**Change in Control Notification (FCA registered**

**Cryptoasset firm)

(Section 178 notice)**

**Trust**

**Name of trustee, beneficiary or settlor submitting this notification** (if applicable include the FCA/PRA Firm Reference Number)

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**Target firms** (include the FCA Firm Reference Number)

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**Purpose of this form**

This form should be completed by a trustee, beneficiary or settlor of a trust that wishes to acquire control or to increase control in a firm or in a parent undertaking of the firm. As appropriate please refer to the Financial Services and Markets Act 2000 **(“FSMA”),** as modified and applied by Regulation 60B of, and Schedule 6B to, the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017.

**Important information you should read before completing this form**

The FCA processes personal data in line with the requirements of The General Data Protection Regulation (EU) 2016/679 and the Data Protection Act 2018. For further information about the way we use the personal data collected in this form, please read our privacy notices available on our website: <https://www.fca.org.uk/data-protection>

**It is important that you disclose all relevant information and that it is accurate and complete. If you do not, you may be committing a criminal offence, it may increase time taken to assess your notification and may impact on your suitability as a controller.**

References to provisions of the Financial Services and Markets Act 2000 **(“FSMA”)** are to be read as references to Part XII of FSMA as modified and applied byRegulation 60B of, and Schedule 6B to, the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017.

If you leave a question blank, do not sign the declaration or do not attach the required supporting information, the FCA will have to treat the notification as incomplete, which will result in delays. We may object to a notification if the information provided is incomplete. Please refer to section 185(3)(b) of FSMA.

The FCA will notify you as soon as possible if there is any outstanding information and we will notify you when the assessment period starts and expires. Once the assessment period has started, it can be extended by up to 20/30 working days\* if further necessary information is required. You will be notified if the expiry date changes by virtue of any interruption period.

 (\*For further information on this please refer to section 190 of FSMA.)

The assessment period, which is 60 working days (before taking into account any interruption period) to assess a case, will start once you receive an acknowledgement of receipt for the purposes of section 189 of FSMA.

**Further help**

If you need more help please:

* check the FCA website: [www.fca.org.uk](http://www.fca.org.uk)
* call the FCA Customer Contact Centre on 0300 500 0597
* email the FCA Customer Contact Centre: Firm.Queries@fca.org.uk

**Filling in the form**

**1** If you are using your computer to complete the form:

* use the TAB key to move from question to question and press SHIFT TAB to move back to the previous question
* Ensure you sign the declaration in Section 9. The FCA will accept electronic signatures. Alternatively print out the form you have completed and sign the declaration

**2** If you are filling in the form by hand:

* use black ink
* write clearly
* sign the declaration

**3** If you think a question is not relevant to you, write 'not applicable' and explain why. This may however cause a delay if further information is required.

**4** If you leave a question blank and/or do not sign the declaration, we will have to treat the application as incomplete. This will increase the time taken to assess your application.

**5** If there is not enough space on the forms, you may need to use separate sheets of paper. Clearly mark each separate sheet of paper with the relevant question number.

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|   |  Sending the notification |

 **1 Does/Do any of the target firm(s) form part of a group that is regulated by the FCA and/or the PRA?**

[ ]  No

[ ]  Yes⏵ Please state which Group including the FRN if applicable.

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By Email

 The FCA recommends that you submit your notification via email.

1. Please send your notification to the FCA at cic-notifications@fca.org.uk
2. Please note that emails containing attachments larger than 20mb will get rejected by the server. In these cases please submit your notification by post. This may be in hard copy format but must include a USB stick.
3. Accepted file types are: Microsoft Word, Microsoft Excel, Microsoft PowerPoint, Microsoft Project, PDF Adobe Acrobat files, BMP (image files created in paintbrush) TIFF files (fax), and Text files. Please note that emails with attachments that include file types that are not listed may result in your notification being acknowledged as incomplete.
4. Notifications received after 16:00 hours will be treated as being received on the following working day.
5. Unless requested, you do not need to submit the original hardcopy documentation provided in your email. However we recommend that you retain the documentation in accordance with appropriate records management policies as it may be requested later.

By Post

The FCA/ recommend that you send your notification via courier if you are submitting confidential/sensitive information.

Please send your postal notification to the FCA at:

Change in Control Team

The Financial Conduct Authority

12 Endeavour Square
London
E20 1JN

**a) Who should the FCA contact about this notification?**

|  |  |
| --- | --- |
| Title |       |
| First names |       |
| Surname |       |
| Job title |       |
| Company name |       |
| Business address |       |
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| Postcode |       |
| Phone number (including area code) |       |
| Mobile number (optional) |       |
| Fax number (including area code) |       |
| Email address |       |

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|  | Contact details |

**b) Please provide the following details for the service of any documents or notices issued under the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017**

|  |  |
| --- | --- |
| Title |       |
| First names |       |
| Surname |       |
| Job title |       |
| Email address |       |
| Company name |       |
| Address |       |
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| Postcode |       |
| What is the notice-giver’s relationship with this address |       |

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| 1 | About the notification |

 Please note that prior approval is required for proposed changes in control or increases in control. However, even if the change in control or increase in control has already taken place without prior FCA approval, the FCA must still assess the suitability of new controllers that did not have prior approval. Therefore, a controller notification form should still be completed and submitted as soon as possible to allow a retrospective assessment of the change(s).

