Owner control

**Notification form for legal persons**

The Financial Supervisory Authority (FIN-FSA) shall be notified of the acquisition of a holding of at least 10%, 20%, 30% or 50%, or a holding carrying entitlement to an abovementioned proportion of voting rights, in a credit institution, investment firm, management company, securities depository, special depositary, insurance company, holding company of a financial and insurance conglomerate and an alternative investment fund manager. A notification must also be made if the amount of shares held falls below any of the disclosure thresholds above. The same notification obligation also applies to situations where a supervised entity referred to above becomes a subsidiary due to a change of ownership.

The information to be notified is governed by Government Decree 208/2014 (as amended by Decree 256/2019). Section 3, section 4, subsections 2 and 3, and section 5 of said Decree do not apply to the notification of a disposal of holdings. References to regulation in the form refer to the abovementioned Decree.

A legal person acquiring or disposing of holdings (hereinafter the obliged party) must report the following information[[1]](#footnote-1). **Every section of the form must be completed.**

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| 1 Name of the legal person (obliged party) (GD 208/2014, section 2(2)(1))     Appendices: excerpt from the Trade Register, articles or association or bylaws. |
| **2 Business (GD 208/2014, section 2(2)(2))**Specific description of the business pursued by the obliged party. If the obliged party is a foundation or an association, the purpose of the association or foundation.       |
| **3 The obliged party’s senior management (GD 208/2014, section 2(2)(3) and (4)**The name, personal identity code, place of birth and place of residence of the obliged party’s managing director and his/her deputy, members of the obliged party’s board of directors and their deputies and other members of the obliged party’s senior management (for example management team, heads of significant business areas).     **Appendices:** Curricula vitae of the abovementioned persons. |
| **4 Obliged party's financial standing (GD 208/2014, section 2(2)(5))**5) Financial statements for the financial year most recently ended and any interim reports published thereafter, as well as a report on material changes in the financial standing of the obliged party taking place after the end of the financial year or reporting period.     **Appendices:** Financial statements and interim reports |
| **5 Debt restructurings and bankruptcies** *This section is not completed in the case of disposal of holdings*The obliged party shall submit information and reports on pending and terminated debt restructurings and previous bankruptcies and comparable proceedings of the obliged party’s managing director and deputy managing director, members and deputy members of the obliged party’s board of directors, and other members of the obliged party’s senior management (for example management team and heads of significant business areas). **(GD 208/2014, section 3(2)(1))**     Where an abovementioned person has refused to provide this information, this must be indicated. **(GD 208/2014, section 3(3)**     Obliged party’s pending and terminated debt restructurings and previous bankruptcies and comparable proceedings. **(GD 208/2014, section 3(2)(3))**      |
| **6 Information from the criminal record or register of fines (GD 208/2014, section 3(2)(2))***This section is not completed in the case of disposal of holdings*Any valid entries in the criminal record and register of fines[[2]](#footnote-2) on the obliged party’s managing director and deputy managing director, members and deputy members of the obliged party’s board of directors, and other members of the obliged party’s senior management (for example management team and heads of significant business areas), as well as information on any pending criminal proceedings and business prohibitions concerning these persons. Where an abovementioned person has refused to provide this information, this must be indicated. **(GD 208/2014, section 3(3))**      |
| **7 Prohibitions, restrictions or administrative sanctions concerning the obliged party’s pursuit of a business (GD 208/2014, section 3(2)(4))** *This section is not completed in the case of disposal of holdings*Any prohibitions, restrictions or administrative sanctions imposed by an authority concerning the obliged party’s business.      |
| **8 Obliged party’s significant shareholders (GD 208/2014, section 3(2)(5))** *This section is not completed in the case of disposal of holdings*Name and holdings of the total shares or participations or voting rights of each shareholder or holder of participations of the obliged party whose holdings of the shares or participations or voting rights represent at least 10% of the total shares or participations or voting rights of the obliged party or who exercises influence comparable to such holdings or voting rights over the obliged party, as well as information on shareholder or participation agreements.      |
| **9 Credit ratings (GD 208/2014, section 3(2)(6))***This section is not completed in the case of disposal of holdings*Obliged party's credit rating issued using an established and defined ranking system of rating categories.[[3]](#footnote-3)      If the obliged party belongs to a group of companies, the group’s credit rating.      |
| **10 Group companies (GD 208/2014, section 3(2)(7))***This section is not completed in the case of disposal of holdings*If the obliged party is the parent company or subsidiary of a group of companies, the name and domicile of each company in the group whose total assets account for at least 10% of the aggregate total assets of the companies belonging to the group, and the domicile and industry of such companies.     If the obliged party is a foreign credit institution, investment firm, management company, securities depository, special depositary, insurance company or alternative investment fund manager, the regulated companies subject to its consolidated supervision or group supervision and the authorities responsible for their supervision.       |
| Place and date      | Signature of the obliged party and name in block letters      |

1. The information requested below may also be submitted as attachments (in addition to the appendices separately requested in the form). In this case, the relevant section of the form must specify the name of the attachment, and where necessary, the page where the information can be found. [↑](#footnote-ref-1)
2. Excerpts from criminal records or the register of fines are not needed on persons with a Finnish personal identity code. The FIN-FSA will request this information directly from the Legal Register Centre. [↑](#footnote-ref-2)
3. EU CRA Regulation (1060/2009) [↑](#footnote-ref-3)