

Fit & Proper Questionnaire

Senior manager of a proposed qualifying shareholder – propriety assessment

Legal references

- For credit institutions, financial holding companies and (banking-led) mixed financial holding companies: Articles 18 and 46 to 54 of the Law of 25 April 2014 on the legal status and supervision of credit institutions;
- For insurance and reinsurance companies, insurance holding companies and (insurance-led) mixed financial holding companies: Articles 39 and 64 to 73 of the Law of 13 March 2016 on the legal status and supervision of insurance and reinsurance companies;
- For payment institutions and electronic money institutions: Articles 19 and 25 to 33 of the Law of 11 March 2018 on the legal status and supervision of payment institutions and electronic money institutions;
- For central securities depositories and institutions providing support to a central securities depository: Article 27 of Regulation (EU) No 909/2014 on central securities depositories;
- For institutions providing support to a central securities depository and custodian banks: Article 14 of the Royal Decree of 26 September 2005 on the legal status of settlement institutions and equivalent institutions¹; and
- For central counterparties: Article 30 of Regulation (EU) No 648/2012 on OTC derivatives, central counterparties and trade repositories.

Context

The information provided in this questionnaire will enable the National Bank of Belgium (hereinafter “the NBB”) to carry out a prudential assessment on the propriety of the senior manager of a proposed qualifying shareholder in a Belgian financial institution. For further information, please refer to Communication NBB_2017_22. The manager is required to provide complete and accurate information to the NBB.

¹ As the threshold for qualifying holdings is set at 5 % for these institutions at the date of publication of this form (February 2023), any references to a “proposed qualifying shareholder” should be read as references to a proposed shareholder wishing to acquire a holding of more than 5 %.

Declaration by the senior manager

I, the undersigned:

- confirm that the information provided in this questionnaire and in the annexes attached hereto is accurate and complete to the best of my knowledge;
- confirm that I will notify the NBB immediately if there is a material change² in the information provided;
- authorise the NBB to make such enquiries and seek such further information as is deemed appropriate in accordance with national and European in order to identify and verify information considered relevant to the propriety assessment;
- declare that I am aware of the processing and storage of my personal data in accordance with the applicable European data protection regulations and the NBB privacy statement.

Name:

Signature:

Date:

² A material change is any change that may affect the manager's propriety.

Identity of the senior manager

Information on the manager

A

Name

Gender	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Other
Family name	Free text
First name	Free text
Middle name(s)	Free text
Have you had or used other names at any time?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes" is selected, please provide the following details for all names you have ever used (e.g. family name at birth, other legal names, assumed names).	
Gender	<input type="checkbox"/> Male <input type="checkbox"/> Female <input type="checkbox"/> Other
Family name	Free text
First name	Free text
Middle name(s)	Free text
Date of name change	(YYYY-MM)

B

Current domicile (residence if different from domicile)

Address	Free text
Postcode	Free text
City	Free text
Country	Free text
Start date of residence at this address	(YYYY-MM)
Have you lived in a country other than your current country of residence at any time during the past five years?	<input type="checkbox"/> Yes <input type="checkbox"/> No
If "Yes" is selected, please specify which country (or countries) and the period(s) of residence.	Free text

C

Other information on the manager

Date of birth	(YYYY-MM-DD)
Place of birth	Free text
Country of birth	Free text
Nationality (or nationalities)	Free text
Number of current valid identity document or passport	Free text
Issuing country	Free text
Expiry date	(YYYY-MM-DD)
Phone number, including country code (private and, if already available, professional)	Free text
Email address (private and, if already available, professional)	Free text

2 Experience

Please ensure that the CV to be attached to this form includes at least:

- (i) The official title(s) and date(s) of award of the degree(s) obtained; and
- (ii) The practical experience acquired by the person concerned over at least the last 10 years, highlighting any experience in the financial field.