 Has the information been provided in another controller notification form?

[ ]  No⏵Continue to Question 1.1

[ ]  Yes⏵Give details below referring to the relevant form in respect of each section and question

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 **1.1 Has the change in control already taken place?**

[ ]  No⏵Give proposed date below if known and continue to Question 1.3 (dd/mm/yyyy). Please note that the relevant assessment period will still apply and you should not acquire or increase control without prior approval.

[ ]  Yes⏵ Give date below the change in control took place (dd/mm/yyyy)

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 Regulation 60B of, and Schedule 6B to, the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 requires that a person who decides to acquire or increase control over a registered cryptoasset exchange provider or registered custodian wallet provider must first obtain the FCA’s approval. Under section 191F FSMA, it is a criminal offence to acquire or increase control without obtaining the FCA’s approval. The fact that you have not sought prior approval for the acquisition will be recorded.

 1.2 What prompted you to submit the notification at this time? Explain in detail why prior approval was not sought for the change(s).

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 1.3 Are you aware of other notifications that relate to this change in control?

(For example, another notification for a change in control)

[ ]  No

[ ]  Yes⏵Give details below

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 1.4 What were the circumstances which led to, surrounded, and followed the post-notification? In particular, which entities and individuals made the decision to acquire and were they aware of their obligations under section 178 FSMA as modified and applied by Regulation 60B of, and Schedule 6B to, the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017?

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 1.5 What steps have been taken to rectify the circumstances that caused the post-notification (including mitigation of any potential detriment resulting from the post-notification)?

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 1.6 What material changes, if any, have occurred since the post-notification?

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 1.7 Have you post-notified in previous notifications at any point within the last five calendar years?

[ ]  No⏵Continue to Question 2

[ ]  Yes⏵For each instance of a post-notification, please provide the dates on which you:

1. acquired/increased control without prior FCA approval
2. became aware of such acquisition/increase
3. the date on which the FCA was made aware of the post- notification
4. the reason for any delay(s)
5. the outcome of the FCA’s review of the post-notification

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 1.8 Are you aware of other notifications or applications to regulatory bodies outside the UK that relate to this change in control?

**[ ]**  No

[ ] [ ]  Yes⏵Give details below

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| 2 | About the target firm(s) |

 2.1 Please list name(s) of the registered cryptoasset exchange provider(s) or registered custodian wallet provider(s) undergoing the change in control (target firm(s)) and all the proposed controllers involved in this transaction.

Give the current (before the change) and proposed (after the change) percentages of control for each controller for each relevant target firm in the table below.

**Please list all persons who have control of the trust, including as applicable, trustees, beneficiaries, settlors and persons who can give instruction to trustees.**

In the column headed ‘Description of control’, please provide information on how the control is to be held (e.g. through shares including any rights attached to those shares, capital contribution, voting power, significant influence, acting in concert, direct or via a parent, etc.). Please refer to regulations 5 or 6 (as it is modified and applied by Schedule 6B) of the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 for the definition of a beneficial owner.

You should consider, in line with the above definitions, persons acting in concert and significant influence when completing the table below.

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| Target firm FCA number |  | Target firm name(s) |  | Proposed controller name(s) |  | Proposed controller FCA/PRA number/ Registered no/ Date of birth |  | Proposed controller current control % |  | Proposed control % after the change  |  | Description of how control is held (e.g. directly or via another entity; shares / voting power etc.) Where % of control via equity differs from voting power or any other rights, please provide information for all. |
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| 3 | Trust details |

 3.1 Name of trust

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 3.2 Legal status of trust

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 3.3 Law governing the trust

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 3.4 What is the purpose of the trust?

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**Please provide the relevant trust deed when submitting your notification.**

[ ]  Attached

 **3.5 Please give an overview of currently held investments under the trust.**

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 3.6 Please provide full and complete details of the source of the funds under the trustee’s control.

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The settlor

 3.7 Is the settlor an individual or a company?

[ ]  An individual⏵ Complete Question 3.7.1

[ ]  A company⏵ Complete Question 3.7.2

 3.7.1 The settlor is an individual:

Title of settlor

|  |
| --- |
|       |

Forename(s) of settlor

|  |
| --- |
|       |

Surname of settlor

|  |
| --- |
|       |

 Has the settlor ever been known by any other name?

