**Annex 2: Checklist**

This checklist serves to submit the required attachments, in accordance with Annex 3 and Annex 4 of the FMA Guidelines 2017/20, for the notification of an intended direct or indirect acquisition, an intended direct or indirect increase, or an intended disposal of a qualifying holding in a structured manner.

The completed checklist must be signed using a qualified electronic signature in accordance with Article 3 (1) (*Gesetz vom 27. Februar 2019 über elektronische Signaturen und Vertrauensdienste für elektronische Transaktionen, Signatur- und Vertrauensdienstegesetz, SigVG*) and submitted electronically to the FMA. Alternatively, it is possible to sign this checklist by hand and submit a scan (PDF format) of the signed original document electronically. The interested acquirer or notifying party hereby confirms that they have the original document and will retain it. The FMA reserves the right to request the original document at any time.

Notification of the following is hereby provided:

Qualifying holding in a company to be licensed

Intention to acquire a qualifying holding

Intention to increase a qualifying holding

Intention to dispose of a qualifying holding

Intention to reduce a holding to below a statutory threshold applicable to a qualified holding

in the following

credit institution:

investment firm:

e-money institution:

payment services institution:

insurance company:

|  |  |  |  |
| --- | --- | --- | --- |
| *Name of entity or name*  Click here to enter text. | | *Legal form*  Click here to enter text. | |
| *Registered office* | *Street* | | *Number* |
| *Postcode* | *Town or city* | |

1. **Details on the identity of the notifier**
2. *Details if the notifier is a natural person:*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| *Last name* | | *Last name at birth* | *First name(s)* | |
| *Date of birth* | | *Place of birth* | *Country of birth* | *Nationality (nationalities)* |
| *Address of principal place of residence* | *Street* | | | *Number* |
| *Postcode* | *Town or city* | | |

1. *Details if the notifier is not a natural person:*

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Name of entity* | | | *Legal form* | | |
| *Registered office* | | *Postcode* | *Country of registered office* | | |
| *Address of main branch* | *Street* | | | | *Number* |
| *Postcode* | *Town or city* | | *Country* | |

1. *Authorised recipient (if appointed)*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| *Last name (or name of entity)* | | | *First name(s) (or legal form)* | *Date of birth (if applicable)* |
| *Address of principal place of residence (or main branch)* | *Street* | | | *Number* |
| *Postcode* | *Town or city* | | |

1. *Authorised legal representative, provided the notifier is represented:*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| *Last name (or name of entity)* | | | *First name(s) (or legal form)* | *Date of birth (if applicable)* |
| *Address of principal place of residence (or main branch)* | *Street* | | | *Number* |
| *Postcode* | *Town or city* | | |

1. *Contact person[[1]](#footnote-1) (for enquiries):*

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Last name* | | | *First name(s)* | | |
| *Address* | *Street* | | | | *Number* |
| *Postcode* | *Town or city* | | | |
| *Telephone number* | | | *E-mail address* | |

1. **Further details on the notifier and the planned holding**
2. *The notifier is a legal entity*

|  |  |  |  |
| --- | --- | --- | --- |
| No | | | |
| Yes, the notifier is a | | | |
|  | credit institution | payment services institution | |
|  | insurance company | investment firm | |
|  | e-money institution | investment firm with administration rights | |
|  | insurance company | Other: |  |

1. *The responsible supervisory authority (authorities)[[2]](#footnote-2) is (are):*

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1. *Considerable influence:*

Although less than 10% or none of the capital or voting rights are to be held, a considerable influence could be exerted on the management of the target entity (e.g. via a holding that confers a veto right):  No  Yes

n/a, as more than 10%

*d) Scope of the current and planned direct or indirect holding in the target entity / extend of the direct or indirect qualifying holding in the company to be licensed:*

|  |  |
| --- | --- |
| *Type of shares* |  |
| *Purchase price (including criteria relating to its determination and explanations should the purchase price differ from the market price)* |  |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Current capital share | | Planned capital share | | Planned voting rights share as a percentage | | Capital of target entity  in CHF |
| as a percentage | in CHF[[3]](#footnote-3) | as a percentage | in CHF |
|  | |  | |  | |  |
| Current attributable equity holding in the target entity: | | | | |  | |
| Planned attributable equity holding in the target entity: | | | | |  | |

As a result of the planned holding, the interested acquirer will gain control of the target entity within the meaning of a considerable influence in accordance with Article 1097(1) of the Persons and Companies Act (*Personen- und Gesellschaftsrecht*; PGR):

|  |  |
| --- | --- |
| No, justification: |  |
| Yes, justification: |  |

1. **Information to be enclosed**

Details on the information to be included in the enclosures can be found in the FMA Guidelines 2017/20 and Joint Guidelines on the prudential assessment of acquisitions and increases of qualifying holdings in the financial sector (JC/GL/2016/01).

|  |  |
| --- | --- |
| Applicability of reduced reporting obligations in accordance with Annex 3 section 13 of the FMA Guidelines: | |
| No | Yes |
| *The interested acquirer must provide*  *the following information.* | *The interested acquirer can make use of the reduced obligations and must provide the records and documents listed in* ***Annex 2 section 13.*** |

The presented enclosures must bear the relevant enclosure number in accordance with the following table. In specific cases, should it only be necessary to provide an enclosure on a reduced basis or in part, the original of a corresponding signed and dated declaration from the interested acquirer must be enclosed under all circumstances. If it is not possible to provide a declaration for one of the named points, a written justification must be submitted to the FMA.

