bank concerning policies relating to the prudential supervision of credit institutions and in Regulation (EU) No 468/2014 of the European Central Bank of 16 April 2014 establishing a framework for cooperation within the Single Supervisory Mechanism between the European Central Bank and national competent authorities and with national designated authorities. The list of Significant Institutions subject to direct supervision by the ECB can be found at <https://www.bankingsupervision.europa.eu/banking/list/who/html/index.en.html>.

- Law of 11 March 2018 on the legal status and supervision of payment institutions and electronic money institutions : Articles 10, 19, 25 to 33, 174 and 183²
- Regulation (EU) No 909/2014 on central securities depositories : Article 27
- Royal Decree of 26 September 2005 on the legal status of settlement institutions and equivalent institutions : Article 14
- Regulation (EU) No 648/2012 on OTC derivatives, central counterparties and trade repositories : Article 30

Context

Any natural or legal person who has taken the decision to acquire or increase a qualifying holding in a financial institution referred to above is required to notify the National Bank of Belgium (hereinafter « the NBB »). The same obligation applies also for an increase of qualifying holding in such a way that the proportion of voting rights or capital held will reach or cross the thresholds of 20%, 30% or 50% or that the targeted financial institution will become the acquirer's subsidiary. For more information on the obligation to notify, please refer to the underlying NBB communication³. The acquirer is required to provide complete and accurate information to the NBB.

The present form specifies all the information that the proposed acquirer must provide to the NBB for the purpose of assessing the proposed acquisition (with the proviso that the NBB is legally authorised to request additional information). It intends to be exhaustive. However, the NBB can exempt the proposed acquirer from providing some of the information listed if it does not seem necessary for the sound assessment of the proposed acquirer in the case concerned. This could be the case, for example, if the NBB already possesses the information, if the information can easily be obtained from another supervisor, or if the acquisition constitutes an intra-group transaction (cf. the principle of proportionality elaborated on in the underlying NBB communication). Proportionality⁴ is particularly important for payment institutions and e-money institutions as well as for small stockbroking firms⁵.

² For payment institutions and e-money institutions, the definition of qualifying holding is provided in Articles 10 and 19 of the Law of 11 March 2018 which refers to Article 5, paragraph 1, point M) of Directive (EU) 2015/2366 of the European Parliament and of the Council of 25 November 2015 on payment services in the internal market, amending Directives 2002/65/EC, 2009/110/EC and 2013/36/EU and Regulation (EU) No 1093/2010 and repealing Directive 2007/64/EC (the PSD2) which refers also to Article 4, paragraph 1, point 36 of the Regulation (EU) 575/2013.

³ This framework is also applicable by analogy to payment institutions and e-money institutions.

⁴ In the present pdf document, proportionality means concretely that only the questions below highlighted in bold should be answered by payment institutions, e-money institutions and small stockbroking firms. In the electronic form, only the bold questions will be visible for these institutions.

⁵ Small stockbroking firms as defined in Art. 3, 4° and Art. 23 of the Law of 20 July 2022 on the legal status and supervision of stockbroking firms.

1. Introduction

Please specify whether the submission of the present notification is to be considered as a draft submission or as a final submission

Draft Final

Draft submissions are informal submissions of information to serve as a basis for discussion between the proposed acquirer(s) and the NBB during the pre-notification period. A final submission can trigger an acknowledgement of receipt of the notification, and, should the notification be considered complete by the NBB, will have the effect of starting the 60-working-day period for the prudential assessment.

1.1. Summary of the proposed acquisition

1.1.1. Targeted financial institution:

1.1.2. Please specify the legal status of the targeted financial institution on the basis of the following list:

- Financial holding or (banking-led) mixed financial holding governed by Belgian law of a credit institution qualified as Less Significant
- Stockbroking firm governed by Belgian law
- Small stockbroking firm governed by Belgian law
- Stockbroking holding or (stockbroking-led) mixed financial holding governed by Belgian law
- Insurance company governed by Belgian law
- Reinsurance company governed by Belgian law
- Insurance holding or (insurance-led) mixed financial holding governed by Belgian law
- Payment institution governed by Belgian law
- E-money institution governed by Belgian law
- Depository bank governed by Belgian law
- Central securities depository governed by Belgian law
- Institutions providing support to a central securities depository governed by Belgian law
- Central counterparty governed by Belgian law

1.1.3. Please provide a brief description of the proposed acquisition and its principal characteristics

1.2. Type of acquisition

1.2.1. The proposed acquirer is a direct acquirer an indirect acquirer

1.2.2. In the case of an indirect acquisition, please provide a diagram showing the structure of the indirect holding and identifying the entities through which it would be held and the proportions of voting rights and/or capital rights that would be held at each link of the chain

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

1.3. Type of notification

1.3.1. This form relates to the acquisition of, or the increase in, a qualifying holding by a proposed acquirer:

acting alone;

in relation with the following other direct or indirect shareholders of the targeted financial institution:

acting in concert with the following other direct or indirect shareholders of the target financial institution:

Any legal or natural persons who decide to acquire or increase a qualifying holding in accordance with an explicit or implicit (written or oral) agreement between them shall be considered to be acting in concert (paragraph 4.1 of the Joint ESA Guidelines on qualifying holdings dated 5 May 2017 attached to the underlying NBB communication).

A joint notification can be made on behalf of all parties acting in concert or as part of a consortium.