[ ]  No

[ ]  Yes⏵ Give details below

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Title |  | Forename(s) |  | Surname |  | Date changeddd/mm/yy |
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 Date of birth of settlor

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 **Continue to Section 4**

 3.7.2 The settlor is a company:

Name of settlor company

|  |
| --- |
|       |

Please give the registration number of the settlor company. If registered outside the UK, give the equivalent reference number.

|  |
| --- |
|       |

Registered office address of the settlor company

|  |  |
| --- | --- |
| Address |       |
|  |
|  |
| County |       |
| Country |       |
| Postcode |       |

Please give details of all the settlor company’s directors, partners or, in the case of a limited liability partnership, its members. You must note all the persons who effectively run the business (even if not a director, partner or member).

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| --- | --- | --- | --- | --- |
| Full name |  | Date of birth (dd/mm/yy) |  | Position |
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Give details of all the settlor company’s controllers. You must note all the controllers, whether direct or via another entity. In the column headed ‘Description of control’, provide information on the percentage of control and how the control is held. Tick the appropriate box below.

[ ]  I have listed all controllers of the settlor company in the table below

[ ]  The settlor company has no controllers.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Full name |  | Date of birth/Registration number or equivalent(dd/mm/yy) |  | Description of control |
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Beneficiaries

 3.8 Are the trustees aware of all beneficiaries of the trust?

[ ]  Yes⏵Unless already stated, you must give details of all beneficiaries

[ ]  No⏵Detail the reasons below why (for example, if the selection of beneficiaries is at the discretion of the trustees, please describe the extent of this discretion and the class of persons from whom beneficiaries may be selected. Note: if the class represents ten of fewer known potential beneficiaries, you must still provide all these known potential beneficiaries details in Question 3.8)

 Please detail reasons why you are not aware of all beneficiaries

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 3.9 Please provide details on all beneficiaries of the trust.

If there is more than one, please use a separate sheet of paper to provide additional information.

Please indicate how many separate sheets of paper you have used

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| Number of additional sheets |       |

Title of beneficiary

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Forename(s) of beneficiary

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Surname of beneficiary

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Has the beneficiary ever been known by any other name?

[ ]  No

[ ]  Yes⏵ Give details below

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| Title |  | Forename(s) |  | Surname |  | Date changeddd/mm/yy |
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Name commonly known by

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 Date of birth

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| 4 | Trustees |

 4.1 Are you a trustee of any other trusts?

[ ]  No

[ ]  Yes⏵Give details below

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 4.2 Is the trustee a company or an individual? (if there is more than one trustee complete this section for each trustee)

[ ]  A company⏵Complete Question 4.3

[ ]  An individual⏵Complete Question 4.4

 4.3 If the trustee is a company:

Name of trustee company

|  |
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Registration number of trustee company. If registered outside the UK, give equivalent reference number

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|       |

Registered office address

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| --- | --- |
| Address |       |
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|  |
| County |       |
| Country |       |
| Postcode |       |

 Give details of all the trustee company’s directors, partners or, in the case of a limited liability partnership, its members. You must note all the persons who effectively run the business (even if not a director, partner or member).

For each director/member/partner/person that effectively runs the business, a complete curriculum vitae will need to be attached.

[ ]  Attached

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Full name |  | Date of birth (dd/mm/yy) |  | Position |
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 Give details of all the trustee company’s controllers. You must note all the controllers, whether direct or via another entity. In the column headed ‘Description of control’, provide information on the percentage of control and how the control is held. Tick the appropriate box below.

[ ]  I have listed all controllers of the trustee company in the table below

[ ]  The trustee company has no controllers as defined by the Handbook Glossary.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Full name |  | Date of birth (dd/mm/yy) / Registration number or equivalent |  | Description of control |
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 4.4 If the trustee is an individual:

A complete curriculum vitae detailing relevant education and training, previous professional experience and activities or additional functions currently performed will need to be attached for the individual trustee.

Title of trustee

|  |
| --- |
|       |

Forename(s) of trustee

|  |
| --- |
|       |

Surname of trustee

|  |
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|       |

Has the trustee ever been known by any other name?

[ ]  No

[ ]  Yes⏵Give details below

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| --- | --- | --- | --- | --- | --- | --- |
| Title |  | Forename(s) |  | Surname |  | Date changeddd/mm/yy |
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Name commonly known by

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 Date of birth

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 4.5 Do the trustees ever act on the instructions of anyone?

[ ]  No⏵They act entirely of their own accord

[ ]  Yes⏵Give details below to include who may instruct trustees and in what circumstances. If this is set out in the trust deed, please provide a copy thereof and refer below to the relevant provision/s.

|  |
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 4.6 Does the settlor(s), beneficiary(ies), or any third party, have the power to vary, revoke otherwise terminate the trust?

[ ]  No

[ ]  Yes ⏵provide details below

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| --- |
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 4.7 Are the decisions by the trustees made on a unanimous or majority basis?