Reputation

IMPORTANT: throughout this section, "you" should be read as "the manager personally" as well as all corporate entities, partnerships or unincorporated entities with which the manager is or has been associated as a board member, person responsible for an independent control function, senior executive, owner, partner, associate, or qualifying shareholder. Information should be provided only for alleged wrongdoing during the period in which the manager was associated with the entity.

The answers to the questions below must include any situations that occurred in countries inside or outside the European Union.

A	
<p>Are you or have you been subject to any criminal³ or relevant administrative or civil⁴ proceedings (including any that are pending, concluded or under appeal)? Investigations, sanctioning proceedings or measures conducted or imposed by public or supervisory authorities or professional bodies (i.e. warnings, reprimands, etc.) in any jurisdiction are included in the scope of this question.</p>	<input type="checkbox"/> Yes <input type="checkbox"/> No
<p>If "Yes" is selected, please provide the following details:</p>	
<p>Type of proceedings</p>	<input type="checkbox"/> Criminal <input type="checkbox"/> Administrative <input type="checkbox"/> Civil <input type="checkbox"/> Other
<p>If "Other" is selected, please specify the type of proceedings.</p>	<p>Free text</p>
<p>Stage of proceedings</p>	<input type="checkbox"/> Pending <input type="checkbox"/> Concluded <input type="checkbox"/> Under appeal
<p>Provide a brief description of the charge, the nature of the alleged wrongdoing (e.g. intentional or owing to negligence, etc.) and the stage of the proceedings.</p>	
<p>Free text</p>	
<p>Specify the authority in charge of the proceedings and the file reference (if available).</p>	
<p>Free text</p>	
<p>Are the proceedings related to you personally or to an entity with which you are or have been associated?</p>	<input type="checkbox"/> They are related to me personally <input type="checkbox"/> They are related to an entity with which I am or have been associated <input type="checkbox"/> No
<p>In the case of alleged wrongdoing, proceedings, investigations or sanctions involving you directly:</p>	
<p>i. Specify the circumstances of and reasons for your direct involvement.</p>	
<p>Free text</p>	
<p>ii. Specify what you did to prevent and/or avoid the wrongdoing.</p>	
<p>Free text</p>	
<p>iii. Could you have done more to avoid the alleged wrongdoing and did you learn anything from it?</p>	
<p>Free text</p>	

³ All criminal records should be listed, regardless of the time elapsed since the underlying facts. Criminal records that have been deleted from the official criminal registry, for instance due to rehabilitation, should also be listed.

⁴ Relevant civil or administrative proceedings include (but are not limited to) proceedings in the following fields: banking, insurance activities, investment services, securities markets, payment instruments, money laundering, pensions, asset management or 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.

In the case of alleged wrongdoing, proceedings, investigations or sanctions involving entities in which you hold or have held functions:

i. Specify the name of the entity concerned.

Free text

ii. Specify your role in the entity concerned and whether you are or were responsible for a division or business line to which the proceedings (including sanctions or measures imposed) relate.

Free text

iii. Were you a member of the management body, a person responsible for an independent control function or a senior executive at the time of the alleged wrongdoing?

Free text

iv. In your role in the entity, what did you do to prevent and/or avoid the alleged wrongdoing?

Free text

v. Could you have done more to avoid the alleged wrongdoing and did you learn anything from it?

Free text

Date and/or time frame of the alleged wrongdoing	(YYYY-MM)
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Date on which the decision, ruling or finding was made (if applicable)	(YYYY-MM-DD)
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Summary of the reasoning of the decision, ruling or finding

Free text

Sanction or penalty imposed (or, in case of pending proceedings, sanction or penalty likely to be imposed in case of conviction)

Free text

Provide the range (namely the minimum and maximum level) of the sanctions that potentially could be or could have been applied.

Free text

Have the proceedings been settled (including through any out-of-court settlement)?

Yes

No

If "Yes" is selected, please provide details (including the parties to the settlement, date, agreed settlement amounts and other relevant information).

Free text

Provide details on your subsequent conduct, including lessons learned and remedial action taken.