1.4. Contact details of the individual designated by the proposed acquirer(s) for notification purposes

1.4.1. Contact details provided⁶:

as notifier

as representative of the acquirer(s)

Last name

First name

Middle name(s)

Also known as (if applicable)

Company name, if applicable

Legal form

Company registration number, if applicable

Address

Phone number

Email address

Supporting documentation proving legitimacy of representation of proposed acquirer(s)

e.g. power of attorney

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

⁶ If this statement is a joint statement completed by a single person on behalf of a group of persons who are related or who act in concert, please fill in both boxes.

2. Legal persons

2.1. Proposed acquirer(s) - Legal persons and other entities

2.1.1. Identifying information

2.1.1.1. Legal name of the proposed acquirer

2.1.1.2. Proposed acquirer type

- Credit institution
- Equity fund
- Sovereign wealth fund
- Public sector entity
- Mixed activity holding company
- financial holding company
- Investment firm
- Insurance company
- Trust
- Other

2.1.1.3. The proposed acquirer is a financial institution under prudential supervision

Yes No

If yes, please mention the prudential status of the proposed acquirer and its supervisory authority

2.1.2. Registered head office address

Street name and number

Postal code

Town/City

Country

2.1.3. Postal address, if different

Street name and number

Postal code

Town/City

Country

Email address

Phone number

LEI code

If there is no LEI code, company registration number (NB: the indication of a company registration number below is equivalent to confirmation that there is no LEI code)

Other identifier, if applicable

Please upload documents supporting the information entered above: documents certifying the business name and registered address of the head office and postal address if different, and contact details

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.4. Type and registration of legal form in accordance with relevant national legislation

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.5. Up-to-date overview of entrepreneurial activities

Please indicate which activities, if any, are subject to financial sector regulation

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.6. Persons who effectively direct the business of the proposed acquirer

Last name

First name

Middle name(s)

Also known as (if applicable)

Date of birth

City of birth

Country of birth

Address (Street name and number)

Postal code

Town/City

Country

Country of residence, if different from postal address

Email address

Phone number

Position

Nationality(ies)

Copy of ID/passport

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

CV

A detailed curriculum vitae (or equivalent document) stating relevant education and training, previous professional experience and any professional activities or other relevant functions currently performed

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.7. Persons who may be considered to be beneficial owners⁷ of the legal person or trust

Last name

First name

Middle name(s)

Also known as (if applicable)

Date of birth

City of birth

Country of birth

⁷ Beneficial owners here refers to persons who, as member of the bodies of the legal person, influence the administration or management of the legal person, as well as the persons who, as shareholders or partners, own or control the legal person.

Address (Street name and number)

Postal code

Town/City

Country

Country of residence, if different from postal address

Nationality(ies)

Please specify the amount of ownership

2.1.8. Additional information to be provided if the proposed acquirer is a trust

The proposed acquirer is a trust

Name of the trust

Legal form of the trust

Name of the ultimate beneficiary of the trust

Details of the investment policy and any restrictions on investment

Names and positions of the individuals responsible for making investment decisions for the trust

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.9. Additional information to be provided if the proposed acquirer is a sovereign wealth fund

The proposed acquirer is a sovereign wealth fund

Name of sovereign wealth fund

Name of the ministry or government department in charge of defining the fund's investment policy

Details of the investment policy and any restrictions on investment

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Names and positions of the individuals responsible for making investment decisions for the fund

Details of any influence exerted by the aforementioned ministry or government department on the day-to-day operations of the fund and targeted financial institution

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.1.10. Additional information to be provided if the proposed acquirer is a private equity or hedge fund

The proposed acquirer is a private equity or hedge fund

Name of private equity or hedge fund

Detailed description of the performance of previous acquisitions by the proposed acquirer of qualifying holdings in financial institutions

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Details of the investment policy and any restrictions on investment, including details on investment monitoring, factors serving the proposed acquirer as a basis for investment decisions related to the targeted financial institution and factors that would trigger changes to the proposed acquirer's exit strategy

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Description of the decision-making framework for investment decisions

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Detailed description of the proposed acquirer's anti-money laundering procedures and of the applicable anti-money laundering legal framework

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.2. Reputational information and information on interests and relationships

NB: In addition to the questions below, the proposed acquirer must provide, for all persons who effectively direct the business of the proposed acquirer, a "propriety questionnaire" (form B) including, among other information, an extract from the criminal register (or equivalent document provided by a foreign authority) not more than three months old. Each individual "propriety questionnaire" should be dated and signed by the person concerned. The communication of these questionnaires is mandatory (important element for the completeness of the present form).

2.2.1. Has any proposed acquirer, any person who effectively directs the business of the proposed acquirer, any undertaking under the proposed acquirer's control, and any shareholder exerting significant influence on the proposed acquirer, been subject to any criminal investigations or proceedings, relevant civil or administrative cases, or disciplinary proceedings (including disqualification as a company director or bankruptcy, insolvency or similar procedures)? Yes No

Relevant civil or administrative proceedings include (but are not limited to) proceedings in the fields of banking, insurance activities, investment services, securities markets, payment instruments, money laundering, pensions, asset management or in any regulated financial sector including any formal notification of investigation or committal for trial, pending disciplinary actions or pending bankruptcy, insolvency or similar procedures, or breach of competition law.