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 4.8 What is each trustee’s respective share in the distribution of income? Alternatively, how are trustees remunerated for their services? If this is set out in the trust deed, please refer below to the relevant provision(s)

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 4.9 Who has the power to appoint and remove trustees?

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 4.10 Please provide the name(s) of all the person(s) authorised to sign on behalf of the trust. If you have already provided their personal information earlier in the form, you do not need to repeat the information. However, you should still list them in the table below.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Full name |  | Date of birthdd/mm/yy |  | Position |
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**Title of authorised signatory**

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**Forename(s) of authorised signatory**

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**Surname of authorised signatory**

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4.9.1 Has the authorised signatory ever been known by any other name?

[ ]  No

[ ]  Yes⏵ Give details below

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| Title |  | Forename(s) |  | Surname |  | Date changeddd/mm/yy |
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**Name commonly known by**

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**Date of birth**

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| 5 | Group information  |

**5.1 Is the controller part of a group?**

[ ]  No

[ ]  Yes⏵Give information below about the current activities of the group

|  |
| --- |
|       |

 **5.2 Is the controller or any firm in the group if the controller is part of a group, subject to regulation by another regulator?**

[ ]  No⏵Continue to Section 7

[ ]  Yes⏵Give details below (if there is more than one, please use a separate sheet of paper to provide additional information).

Please indicate how many separate sheets of paper you have used

|  |  |
| --- | --- |
| Number of additional sheets |       |

Name of firm

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Description of the business

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Country the firm is authorised in

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Regulator’s name

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Regulator’s contact details (including email address if known)

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| 6 | Fitness and propriety  |

 **6.1 You must complete and attach one of the Annexes in regards to your status as an individual or corporate entity.**

Individual trustee⏵Please complete Annex 1

Corporate or partnership controllers⏵Please complete Annex 2

[ ]  Attached

|  |  |
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| 7 | Controller structure charts  |

 **7.1 You must send the FCA control structure chart(s) that show the position of the target firm(s) undergoing the change in control and all controllers after the proposed change in control. These chart(s) should show all the entities within the structure and include:**

* all entities in the group
* parent undertakings
* any undertaking(s)/subsidiaries other than the applicant firm
* any other close links
* anyone acting in concert
* percentages of shareholdings and types of shares
* percentages of voting power
* percentages of control through right to share in capital, profits or liability for losses
* anyone with significant influence

[ ]  Attached

 **7.2 It would be helpful if you could also include a chart showing the position before the change.**

[ ]  Attached

|  |  |
| --- | --- |
| 8 | About the transaction  |

 **Has any relevant information in relation to the proposed change in control been provided in another change in control application form?**

[ ]  No⏵Continue to Question 8.1

[ ]  Yes⏵Give details below and continue to Section 9

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 **8.1 Is/are the target firm(s) aware of the proposed controller’s intent?**

[ ]  No

[ ]  Yes

 **8.2 Is the notification market sensitive?**

[ ]  No

[ ]  Yes⏵Give details below

|  |
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 **8.3 What are the reasons for the transaction?**

Please include:

* a thorough explanation on how the proposed acquisition fits into the proposed controllers’ overall strategy.
* details for the short, medium and long-term and differentiate between them.

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 **8.4 Does the proposed controller intend to make any changes to the target firm(s) regulated activities, governance, business plan or strategy as a result of the change in control?**

[ ]  No

[ ]  Yes⏵Give details below

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| --- |
|       |

 8.5 Does the proposed controller intend to restructure the legal form of the target firm(s) or their borrowings, capital structuring or financial arrangements?

[ ] [ ]  No

[ ] [ ]  Yes ⏵Give details below for each target firm detailed in Question 2.1

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| --- | --- | --- |
| Target Firm  |  | Proposed changes |
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 8.6 Please provide full details of the cost of the acquisition including the price paid and any other related costs. Provide full details of how the entire cost is to be funded, with evidence of the origin of the funds. Also note details on access to capital and financial markets if applicable.

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| Cost |  | Details of funding |
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 8.7 You must provide documentation (eg a loan agreement or bank statement) to support the information provided in Question 8.6. Please also include a copy of the Sale and Purchase Agreement (if applicable).

[ ] [ ]  Attached⏵Give details below of the supporting documents you have attached

[ ]  If you are not attaching supporting documentation you must explain why below.

|  |
| --- |
|       |

 8.8 Is there any involvement from/with other parties in the acquisition of control (e.g. contribution to financing, means of participation in financial or other current or future arrangements, etc)?

[ ] [ ]  No

[ ] [ ]  Yes⏵Give details below

|  |
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 8.9 Please provide details of any current or contemplated shareholders arrangements with other shareholders in relation to the target firm(s). (If none, state ‘none’.)

|  |
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 8.10 Please provide information on assets (if any) of the controller or target firm(s) that are to be sold in the short term (conditions of sale, price and appraisal etc.) (If none, state ‘none’.)

|  |
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8.11 Does the proposed controller have any interests that may conflict with its role as a controller of the firm(s)?