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| **Annex 3 FMA Guidelines** | | | **Brief description of enclosure** | **Enclosure** | | | | **Remarks** | **Field reserved for the FMA** |
| **Appendix number** | **Enclosed** | **Not enclosed** | **Not applicable** |
| **Section** | **Point** | **Letter** |
| 3 | 1\* | a | General information relating to the identity of the proposed acquirer |  |  |  |  |  |  |
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| 2 | a |  |  |  |  |  |  |
|  | | | |
| b |  |  |  |  |  |  |
|  | | | |
| c |  |  |  |  |  |  |
|  | | | |
| d | General information relating to the identity of the proposed acquirer |  |  |  |  |  |  |
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| e |  |  |  |  |  |  |
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| **Annex 3 FMA Guidelines** | | | **Brief description of enclosure** | **Enclosure** | | | | **Remarks** | **Field reserved for the FMA** |
| **Appendix number** | **Enclosed** | **Not enclosed** | **Not applicable** |
| **Section** | **Point** | **Letter** |
| 4 | 1[[4]](#footnote-4)\* | a  1–4 | Additional information relating to the proposed acquirer that is a natural person |  |  |  |  |  |  |
|  | | | |
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| e |  |  |  |  |  |  |
|  | | | |
| f  1–4 |  |  |  |  |  |  |
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| g |  |  |  |  |  |  |
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| 5 | 1 | a  1–4 | Additional information relating to the proposed acquirer that is a legal person |  |  |  |  |  |  |
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| c  1–4 |  |  |  |  |  |  |
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| i  1–3 |  |  |  |  |  |  |
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| j |  |  |  |  |  |  |
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| **Annex 3 FMA Guidelines** | | | **Brief description of enclosure** | **Enclosure** | | | | **Remarks** | **Field reserved for the FMA** |
| **Appendix number** | **Enclosed** | **Not enclosed** | **Not applicable** |
| **Section** | **Point** | **Letter** |
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| **Annex 2 FMA Guidelines** | | | **Brief description of enclosure** | | **Enclosure** | | | | **Remarks** | **Field reserved for the FMA** |
| **Appendix number** | **Enclosed** | **Not enclosed** | **Not applicable** |
| **Section** | **Point** | **Letter** |
| 6 | 1 | a | Information on the persons that will effectively direct the business of the target undertaking | |  |  |  |  |  |  |
|  | | | |
| b |  |  |  |  |  |  |
|  | | | |
| c | Information on the persons that will effectively direct the business of the target undertaking | |  |  |  |  |  |  |
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| d |  |  |  |  |  |  |
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| e  1–3 |  |  |  |  |  |  |
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| 7 |  | a | Information relating to the proposed acquisition | |  |  |  |  |  |  |
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| c  1–4 |  |  |  |  |  |  |
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| 8 | 1 |  | Information on the new proposed group structure and its impact on supervision | |  |  |  |  |  |  |
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| 2 |  |  |  |  |  |  |  |
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|  | | | | | | | | | | |
| **Annex 3 FMA Guidelines** | | | **Brief description of enclosure** | | **Enclosure** | | | | **Remarks** | **Field reserved for the FMA** |
| **Appendix number** | **Enclosed** | **Not enclosed** | **Not applicable** |
| **Section** | **Point** | **Letter** |
| 9 | 1 |  | Information relating to the financing of the proposed acquisition | |  |  |  |  |  |  |
|  | | | |
| 2 | a |  |  |  |  |  |  |
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| b |  |  |  |  |  |  |
|  | | | |
| c | Information relating to the financing of the proposed acquisition | |  |  |  |  |  |  |
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| e |  |  |  |  |  |  |
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| 10 |  | a | Additional information requirements where the proposed acquisition would result in a qualifying holding of | > 20% |  |  |  |  |  |  |
|  | | | |
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|  | | | |
| c |  |  |  |  |  |  |  |
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| 11 | 1–2 |  | 20% - 50% |  |  |  |  |  |  |
|  | | | |
| 12 | 1–4 |  | < 50%, or where the target undertaking becomes a subsidiary of proposed acquirer |  |  |  |  |  |  |
|  | | | |

**Please note:**

If it is not possible to provide a declaration for one of the named points, a written justification must be submitted to the FMA.

If an involved qualified natural person or legal entity has already been checked by the FMA, any changes that have occurred since the last check must also be documented, with the provision of express confirmation that there are no further changes in addition to the stated changes. The completeness and accuracy of these details must be confirmed at the same time. In individual cases, the FMA will request the updating of documents that are already available.

By providing their signature, the undersigned confirm that the details provided in the checklist, including the enclosures and other information, are complete and accurate.

**Data protection**

The FMA processes personal data exclusively in accordance with the general data processing principles of  the General Data Protection Regulation (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) as well as in line with the Liechtenstein data protection law.

Information regarding the processing of personal data, as well as details about the processing purpose, the data controller and the rights of data subjects can be found in the FMA Privacy Policy: [Data protection](https://www.fma-li.li/en/fma/data-protection)

……………………………., …… …… ………….. ………………………………………………………….

(Place, date) (Name in block capitals and signature of first authorised representative)

………………………………………………………….

(Name in block capitals and signature of second authorised representative)

1. In addition to the address, please also provide, if known, the contact person and his or her contact details (telephone number, e-mail address). [↑](#footnote-ref-1)
2. [↑](#footnote-ref-2)
3. Proposed direct share of the preceding company from the chain of ownership in the target entity named here (no attributable holdings). [↑](#footnote-ref-3)
4. \* The evidence must be provided using the fit and proper form, provided this is stipulated there. In this case, the consecutive enclosure number is to be deviated from, with this being noted in the enclosures column and reference being made to the enclosures of the fit and proper form. [↑](#footnote-ref-4)