If Yes, please provide details

2.2.2. **Has any proposed acquirer, any person who effectively directs the business of the proposed acquirer, any undertaking under the proposed acquirer's control, and any shareholder exerting significant influence on the proposed acquirer, been subject to enforcement proceedings, sanctions, enforcement decisions, or are there ongoing investigations?** Yes No

If Yes, please provide details

2.2.3. **Has any proposed acquirer, any person who effectively directs the business of the proposed acquirer, any undertaking under the proposed acquirer's control, and any shareholder exerting significant influence on the proposed acquirer, been subject to refusal of registration, authorisation, membership or licence to carry out a trade, business or profession; or the withdrawal, revocation or termination of such a registration, authorisation, membership or licence; or expulsion by a regulatory or government body or a professional body or association?** Yes No

If Yes, please provide details

2.2.4. **Has any proposed acquirer, any person who effectively directs the business of the proposed acquirer, any undertaking under the proposed acquirer's control, and any shareholder exerting significant influence on the proposed acquirer, been subject to dismissal from employment or a position of trust, fiduciary relationship, or similar situation?** Yes No

If Yes, please provide details

2.2.5. **For all proposed acquirers and any person who effectively directs the business of the proposed acquirers listed above, please provide criminal records (if available), documents or equivalent certificates (not more than three months old) on past civil and administrative proceedings and disciplinary actions as well as on past enforcement proceedings, sanctions, enforcement decisions and a declaration of honour regarding ongoing investigations**

Please provide an official certificate (if and insofar as it is available within the relevant Member State or third country), or another equivalent document. For ongoing investigations information may be provided through a declaration of honour.

If criminal records are unobtainable, please contact the NBB for instructions.

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.2.6. **If criminal records are unobtainable, please explain the reason**

2.2.7. **Has an assessment of the reputation of any proposed acquirer or person who are in charge of the senior management of the proposed acquirer already been conducted by a supervisory authority?** Yes No

If Yes, please provide details, in particular: identity of the person assessed, identity of the supervisory authority and outcome of the assessment

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.2.8. **Provide a description of the financial and non-financial interests or relationships of the proposed acquirer(s), or, where applicable, the group to which the proposed acquirer belongs as well as the persons who effectively direct its business, with any other current shareholders of the targeted financial institution**

Financial interests may include interests such as credit operations, guarantees and pledges. Non-financial interests may include interests such as a family or other close relationship.

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

2.2.9. **Does any proposed acquirer or any person who effectively directs the business of the proposed acquirer or the group to which it belongs have any financial or non-financial interest or relationship with any person entitled to exercise voting rights in the targeted financial institution?** Yes No

Voting rights refer to the following cases or a combination thereof:

- i. voting rights 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 issuer in question and/or under an agreement concluded with that person or entity providing for the temporary transfer for consideration of the voting rights in question;
- ii. voting rights attaching to shares which are lodged as collateral with that person or entity, provided the person or entity controls the voting rights and declares its intention of exercising them and/or in which that person or entity has the life interest;
- iii. voting rights which are held, or may be exercised within the meaning of the cases above, by an undertaking controlled by that person or entity;

- iv. voting rights attaching 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;
- v. voting rights held by a third party in its own name on behalf of that person or entity;
- vi. voting rights which that person or entity may exercise as a proxy where the person or entity can exercise the voting rights at its discretion in the absence of specific instructions from the shareholders

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.10. Does any proposed acquirer or any person who effectively directs the business of the proposed acquirer or the group to which it belongs have any financial or non-financial interest or relationship with any member of the administrative, management or supervisory body, in accordance with relevant national legislation, or of the senior management of the targeted financial institution?** Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.11. Does any proposed acquirer or any person who effectively directs the business of the proposed acquirer or the group to which it belongs have any financial or non-financial interest or relationship with the targeted financial institution itself or the group to which it belongs?** Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.12. Does any proposed acquirer or any person who effectively directs the business of the proposed acquirer or the group to which it belongs have any interests or activities that may be in conflict with those of the targeted financial institution?** Yes No

If Yes, please provide details as well as possible solutions to manage all identified conflicts of interest

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.13. Please provide information about the shareholding structure of the proposed acquirer(s), including the identity of all shareholders exerting significant influence and their respective share of capital and voting rights, including information on any shareholder agreements**

Please include an organisation chart showing every entity within the group, the respective holdings of capital shares and voting rights in percentage form by the entities in the group as well as persons and companies that are not part of the group, that are able to exercise significant influence over the entities in the group or over the activities of the group as a whole. Please also identify any credit institution, insurance or reinsurance undertaking, investment firm, payment institutions, electronic money institutions, CSDs, CCPs or other financial institutions within the group, and the names of the relevant supervisory authorities

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.14. If any of the proposed acquirers listed above has its head office registered in a third country and has previously been assessed or approved by the financial sector authorities in that country, please provide the following: (a) a certificate of good standing, or equivalent where not available, from foreign financial sector authorities in relation to the proposed acquirer; (b) where available, a declaration by foreign financial sector authorities that there are no obstacles or limitations to the provision of information necessary for the supervision of the targeted financial institution; (c) general information on the regulatory regime of that third country as applicable to the proposed acquirer and (d), if the proposed acquirer is subject to a prudential supervision and if applicable, a copy the decision of the local prudential authority approving the acquisition**

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

- 2.2.15. Please provide any other information and supporting documentation as deemed relevant by the proposed acquirer**

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Specific question only for payment institution and e-money institutions:

2.2.16. **Does any proposed acquirer or any person who effectively directs the business of the proposed acquirer or the group to which it belongs have any participating interests with other payment institution or e-money institution?** Yes No