[ ] [ ]  No

[ ] [ ]  Yes ⏵Give details below including how the proposed controller intends to remove or manage them.

|  |
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| 9 | Details of proposed control |

 Has information requested below been provided in another controller notification form?

[ ]  No⏵Continue to Question 9.1

[ ]  Yes⏵Give details below and continue to Section 10

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 9.1 Will the proposed controller become a parent undertaking (or a parent of a parent) of the target firm(s)? (See section 420 of FSMA for definition of ‘parent undertaking’)

[ ] [ ]  No⏵Additional information may be requested once the information has been reviewed. Please note the assessment period for issuing a decision will not start until all the required information has been received. You will be notified as soon as possible if additional information is required and when the assessment period starts.

[ ] [ ]  Yes⏵ Please provide a business plan containing as a minimum:

* Strategic developmental plan
* Plans for how the firm intends to align and/or maintain its business operations to the standards and outcomes set by the Consumer Duty. For more information on the Consumer Duty see <https://www.fca.org.uk/firms/consumer-duty> and <https://www.fca.org.uk/publication/finalised-guidance/fg22-5.pdf>
* Due diligence report/board pack highlighting the risks identified and how you propose to mitigate them
* Forecasted financial statements for the target firm(s) (solo and consolidated if applicable) for three years
* Information about the impact of the acquisition on the target firm(s) including but not limited to its:
	1. Capital adequacy forecast,
	2. Governance (including Board membership/composition, committee structure),
	3. Integration plans including but not limited to IT, group policies, staff integration, outsourcing arrangements,
	4. Systems and Controls, and
	5. Data Security/financial crime.
* Highlight any compliance issues with the Consumer Duty and provide a breakdown of proposed remediation measures.

[ ]  [ ]  Attached

 9.2 If and after the proposed changes take place, how long do the proposed controller(s) intend to hold their control? Does the controller intend to reduce or increase the level of control in the foreseeable future?

Please provide details below.

|  |
| --- |
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 9.3 Will control be actively exercised by any of the controllers and if so, what is the rationale for this? Please explain in full below. If the proposed controller will be a passive investor only, please also explain in full below.

|  |
| --- |
|       |

 9.4 What influence do the controller(s) propose to exercise on the target firm(s)’ financial position, strategic development and allocation of resources?

|  |
| --- |
|       |

 9.5 Please describe intentions and expectations towards the target firm(s) in the medium-term, covering elements such as rationale, financial goals, synergies, reallocation of resources, integration, etc.

|  |
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| 10 | Supporting documents |

10.1 Indicate whether the required supporting documents will accompany this form. If not, you must explain why.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | **You are required to send to us the following documents** | **Relevant part of form** | **Attached** | **If not attached please explain why** |
| 10.1.1 | The Trust Deed | Question 3.1.3 | [ ] [ ]  |       |
| 10.1.2 | Curriculum vitae for each director/partner/member/person that effectively runs the business of the corporate trustee that is not currently authorised by the FCA/PRA, and for the individual trustees. | Section 4 | [ ] [ ]  |       |
| 10.1.3 |  **5.1** Control structure charts that show the position of the target firm(s) undergoing the change in control and all controllers after the proposed change in control.Control structure chart showing the target firm(s)’ controller(s) before the change.  | Section 7 | [ ] [ ] [ ]  |       |
| 10.1.4 | Documentation in support of information provided about the funding of the acquisition.* Loan agreement(s)
* Bank statement(s)
* Sales and Purchase Agreement or ‘Key Terms and Conditions’
* Other
 | Question 8.6 | [ ] [ ] [ ] [ ] [ ]  |       |
| 10.1.5 | Business plan  | Question 9.1 | [ ] [ ]  |       |
| 10.1.6 | If you have answered ‘yes’ to any of the questions about fitness and propriety, you should provide documentation to support the details given in each case. | Section 6 | [ ] [ ]  |       |

10.2 Please provide here any information relevant to this notification that we would reasonably expect you to give that you have not provided elsewhere. Provide supporting documentation and/or use additional sheets if required.

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| 11 | Declaration |

If original declaration is not sent then it must be held on site for inspection if required.

Who must sign the declaration?

|  |  |
| --- | --- |
| Type of controller | Who must sign (authorised signatory) |
| A trust | Trustee |

Authorised signatories for controller(s) (see above) and in the case of a joint notification, authorised signatories for target firm(s).

There will be a delay in processing the notification if any information is inaccurate or incomplete. Failure to notify us immediately of any significant change to the information provided may result in a serious delay in the notification process.

