

Identity and suitability assessment authorisation form of candidate persons with qualified holdings in a Belgian payment institution or e-money institution

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Preface

This document aims to assist applicant Belgian payment and e-money institutions to comply with the Guideline 15 of the EBA Guidelines under Directive (EU) 2015/2366 (PSD2) on the authorisation of payment institutions and e-money institutions.

The information must be provided by both natural persons and legal entities that hold, directly or indirectly, more than 10% of the capital of the payment institution or e-money institution.

Indirect holdings

For indirect holdings, it suffices to fill out a single form. In this case, the template is to be completed by the highest level in the chain of control or by the individual acting as that person's agent. The form shall indicate the position of the said person in the chain of control (this may be done by presenting an organizational chart identifying each level in terms of percentage and number + type of shares).

In the case of indirect holding by different persons jointly controlling the payment institution or e-money institution, each of these persons is required to complete a form, unless a common agent completes one form for all the persons participating in the joint control, indicating the identity of each individual holder of the common interests.

1. NATURAL PERSONS HOLDING, DIRECT OR INDIRECT, MORE THAN 10% OF THE CAPITAL

Contact details – Natural persons
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Candidate Payment Institution or e-money institution :

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Contact details for qualified shareholders:

Contact details of the shareholders:	
Title	
First Name	
Surname	
Private address	
Postal code	
Private mobile / telephone number	
Private email address	
Date of Birth	
Place of Birth	
Nationality	
ID Card number	
Job title	
Company name	
Business address	
Post code	
Business mobile / telephone number	
Business email address	

General information – Natural persons

1. Proportion of the capital which you hold in the payment institution or e-money institution

- Amount:
- Percentage:

2. Proportion of voting rights which you hold in the payment institution or e-money institution

- Amount:
- Percentage:

3. Please indicate the origin of the funds you have used or will use to pay up the capital of the payment institution or e-money institution (own funds? loan?) and the impact this will have on your financial situation.

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4. What is the point of the participating interest in the payment institution or e-money institution? What are your expectations and what return (percentage and amount) do you expect ?

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5. Do you hold a qualified participating interest in other payment institution or e-money institution? If so, please mention such participating interests (indicating the name and address of each payment institution or e-money institution, as well as the percentage of the proportion of capital held).

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Business relationships with the payment institution or e-money institution – Natural persons

Please indicate which, to your knowledge, of the companies mentioned in point 5 are having or will shortly have significant business relationships with the payment institution or e-money institution established in Belgium that is the subject of this form.

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Criminal convictions – Natural persons

1. Have you been or are you subject, either in Belgium or abroad, of criminal convictions as a result of your professional activities following an investigation or proceedings initiated by a professional association or a public authority? If so, please provide the necessary details.

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2. Is any firm at which you hold or have held a position of influence currently the subject of any criminal proceedings or the subject of a criminal investigation? If so, please provide the necessary details.

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3. Have you, or a company where you were administrator, ever been adjudged bankrupt? If so, please provide the necessary details.

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Annexes – natural persons

If applicable please enclose a copy of :

	YES	NO
Curriculum vitae		
Copy of ID Card		
Convictions for criminal offences		
Current criminal investigations or procedures		
Civil, administrative, bankruptcy and insolvency procedures		
Disciplinary actions		
Investigations, enforcement proceedings or sanctions by supervisory authorities		
Refusals or withdrawals of authorisation, licence, etc.		
Terminations of contracts for serious misconduct		
Evidence relating to an assessment of reputation by another authority in the financial sector or another sector		
Financial position and origin of the private financial resources		
Financial and non-financial interests that may represent a conflict of interest		
Diagram showing the structure of the indirect qualifying holding		
Shareholders agreements		
Bank credit to finance the position		
Document on strategy and income/return expectations		

Certification – Natural persons
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I hereby certify that the information mentioned above to the authorization file is complete, true and faithful, and that to my knowledge, no other material facts must be reported to the National Bank of Belgium (NBB). I will include with this form the demanded annexes in my possession.

I hereby commit myself to informing the NBB without delay of any changes that would materially affect the information thus provided.