If yes, please indicate the name and address of each payment institution or e-money institution, as well as the percentage of the portion of capital held

If yes, please indicate the nature of the significant business relationship of these companies with the targeted payment or e-money institution

3. Natural persons

3.1. Proposed acquirer(s) - Natural persons

3.1.1. Identifying information

The proposed acquirer is

a direct acquirer an indirect acquirer

Last name

First name

Middle name(s)

Also known as (if applicable)

Date of birth

City of birth

Country of birth

Street name and number

Postal code

Town/City

Country

Email address

Phone number

Nationality(ies)

Copy of ID/passport

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

CV

A detailed curriculum vitae (or equivalent document) stating relevant education and training, previous professional experience and any professional activities or other relevant functions currently performed

3.1.2. **Has the proposed acquirer or any undertaking directed or controlled by the proposed acquirer been subject to any criminal investigations or proceedings, relevant civil or administrative cases, or disciplinary proceedings (including disqualification as a company director or bankruptcy, insolvency or similar procedures)?** Yes No

Relevant civil or administrative proceedings include (but are not limited to) proceedings in the fields of banking, insurance activities, investment services, securities markets, payment instruments, money laundering, pensions, asset management or in any regulated financial sector including any formal notification of investigation or committal for trial, pending disciplinary actions or pending bankruptcy, insolvency or similar procedures, or breach of competition law.

If Yes, please provide details

3.1.3. **Has the proposed acquirer or any undertaking directed or controlled by the proposed acquirer been subject to enforcement proceedings, sanctions, enforcement decisions, or are there any ongoing investigations?** Yes No

If Yes, please provide details

3.1.4. **Has the proposed acquirer or any undertaking directed or controlled by the proposed acquirer been subject to refusal of registration, authorisation, membership or licence to carry out a trade, business or profession; or to the withdrawal, revocation or termination of such a registration, authorisation, membership or licence; or to expulsion by a regulatory or government body or a professional body or association?** Yes No

If Yes, please provide details

3.1.5. **Has the proposed acquirer or any undertaking directed or controlled by the proposed acquirer been subject to dismissal from employment or a position of trust, fiduciary relationship or similar?** Yes No

If Yes, please provide details

3.1.6. **Does the proposed acquirer have any financial or non-financial interests or relationships with any current or proposed shareholder of the targeted financial institution?** Yes No

Financial interests may include interests such as credit operations, guarantees and pledges. Non-financial interests may include interests such as family or close relationships

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.7. **Does the proposed acquirer have any financial or non-financial interests or relationships with any person entitled to exercise voting rights in the targeted financial institution?** Yes No

Voting rights refer to the following cases or a combination thereof:

- i. voting rights 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 issuer in question and/or under an agreement concluded with that person or entity providing for the temporary transfer for consideration of the voting rights in question;
- ii. voting rights attaching to shares which are lodged as collateral with that person or entity, provided the person or entity controls the voting rights and declares its intention of exercising them and/or in which that person or entity has the life interest;
- iii. voting rights which are held, or may be exercised within the meaning of the cases above, by an undertaking controlled by that person or entity;
- iv. voting rights attaching 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;
- v. voting rights held by a third party in its own name on behalf of that person or entity;
- vi. voting rights which that person or entity may exercise as a proxy where the person or entity can exercise the voting rights at its discretion in the absence of specific instructions from the shareholders

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.8. **Does the proposed acquirer have any financial or non-financial interests or relationships with any member of the administrative management or supervisory body, in accordance with relevant national legislation, or of the senior management of the targeted financial institution?** Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.9. **Does the proposed acquirer have any financial or non-financial interests or relationships with the targeted financial institution itself or its group?** Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.10. **Does the proposed acquirer have any interests or activities that may be in conflict with those of the targeted financial institution?** Yes No

If Yes, please provide details as well as possible solutions to manage all identified conflicts of interest

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.11. **Please provide criminal records, documents or equivalent certificates on past civil and administrative proceedings and disciplinary actions as well as on past enforcement proceedings, sanctions, enforcement decisions as well as a declaration of honour concerning ongoing investigations**

If criminal records are unobtainable, please contact the NBB for instructions

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.12. **If criminal records are unobtainable, please explain the reason**

(NB: it is reminded that such a situation should be very exceptional and that the NBB will follow a strict approach in the assessment of the answer)

3.1.13. **Has an assessment of the proposed acquirer already been conducted by a supervisory authority?** Yes No

If Yes, please provide details, in particular the identity of the supervisory authority and outcome of the assessment

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

3.1.14. **Please provide any other information and supporting documentation as deemed relevant by the proposed acquirer**

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

4. Persons who will direct the business of the targeted financial institution

4.1. Information on the persons who will effectively direct the business of the targeted financial institution

According to the laws mentioned in the legal references above, the NBB shall perform a Fit & Proper assessment ("FAP assessment") of any member of the management body who will direct the business of the targeted financial institution as a result of the proposed acquisition (executive and non-executive directors). An assessment has to be conducted as part of the qualifying holding procedure whenever the proposed acquirer intends to use its power to appoint new members of the management body who will direct the business.

4.1.1. **Please indicate if a change to the management body of the targeted financial institution is planned as part of the proposed acquisition** Yes No

4.1.2. **Please indicate whether the new member(s) to be appointed as a result of the proposed acquisition has (have) been identified** Yes No

Any change to the management body subsequent to the closing of the proposed acquisition will be subject to a separate FAP assessment conducted by the NBB.