* I understand it is a criminal offence knowingly or recklessly to give the FCA information that is false, misleading or deceptive.
* I confirm that the information in this form and any supporting documentation is accurate and complete to the best of my knowledge and belief.
* I authorise the FCA to make such enquiries and to seek such further information as it thinks appropriate to verify the information given on this form and in any supporting documentation.
* The notice-giver(s) give their consent to receive communications from the FCA via email (including the serving of statutory-notices).

 11.1 I can confirm that I am legally authorised to sign on behalf of the controller named below

|  |  |
| --- | --- |
| Name |       |
| Signing on behalf of (controller) |       |
| Position |       |
| Signature |  |
| Date |       dd/mm/yy |

 11.2 Are the proposed controllers making this notification in conjunction with the target firm(s), e.g. is this a joint notification?

[ ]  No (the target firm should notify the FCA separately, in writing)

[ ]  Yes⏵Complete the table below

 I can confirm that I am authorised to sign on behalf of the target firm(s) named below

|  |  |
| --- | --- |
| Name |       |
| Signing on behalf of (target firm) |       |
| Position |       |
| Signature |  |
| Date |       dd/mm/yy |

|  |  |
| --- | --- |
| 12 | Annexes: Fitness and Propriety |

Annex 1 for individual trustees only

If you answer yes to any of the questions in Section 12 below, please provide full details on a separate sheet of paper (see Question 12.6 below). If you are not certain of any of the questions, you must disclose the reasons for your uncertainty in connection with the relevant question, and explain your answer, on a separate sheet of paper.

12.1 Criminal proceedings

In answering the questions in this section, you should include matters whether they occurred in the United Kingdom or overseas. Please note, the applicant is not required to disclose any convictions that are regarded as 'spent' under the Rehabilitation of Offenders Act 1974.

For the avoidance of doubt, references to the legislation above are references to the legislation as amended.

**12.1.1**

 (1) Have you ever been convicted of an offence listed in Schedule 3 of the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017, in the UK or of an equivalent offence in another country? For ease of reference the list of offences in Schedule 3 are on pages 32 and 33 of this document.

[ ]  No [ ]  Yes

 (2) Have you ever been convicted of any other criminal offence not listed in the Schedule 3 of the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017,in the UK or of an equivalent offence in another country? (You should include any conviction of an offence for which you received an absolute or conditional discharge. You should include traffic offences only if they resulted in a ban from driving or involved driving without insurance.) For ease of reference the list of offences in Schedule 3 are on pages 32 and 33 of this document.

[ ] [ ]  No [ ] [ ]  [ ] Yes

 (3) Are you presently charged with any of the offences listed in Schedule 3 of the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017? For ease of reference the list of offences in Schedule 3 are on pages 32 and 33 of this document.

[ ]  No [ ]  Yes

 (4) Have you ever received a caution in relation to any criminal offence?

[ ] [ ]  No [ ] [ ]  [ ] Yes

 (5) Are you the subject of any ongoing criminal investigation?

[ ] [ ]  No [ ] [ ]  [ ] Yes

 (6) Have you been ordered to produce documents pursuant to any ongoing criminal investigation or been the subject of a search (with or without a warrant) pursuant to any ongoing criminal investigation?

[ ] [ ]  No [ ] [ ]  [ ] Yes

 (7) Have you ever been subject to a confiscation order under the Proceeds of Crime Act 2002?

[ ] [ ]  No [ ] [ ]  [ ] Yes

(You should include all matters even where you yourself were not the subject of the investigation.)

 **12.1.2 Are you currently the subject of any proceedings relating to any criminal offence?**

[ ] [ ]  No [ ] [ ]  [ ] Yes

Please check the guidance notes for the meaning of ‘position of influence’ in the context of the questions in this part of the form.

**12.1.3 Has any firm at which you hold or have held a position of influence ever:**

 (1) been convicted of any criminal offence?

[ ]  No [ ]  Yes

 (2) been summonsed, charged with or otherwise investigated or prosecuted for any criminal offence?

[ ]  No [ ]  Yes

 (3) been the subject of any criminal proceeding which has not resulted in a conviction?

[ ]  No [ ]  Yes

 (4) been ordered to produce documents in relation to any criminal investigation or been the subject of a search (with or without a warrant) in relation to any criminal investigation?

[ ]  No [ ]  Yes

(You should include all matters arising during your association with that firm and for a period of one year after you ceased to be associated with the firm.) You should include all matters even where the charge, prosecution or investigation has not resulted in a conviction and, for Question 12.1.3(4), even where the firm itself was not the subject of the investigation.) However, in providing information about the firm in response to Question 12.1.3, you do not need to disclose details of any specific individuals at the firm who were subject to historical (as opposed to ongoing) criminal investigations, prosecutions, summons or other historical criminal proceedings.