Free text

Describe any other mitigating or aggravating factors such as rehabilitation and recidivism.

Free text

Were there any remuneration clawbacks linked to the above proceedings?

Yes

No

If "Yes" is selected, please provide details.

Free text

B

Are you or have you been personally subject to any disciplinary decisions ⁵ (including disqualification as a member of a management body or discharge from a position of trust)?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide the following details:

i. Reason for the disciplinary decision

Free text

ii. Date or time frame of the alleged wrongdoing

Free text

iii. Have you appealed against the disciplinary decision?

Free text

iv. If applicable, provide details of the entity involved in the decisions.

Free text

v. Any mitigating or aggravating factors

Free text

C

Are you or have you been subject to any bankruptcy, insolvency or similar procedures?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide the following details:

i. Length of time since the date of the decision (if applicable)

Free text

ii. Status and (if not ongoing) outcome of the procedure (if final, please indicate whether the wrongdoing was considered intentional or owing to negligence)

Free text

iii. Precautionary or attachment measures

Free text

iv. Was the procedure triggered by you or by the entity concerned?

Free text

v. If applicable, provide details of the entity involved in the procedure.

Free text

vi. Details of your personal involvement, particularly if you were declared responsible for the insolvency of the entity

Free text

vii. Any mitigating or aggravating factors

Free text

D

Has any financial institution in which you hold or have held any managerial function, or whose management you influence or have influenced materially in any other way, ever been the subject of a bailout or a restructuring, recovery or resolution procedure?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide details.

Free text

⁵ For instance, in the context of professional activity or employment.

E

To your knowledge, have you personally ever been included in a list of unreliable debtors, do you have a negative record on a list established by a recognised credit bureau or have you been subject to an enforcement measure for a debt on any such list?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide details.

Free text

F

Have you ever been the subject of a refusal of registration, authorisation, membership or licence to carry out a trade, business or profession, or have you had such a registration, authorisation, membership or licence withdrawn, revoked, suspended or terminated? This question refers also to previous suitability assessments by other competent authorities (including abroad ⁶).	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide details.

Free text

G

Apart from the cases already mentioned elsewhere in your replies, have you been directly or indirectly involved in a situation that led to concerns or suspicions of money laundering or terrorist financing?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide details.

Free text

H

Have you personally ever failed to appropriately disclose any information of which the supervisor would reasonably have expected notice?	<input type="checkbox"/> Yes <input type="checkbox"/> No
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If "Yes" is selected, please provide details.

Free text

⁶ The term "abroad" means any territory outside of Belgium.

Additional information and annexes

A

If there is any other information that the manager considers to be relevant to the assessment, it must be included here.

Free text

B

Please upload the following accompanying documents (if applicable)

- copy of identity card/passport
- CV
- criminal record check, model 596-1, subcategory 14 (issued less than three months before the date of submission of this questionnaire)⁷ or equivalent document from a foreign country

Please make your national registry number illegible on any document you submit to the NBB. In Belgium, the national registry number can be found inter alia on the reverse side of the identity card and on the criminal record check.

⁷ In the case of conglomerates or mixed financial holding companies, subcategory 6 is also accepted.

5 Privacy statement for fit and proper

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 National Bank of Belgium

Processing of personal data by the National Bank of Belgium (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 ECB and/or NBB staff members regarding the performance of the manager during the fit and proper procedure.

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

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;
- ECB staff of Joint Supervisory Teams (ECB Directorate General Microprudential Supervision I or II);
- dedicated staff members of the ECB Directorate General Microprudential Supervision III, the Directorate General Secretariat to the Supervisory Board and the Authorisation Division of the Directorate General Secretariat to the Supervisory Board;
- members of the ECB's Supervisory Board and Governing Council;
- other dedicated ECB staff members providing opinions and advice in the context of fit and proper assessments, such as the staff of the Directorate General Legal Services;
- external experts and contractors working on behalf of the NBB or ECB 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.

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.

Revision date: 08.11.2019