Name of appointee

Gender

Male Female X

Position

- Executive director
- Non-executive director
- Chairperson of the statutory governing body
- Vice-chairperson / deputy chairperson of the statutory governing body
- Chairperson of the audit committee
- Member of the audit committee
- Chairperson of the remuneration committee
- Member of the remuneration committee
- Chairperson of the risk committee
- Member of the risk committee
- Chairperson of the nomination committee
- Member of the nomination committee
- Chairperson of the management committee
- Vice-chairperson / deputy chairperson of the management committee
- Member of management committee
- Senior manager of an institution with no management committee

(Planned) start date of the appointment

4.1.3. **A separated FAP assessment form must also be submitted. Therefore, please upload the NBB FAP assessment form here**

The form for fit and proper assessments is available in OneGate.

5. Proposed acquisition

5.1. Information on the proposed acquisition

5.1.1. **Provide an organisation chart depicting the shareholding structure of the targeted financial institution prior to and following the completion of the proposed acquisition, indicating both shareholding and voting rights percentages. The voting rights must be calculated in accordance with the provisions of the Law of 2 May 2007 on disclosure of major holdings, and of its implementing decrees; no account is taken of voting rights or shares held as a result of underwriting of financial instruments and/or placing of financial instruments on a firm commitment basis, unless these rights are exercised or otherwise used to intervene in the management of the issuer, provided that these rights are transferred within one year of acquisition. If there is a distinction between ordinary shares and preference shares, please explain the impact**

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.2. **Are there, in the shareholding structure of the targeted financial institution, certificates representing (i) voting securities representing capital and (ii) voting securities not representing capital?** Yes No

If yes, please provide supporting documentation explaining the impact of the acquisition on these certificates

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.3. **Are there, in the shareholding structure of the targeted financial institution, options or other commitments arising from a contract to acquire conditionally or unconditionally voting securities?** Yes No

If yes, please provide supporting documentation explaining the impact of the acquisition on options or contracts

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.4. **Can the proposed acquisition be characterised as an internal reorganisation?** Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.5. **What is the anticipated timeframe for completion of the proposed acquisition?**

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.6. **Is the proposed acquisition subject to EU or Belgian competition law?** Yes No

If Yes, please provide details, including the timeline for EU Commission or Belgian competition authority decisions

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.1.7. **Please provide a detailed description of the proposed acquirer's(s)' anti-money laundering procedures and the applicable anti-money laundering legal framework (to the extent that it is applicable)**

Proposed acquirer(s) not subject to anti-money laundering/countering the financing of terrorism legislation should indicate what applicable mitigating measures have been taken

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2. Transaction details

5.2.1. Name of proposed acquirer

5.2.2. Please select the proposed acquirer's intentions with respect to the proposed acquisition

- Strategic takeover
- Financial investment
- Recapitalisation
- Merger
- Intragroup reorganization
- Temporary acquisition
- Passive acquisition
- Other

5.2.3. Describe the proposed acquirer's(s) intentions with respect to the proposed acquisition

Please include details on: the strategy of the proposed acquisition, including the period for which the proposed acquirer intends to hold its shareholding after the proposed acquisition and any intention of the proposed acquirer to increase, reduce or maintain the level of its shareholding in the foreseeable future; the intentions of the proposed acquirer towards the targeted financial institution, and in particular, if applicable, whether or not it intends to act as an active minority shareholder, and the rationale for that action

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.4. Type of shares

5.2.5. Number of shares before the proposed acquisition

Number of shares after the proposed acquisition

5.2.6. Currency

5.2.7. If listed, nominal value of shares before the proposed acquisition

If listed, nominal value of shares after the proposed acquisition

5.2.8. Share of the overall capital of the target institution that the shares owned or intended to be acquired represent

before the proposed acquisition

after the proposed acquisition

5.2.9. Share of the overall voting rights of the target institution that the shares owned or intended to be acquired represent

before the proposed acquisition

after the proposed acquisition

5.2.10. Market value in € of the shares owned or intended to be acquired

before the proposed acquisition

after the proposed acquisition

5.2.11. Market value in local currency of the shares owned or intended to be acquired

before the proposed acquisition

after the proposed acquisition

5.2.12. Other comments

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.13. Please describe the impact of the acquisition on the targeted financial institution's capacity to comply with all prudential requirements, including; 1) capital and liquidity requirements; 2) large exposures limits; and 3) requirements related to governance arrangements (internal control, risk management, compliance and, if applicable, actuarial function)

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.14. Are any of the proposed acquirers able to exercise significant influence over the management of the target financial institution while holding less than 10% of the capital or voting rights? Yes No

If Yes, please provide detailed information

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.15. Please provide the proposed acquisition price and the criteria used when determining said price and, if there is a difference between the market value and the proposed acquisition price, an explanation as to why that is the case

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.16. Please provide a detailed explanation of the specific sources of funding for the proposed acquisition

The explanation shall include details on the use of private financial resources, the origin (economic and geographic) and availability of funds, including evidence that no money laundering is attempted through the proposed acquisition; the means of payment and the network used to transfer funds (comprehensive list of the various banks involved in the flow of funds); access to capital sources and financial markets, including details of financial instruments to be issued; any financial arrangements with other shareholders of the targeted financial institution; assets to be sold to finance the proposed acquisition. Please provide supporting documentation as relevant.