**12.1.4 Is any firm at which you hold or have held, within the last year, a position of influence currently the subject of any criminal proceedings or the subject of a criminal investigation?**

[ ] [ ]  No [ ] [ ]  [ ]  Yes

If you have answered yes to any of the questions in Part 6.1 above, please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details including reason(s), date(s) and duration(s) as appropriate

[ ] [ ]

**12.1.5 For a beneficial owner who is not currently approved as a SMF manager** [**https://www.handbook.fca.org.uk/handbook/glossary/G3503f.html?filter-title=smf**](https://www.handbook.fca.org.uk/handbook/glossary/G3503f.html?filter-title=smf)**) by the FCA/PRA, has a criminal record check been carried out within the last 6 months?**

[ ] [ ]  No [ ] [ ]  [ ]  Yes [ ] [ ] [ ]  N/A

A basic Disclosure and Barring Service (DBS) check must be carried out. If the individual is based in Scotland, Northern Ireland or outside of the United Kingdom, they’ll need to request an equivalent criminal record check. Evidence of the check should be readily available upon request.

**Schedule 3 of the Regulations**

1. **An offence under the Perjury Act 1911(b).**
2. **An offence under section 89 of the Criminal Justice Act 1967 (false written statements tendered in evidence)(c).**
3. **An offence under section 20BB of the Taxes Management Act 1970 (falsification of documents)(d).**
4. **An offence under section 11 of the European Communities Act 1972 (EU offences)(e).**
5. **An offence under Article 10 of the Perjury (Northern Ireland) Order 1979 (false statutory declarations and other false unsworn statements)(f).**
6. **An offence under the Customs and Excise Management Act 1979(a).**
7. **An offence under the Estate Agency Act 1979, or specified for the purposes of section 3 of that Act in the Estate Agents (Specified Offences) (No 2) Order 1991(b).**
8. **An offence under any of sections 1 to 5 of the Forgery and Counterfeiting Act 1981(c) (counterfeiting offences).**
9. **An offence under section 35 of the Administration of Justice Act 1985 (penalty for pretending to be a licensed conveyancer or recognised body)(d).**
10. **An offence under section 11(1) (undischarged bankrupts) or 13 (criminal penalties) of the Company Directors Disqualification Act 1986(e).**
11. **An offence under section 1, 2, 3, 3ZA or 3A of the Computer Misuse Act 1990(f) (computer misuse offences).**
12. **An offence under section 112 (false representations or obtaining benefit) or 114 (offences relating to contributions) of the Social Security Administration Act 1992(g).**
13. **An offence under section 52 of the Criminal Justice Act 1993(h) (the offence of insider dealing).**
14. **An offence under the Value Added Tax Act 1994(i).**
15. **An offence under section 44(2) of the Criminal Law (Consolidation) (Scotland) Act 1995 (false statement and declarations)(j).**
16. **An offence under the Data Protection Act 2018 (k).**
17. **An offence under the Terrorism Act 2000(l).**
18. **An offence under paragraph 7(2) or (3) of Schedule 3 to the Anti-Terrorism, Crime and Security Act 2001(m) (offences).**
19. **An offence under the Money Laundering Regulations 2001(n), the Money Laundering Regulations 2003(o), the Money Laundering Regulations 2007(p) or under these Regulations.**
20. **An offence under section 35 of the Tax Credits Act 2002(q) (offence of fraud).**
21. **An offence under Part 7 (money laundering) or Part 8 (investigations) of, or listed in Schedule 2 (lifestyle offences: England and Wales), 4 (lifestyle offences: Scotland) or 5 (lifestyle offences: Northern Ireland) to, the Proceeds of Crime Act 2002(a).**
22. **An offence under the Commissioners for Revenue and Customs Act 2005(b).**
23. **An offence under the Terrorism Act 2006(c).**
24. **An offence under section 1, 2, 6 or 7 of the Bribery Act 2010(d) (bribery).**
25. **An offence under section 45 of the Serious Crime Act 2015(e) (offence of participating in activities of organised crime gang).**
26. **An offence under Parts 1 (general privacy protections); 2 (lawful interception of communications), 3 (authorisations for obtaining communications data), 5 (equipment interference), 6 (bulk warrants) and 7 (bulk personal dataset warrants) of the Investigatory Powers Act 2016(f).**
27. **An offence under section 45 (failure to prevent facilitation of UK tax evasion offences) or 46 (failure to prevent facilitation of foreign tax evasion offences) of the Criminal Finances Act 2017(g).**
28. **An offence of cheating the public revenue.**
29. **An offence under the law of any part of the United Kingdom consisting of being knowingly concerned in, or in taking steps with a view to, the fraudulent evasion of tax.**
30. **Any offence which has deception or dishonesty as one of its components.**
31. **The common law offences of conspiracy to defraud and perverting the course of justice.**
32. **An offence of attempting, conspiring or inciting the commission of an offence specified in this Schedule.**
33. **An offence under section 44 of the Serious Crime Act 2007 of doing an act capable of encouraging or assisting the commission of an offence specified in this Schedule.**
34. **An offence of aiding, abetting, counselling or procuring the commission of an offence specified in this Schedule.**

12.2 Civil proceedings

In answering the questions in this part you should include matters whether in the UK or overseas.