Name of the person :

Date and place:

Signature:

Number of annexes :

2. LEGAL PERSONS HOLDING, DIRECT OR INDIRECT, MORE THAN 10% OF THE CAPITAL

Contact details – Legal persons
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Candidate Payment Institution or e-money institution :

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Contact details for all qualified shareholders:

Contact details shareholders:	
Legal Name	
Legal address	
Postal code	
Headquarters address (if different)	
Postal code	
Telephone number	
email address	
Company number	
Place and date of incorporation	
Law by which the company is governed	
Representative person	
Place and date of birth of the representative	
Nationality of the representative	
Address of the representative	
Job title	
Business mobile / telephone number	
Business email address	
Contact person at the legal person (if different)	
Job title	
Business mobile / telephone number	
Business email address	

Representation on the board of directors of the institution – Legal persons

Responsibilities given to the representative in the payment institution or e-money institution

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Has the representative been the subject, either in Belgium or abroad, of criminal convictions as a result of professional activities following an investigation or proceedings initiated by a professional association or a public authority? If so, please provide the necessary details.

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Is the representative planning to carry out, either personally or for professional purposes, transactions with the payment institution or e-money institution established in Belgium that is the subject of this form? If so, please provide the necessary details.

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General information – Legal persons

1. Description of the legal person's activity and strategic objective

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2. Is the legal person regulated, if so, please provide the name of the regulatory body and contact person and details.

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3. Number of branches / offices

4. Number of employees:

5. Date of the balance sheet:

6. Issued capital:

7. Authorized capital:

8. Paid-up capital:

9. Amount represented by capital shares of the company which were purchased by itself or by its subsidiaries:
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10. Amount and origin of the reserves:

11. Are the shares listed on one or more regulated markets?

12. Proportion of the capital held or to be held by legal person in the payment institution or e-money institution:

- Amount:
- Percentage:

13. Proportion of voting rights the legal person holds or will hold in the payment institution or e-money institution:

- Number:
- Percentage:

14. Please indicate the origin of the funds used or to be used by the legal person to pay up the capital of the payment institution (own funds? loan?).

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15. In case of use of private financial resources / funding, please provide details of the origin of the resources and the impact on the own funds of the legal person.

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16. What is the point of the participating interest in the payment institution or e-money institution? What does the legal person expect from it? What return (percentage and amount) do you expect ?

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17. Does the legal person hold a qualified participating interest in other payment institution or e-money institution? If so, please mention such participating interests

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18. If the legal person who is a significant shareholder or member of the payment institution or e-money institution is a credit institution, a financial institution or a financial holding company, please clarify the nature of its activities, mentioning any types of operations and any economic sectors for which it can rely on some degree of specialisation.

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Business relationships with the payment institution or e-money institution – Legal persons

Please indicate which, to your knowledge, of the companies mentioned in point 17 are having or will shortly have significant business relationships with the payment institution established in Belgium that is the subject of this form

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Criminal convictions – Legal persons

1. Has the legal person been the subject, either in Belgium or abroad, of criminal convictions as regards professional activities following an investigation or proceedings initiated by a professional association or a public authority? If so, please provide the necessary details.

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Annexes – Legal persons

If applicable please enclose a copy of :

	YES	NO
Extract of the company register		
Legalized up-to-date copy of the articles of association		
(Group) Shareholder structure		
Organigram of the legal person		
List of members of the Board and Management Committee (name, function, date and place of birth, address, ID number and CV)		
List of the "beneficial owners" of the declaring legal person		
Convictions for criminal offences of the legal person, members of the Board, Management Committee or legal representative		
Current criminal investigations or procedures of the legal person, members of the Board, Management Committee or legal representative		
Civil, administrative, bankruptcy and insolvency procedures of the legal person, members of the Board, Management Committee or legal representative		
Disciplinary actions against the legal person, members of the Board, Management Committee or legal representative		
Investigations, enforcement proceedings or sanctions by supervisory authorities against the legal person, members of the Board, Management Committee or legal representative		
Refusals or withdrawals of authorisation, licence, etc.		
Terminations of contracts for serious misconduct		
Evidence relating to an assessment of reputation by another authority in the financial sector or another sector		
Financial position and origin of the financial resources		
Financial and non-financial interests that may represent a conflict of interest		
Diagram showing the structure of the indirect qualifying holding		
Shareholders agreements		
Bank credit to finance the position		
Document on strategy and income/return expectations		
Balance Sheet of the last 3 years		
Profit and loss accounts for the last three years		
Annual reports and annexes for the last three years		
Group consolidated accounts for the last three years		

Certification – Legal persons

I, the undersigned,
acting as the legal representative in the name and on account of the proposed acquirer, hereby certify that the information mentioned above to the authorization file is complete, true and faithful, and that to my knowledge, no other material facts must be reported to the National Bank of Belgium (NBB). I will include with this form the demanded annexes in possession of the legal person.

I hereby commit myself to informing the NBB without delay of any changes that would materially affect the information thus provided.

Date and place:

Signature:

Number of annexes :