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.17. Are borrowed funds used to finance the proposed acquisition? Yes No

If Yes, please specify the percentage of borrowed funds used in relation to the total purchase price percentage

If Yes, please provide information on the use of borrowed funds

The information shall include details on the proportion of the purchase price financed by borrowed funds; the reason why borrowed funds are used rather than equity financing; the origin of borrowed funds, including means of repayment, name of lenders and details of the facilities granted, including maturities, terms, pledges and guarantees, along with information on the source of revenue to be used to repay such borrowings where the lender is not a supervised financial institution.

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.18. Will the targeted financial institution become part of a group as a result of the proposed acquisition? Yes No

If Yes, please provide details on the impact on the group's prudential consolidation perimeter

Where the proposed acquirer is a legal person, the proposed acquirer should provide the NBB with an analysis of the perimeter of consolidated supervision of the targeted financial institution and the group that it would belong to after the proposed acquisition. This should include information about which group entities would be included in the scope of consolidated supervision requirements after the proposed acquisition and at which levels within the group these requirements would apply on a full or sub-consolidated basis.

Where applicable, please provide supporting documentation
Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.19. Please provide an analysis of whether the proposed acquisition will in any way impact, including as a result of close links between the proposed acquirer and the targeted financial institution, the ability of the target undertaking to continue to provide timely and accurate information to the NBB

5.2.20. Will the proposed acquisition trigger a parallel waiver of prudential requirements in relation to the targeted financial institution? Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

5.2.21. Will any proposed acquirer become a financial/investment/insurance/mixed holding company as a result of the proposed acquisition, or is this notification linked to the approval/designation of financial/investment/insurance/mixed holding company(ies)? Yes No

If Yes, please provide details

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6. Financial soundness

6.1. Legal persons

6.1.1. Name of legal person

6.1.2. Statutory financial statements for the last three financial periods

For each proposed acquirer that is a legal person, please provide statements at individual and, where applicable, consolidated and sub-consolidated group levels, regardless of the size of the proposed acquirer, including information on the balance sheet, profit and loss accounts and equity movements; the auditors' opinion (if the financial statements are audited); the annual reports and financial annexes and any other documents registered with the relevant registry or authority in the specific territory relevant to the proposed acquirer.

Where the proposed acquirer is a trust, please provide the statutory financial statements for the last three financial periods concerning the trust property.

Where the proposed acquirer is a newly established entity (within the last 12 months), please provide the forecast balance sheets and forecast profit and loss accounts or income statements for the first three business years, including planning assumptions used.

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6.1.3. Credit rating of the proposed acquirer and the overall rating of its group

Please include information on financial ratios accompanied by an explanation of their adequacy and robustness, and, if available, an external rating accompanied by the evaluation report

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6.1.4. For existing entities, please enter values T-2 to T.

For newly established entities, please enter the initial values as at the date of establishment in column T and the forecast values in columns T+1 to T+3

	T-2	T-1	T	T+1	T+2	T+3
Total Assets (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Of which current assets (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total Liabilities (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Of which current liabilities (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Equity (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total Income (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Net Profit (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

6.2. Natural persons

6.2.1. Proposed acquirer's name

6.2.2. Description of the current financial position of the proposed acquirer

Please include details concerning the main sources of revenues, assets and liabilities, pledges and guarantees granted or received.

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6.2.3. Description of the business activities of the proposed acquirer

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6.2.4. Does the proposed acquirer control or direct any undertakings?

Yes No

If Yes, please list all undertakings controlled or directed by the proposed acquirer

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

If Yes, please provide financial information, including credit ratings and statutory financial statements for these undertakings

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

6.2.5. Pro-forma balance sheet for natural persons

Proposed acquirer's name

	T-2	T-1	T
ASSETS			
Cash and cash equivalents (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Brokerage accounts (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Retirement account (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Property (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Other (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total Assets (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
LIABILITIES			
Long-term loans (more than 1 year, € thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Short-term liabilities (less than 1 year, € thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Other (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total Liabilities (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>
Net worth (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>

6.3. Willingness to support

6.3.1. Indicate the willingness of the proposed acquirer(s) to support the targeted financial institution with additional own funds if needed to develop activities or in case of financial difficulties

Please (i) provide a formal declaration of willingness to support the targeted financial institution and (ii) describe the proposed acquirer's(s') financial capacity to ensure the sound and prudent management of the targeted financial institution for the next three years, including details of any commitments. If commitments exist, please provide a signed copy of them.

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7. Business plan

7.1. Business plan

7.1.1. Select the category of qualifying holding in the target financial institution

- Below 20%
- Between 20% and 50%
- More than 50% and/or control

Where, depending on the global structure of the shareholding of the targeted financial institution, the influence exercised by the shareholding of the proposed acquirer is considered to be equivalent to the influence exercised by shareholdings of between 20% and 50%, or equivalent to de facto control (above 50%), the proposed acquirer should provide the information required for the related bracket. Where the targeted financial institution becomes a subsidiary of the proposed acquirer, the proposed acquirer should provide the information required for the bracket 50% or more .

7.1.2. Are there plans to change the business model of the target undertaking?

Yes No

If Yes, please provide details of the planned changes to the business model

7.2. OPTION 1: Qualifying holding below 20%

No further questions

7.3. OPTION 2: Additional information to be provided for a qualifying holding of between 20% and 50%

7.3.1. Provide details on the influence that the proposed acquirer(s) intends to exercise on the financial position, including dividend policy, strategic development and the allocation of resources of the target undertaking

7.3.2. Provide a strategy document describing the proposed acquirer's(s') overall aim of the proposed acquisition and intentions and expectations towards the target undertaking in the medium term (three years following the acquisition)

The strategy document shall contain details on the main goals of the proposed acquisition and the main ways for achieving them, including: the overall aim of the proposed acquisition; the medium-term financial goals which may be stated in terms of return on equity, cost-benefit ratio, earnings per share, or in other terms as appropriate; the possible redirection of activities, products, targeted customers, and the possible reallocation of funds or resources expected to have an impact on the target undertaking; general processes for including and integrating the target undertaking in the group structure of the proposed acquirer, including a description of the main interactions to be pursued with other companies in the group, as well as a description of the policies governing intra-group relations (for institutions authorised and supervised in the European Union, information about the particular departments within the group structure which are affected by the transaction shall be sufficient)

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.3.3. Please specify the scope of consolidation

- Consolidated
- Individual

7.3.4. Additional comments

7.4. OPTION 3: Additional information to be provided for a qualifying holding of more than 50% and/or control

7.4.1. Provide a comprehensive business plan

- The business plan shall contain the estimated financial statements i.e. a three-year forecast following the year of acquisition of profit and loss accounts, balance sheets, capital ratios, liquidity ratios, and information on the level of risk exposures.
- The estimated financial statements must be drawn up on an individual and consolidated (and sub-consolidated if applicable) basis.
- The main income and profitability drivers as well as the main drivers of loan loss provisioning should be explained.
- Equity movements and, if applicable, off-balance sheet exposures as well as an in-depth description of the targeted financial institution's funding structure should be provided. If the targeted financial institution is integrated into a group structure, potential profit centre models as well as revenue sharing and transfer pricing models have to be described, including their effects on the targeted financial institution's financial statements.

- Information regarding the management's internal income statement and profitability measurement and its steering is required.
- The projections should highlight the capacity of the targeted financial institution to comply with the prudential requirements at the time of the acquisition and for the next three years. If future capital injections are planned in the three year horizon they should be substantiated, and projections of compliance with prudential requirements without such injections should also be demonstrated.
- The business plan should explain the assumptions used on a micro- and macro-level.
- The financial projections should be provided in a base case and an adverse scenario

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.2. Comments field

7.4.3. Provide a strategy document describing the proposed acquirer's intentions and expectations towards the targeted financial institution in the medium term

The strategy document shall contain details on the main goals of the proposed acquisition and the main ways for achieving them, including: the overall aim of the proposed acquisition; the medium- term financial goals which may be stated in terms of return on equity, cost-benefit ratio, earnings per share, or in other terms as appropriate; the possible redirection of activities, products, targeted customers, and the possible reallocation of funds or resources expected to have an impact on the targeted financial institution; general processes for including and integrating the targeted financial institution in the group structure of the proposed acquirer, including a description of the main interactions to be pursued with other companies in the group, as well as a description of the policies governing intra-group relations.

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.4. Comments field

7.4.5. Will the proposed acquisition have an impact on the composition and duties of the administrative, management or supervisory body, and the main committees created by such a decision-making body? Yes No

If Yes, please provide a description of the impact of the acquisition on the composition and duties of the administrative, management or supervisory body, and the main committees created by such decision-taking body including the management committee, risk committee, audit committee, remuneration committee and any other committees, including information concerning the persons who will be appointed to direct the business

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.6. Will the proposed acquisition have an impact on administrative and accounting procedures and internal controls, including changes in procedures and systems relating to accounting, internal audit, compliance including anti-money laundering, risk management and, if applicable, actuarial function? Yes No

If Yes, please provide a description of the impact of the acquisition on administrative and accounting procedures and internal controls, including changes in procedures and systems relating to accounting, internal audit, compliance including anti-money laundering, risk management and, if applicable, actuarial function, and including the appointment of the key functions of internal auditor, compliance officer and risk manager.

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.7. Will the proposed acquisition have an impact on the overall IT architecture including any changes concerning the outsourcing policy, the data flowchart, the in-house and external software used and the essential data and systems security procedures and tools? Yes No

If Yes, please provide a description of the impact of the acquisition on the overall IT architecture including any changes concerning the outsourcing policy, the data flowchart, the in-house and external software used and the essential data and systems security procedures and tools including back-up, continuity plans and audit trails

Where applicable, please provide supporting documentation

Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.8. Will the proposed acquisition have an impact on the policies governing outsourcing (other than IT), including information on the areas concerned, on the selection of service providers, and on the respective rights and obligations of the principal parties as set out in contracts? Yes No

If Yes, please provide a description of the impact of the acquisition on the policies governing outsourcing, including information on the areas concerned, on the selection of service providers, and on the respective rights and obligations of the principal parties as set out in contracts such as audit arrangements and the quality of service expected from the provider

Where applicable, please provide supporting documentation
 Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.9. Will the proposed acquisition have an impact on the corporate governance and general organisational structure of the targeted financial institution, including any change to the voting rights of the shareholders? Yes No

If Yes, please provide a description of any other relevant information pertaining to this impact

Where applicable, please provide supporting documentation
 Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

7.4.10. Please specify the scope of consolidation

7.4.11. Additional comments

7.5. Estimated financial figures

7.5.1. Please provide the following estimated financial figures for the targeted financial institution

Reference dates

Description	Actual	T+1	T+2	T+3
Reference date	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Business plan

Description	Actual	T+1	T+2	T+3
BALANCE SHEET				
Total Assets (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total Liabilities (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total equity (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

INCOME STATEMENT

Profit after tax (€ thousands)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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PRUDENTIAL RATIOS

Please state phased-in ratios for the respective years

Solvency ratio (percentage)	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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7.6. Final question

NB: This question is relevant for all types of qualifying shareholding (below 20%, between 20% and 50% or above 50%)

7.6.1. Do(es) the proposed acquirer(s) hold any additional information that it (they) deem(s) necessary to provide on own initiative, so as to enable the NBB to make the prudential assessment of the proposed transaction with full knowledge of the facts? Yes No

If yes, please provide this information

Where applicable, please provide supporting documentation
 Drag and drop PDF, Word, PowerPoint or Excel files to attach. Max. file size 10MB

Solemn declaration

I, the undersigned,

acting on my own behalf as a proposed acquirer;

acting as a representative in the name and on account of the proposed acquirer

.....
.....

and answering for him,

solemnly declare:

- that all information provided to the supervisor in this statement form and its annexes is complete, not deliberately misleading or deceptive, and is provided honestly and in good faith and
- that I know of no other information that may influence the prudential assessment of the proposed acquisition by the supervisor.

(Date, place and signature)

NBB Privacy statement

With the submission of the completed questionnaire you acknowledge that you have read and accepted the below NBB privacy statement.

NBB Privacy statement for the processing of personal data related to fit and proper assessments as part of the supervision of financial institutions

1 Data Protection legal framework applicable to the NBB

Processing of personal data by the NBB falls within the scope of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation - GDPR).

2 The NBB as controller of processing personal data

The NBB is the controller of the data processing operations in the context of supervision of financial institutions⁸.

3 Purposes of processing personal data by the NBB

Personal data are collected and processed for the purpose of assessing whether the persons responsible for management or for an independent control function meet the "fit and proper" requirements, i.e. whether they possess sufficient knowledge, skills and experience to fulfil their duties and are of sufficiently good repute.

4 Lawfulness of the NBB's data processing operations

The processing of personal data for the aforementioned purposes is necessary within the meaning of Article 6(1)(c) and (e) of the GDPR, in conjunction with Article 12bis of the Law of 22 February 1998 establishing the organic statute of the National Bank of Belgium, with the specific laws governing the supervision of financial institutions and with the European rules governing the Single Supervisory Mechanism.

5 Categories of personal data processed by the NBB

The following personal data are processed in relation to fit and proper assessments:

- a) personal data provided by the manager (in written form or during interviews) which relate to:
 - personal details**, such as full name, identity card or passport number, nationality;
 - contact details**, such as mailing address, email address, phone number;
 - knowledge, skills and experience**, such as information regarding practical, professional experience gained in previous occupations and theoretical experience (knowledge and skills) gained through education and training;
 - reputation**, such as criminal record;
- b) personal data that have come to the knowledge of the competent authority by other means (e.g. via the media);
- c) personal data that are not related to the manager but to third parties;
- d) any comments by NBB staff members regarding the performance of the manager during the fit and proper procedure.

6 Access to personal data collected and processed by the NBB

For the purposes set out in Section 3, access to personal data may be given to the following persons:

- NBB staff and board members;
- external experts and contractors working on behalf of the NBB who provide opinions and advice in the context of fit and proper assessments, such as external legal counsel;
- a limited number of staff members of other Union institutions, bodies, agencies, supervisory authorities and national authorities (e.g. criminal prosecutors, anti-money laundering authorities);
- third parties to whom the personal data are to be transferred in accordance with a legal provision.

7 Transfers of personal data to third countries

In the context of supervisory cooperation with authorities outside the European Economic Area (EEA), your personal data may be transferred outside the EEA upon request of a third country authority. In the absence of an adequacy decision, personal data may be transferred outside the EEA only if appropriate safeguards are in place, as set out in Article 46 of the GDPR. In exceptional cases, international transfers of personal data may also take place based on the derogation provided for by Article 49 of the GDPR.

8 Retention period

Unless otherwise provided by law, personal data are stored as follows:

- for twenty years from the date of the request to withdraw the application before a formal decision is reached;
- for twenty years from the date of a negative decision;
- for twenty years from the date the data subjects cease to be members of the management bodies or of independent control functions of the supervised entity in the case of a positive decision;
- for twenty years from the date of the most recent decision in case of reassessment based on new facts.

In the event that administrative or judicial proceedings are initiated, the retention period is extended and ends one year after such proceedings are concluded by a final decision.

⁸ Within the meaning of Article 4(7) of the GDPR.

9 Your rights as a data subject

All persons whose data are being processed have the right, provided that the conditions laid down in the applicable laws and regulations in this respect are met:

- (1) to have access to such data and possibly have such data rectified;
- (2) to object to such processing on grounds relating to their particular situation;
- (3) to obtain erasure of such data or restriction of processing in relation to such data.

10 Contact information in case of queries and requests

For all queries relating to personal data or for the exercise of your rights, please contact the NBB's Data Protection Officer at dataprotection@nbb.be.

11 Lodging a complaint with the Data Protection Authority

If you consider that your rights under the GDPR have been infringed as a result of the processing of your personal data, you have the right to lodge a complaint with the Data Protection Authority at any time.

12 Changes to this Privacy Statement

This Privacy Statement may be changed to take into account new legal developments.