**12.2.1 Have you ever been:**

 (1) adjudged by a court civilly liable for any fraud, misfeasance, negligence, wrongful trading or other misconduct?

[ ]  No [ ]  Yes

 (2) the subject of a judgement debt or award against you?

[ ]  No [ ]  Yes

You should include all County Court Judgement(s) (CCJs) made against you, whether satisfied or not. Please include on a separate sheet of paper:

1. the sum and date of all judgement debts, awards or CCJs (whether satisfied or not)
2. the total number of all judgement debts, awards or CCJs ordered.

 (3) party to any other civil proceedings which resulted in any order against you (other than a judgement debt or award referred to in Question 12.2.1 (2))? (You should include, for example, injunctions and employment tribunal proceedings.)

[ ]  No [ ]  Yes

**12.2.2 Are you currently:**

 (1) party to any civil proceedings?

[ ]  No [ ]  Yes

 (2) aware of anybody’s intention to begin civil proceedings against you? (You should include any ongoing disputes whether or not such dispute is likely to result in any order against you.)

[ ]  No [ ]  Yes

 **12.2.3 Has any firm at which you hold or have held a position of influence ever been:**

 (1) adjudged by a court civilly liable for any fraud, misfeasance, wrongful trading or other misconduct?

[ ]  No [ ]  Yes

 (2) the subject of a judgement debt or award against the firm? (You should include all CCJs) made against the firm, whether satisfied or not.)

[ ]  No [ ]  Yes

 (3) party to any other civil proceedings which resulted in an order against the firm other than in relation to matters mentioned at 12.2.3(2) above?

[ ]  No [ ]  Yes

(You should include all matters arising during your association with that firm and for a period of one year after you ceased to be associated with the firm.)

**12.2.4 Is any firm at which you hold or have held, within the last year, a position of influence currently:**

 (1) a party to civil proceedings?

[ ]  No [ ]  Yes

 (2) aware of anyone’s intention to begin civil proceedings against them?

[ ]  No [ ]  Yes

**12.2.5 Have you ever (tick all that apply):**

 (1) filed for your own bankruptcy or had a bankruptcy petition served on you?

[ ]  No [ ]  Yes

 (2) been adjudged bankrupt?

[ ]  No [ ]  Yes

 (3) been the subject of a bankruptcy restrictions order (including an interim bankruptcy restrictions order) or offered a bankruptcy restrictions undertaking?

[ ]  No [ ]  Yes

 (4) made any arrangements with your creditors for example a deed of arrangement or an individual voluntary arrangement (or in Scotland a trust deed)?

[ ]  No [ ]  Yes

 (5) had assets sequestrated?

[ ]  No [ ]  Yes

 (6) been involved in any proceedings relating to the above matters even if such proceedings did not result in the making of any kind of order against you or result in any kind of agreement with you?

[ ]  No [ ]  Yes

**12.2.6 Are you currently involved in any proceedings in relation to any of the matters set out in Questions 12.2.5(1) – (6) above (you should include where you are in the process of entering into any kind of agreement in favour of your creditors)?**

[ ]  No [ ]  Yes

Please specify on a separate sheet of paper whether any bankruptcy orders made have been discharged.

 **12.2.7 Do you have any outstanding financial obligations connected with regulated activities (including any activities regulated by the FCA/ or any other regulatory body), which you have carried on in the past?**

[ ]  No [ ]  Yes

**12.2.8 Has any firm at which you hold or have held a position of influence at any time during and within one year of your association with the firm ever:**

 (1) been put into liquidation?

[ ]  No [ ]  Yes

 (2) been wound up (whether compulsorily or voluntarily)?

[ ]  No [ ]  Yes

 (3) ceased trading?

[ ]  No [ ]  Yes

 (4) had a receiver or administrator appointed?

[ ]  No [ ]  Yes

 (5) entered into any voluntary arrangement with its creditors?

[ ]  No [ ]  Yes

If you have answered yes to any of the questions in Part 12.2 above please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details.

[ ]

12.3 Business and employment matters

In answering the questions in this part you should include matters whether in the UK or overseas.

 **12.3.1 Have you ever been:**

1. **dismissed,**
2. **asked to resign or agreed to resign, or**
3. **suspended**

**from any profession, vocation, office, employment, position of trust, fiduciary appointment or similar whether or not remunerated?**

[ ]  No [ ]  Yes

**12.3.2 Have you ever been:**

 (1) disqualified from acting as a director under the Directors Disqualification Act 1986?

[ ]  No [ ]  Yes

 (2) the subject of any proceedings of a disciplinary nature (whether or not the proceedings resulted in any finding against you)?

[ ]  No [ ]  Yes

 (3) the subject of any investigation which has led or might lead to disciplinary proceedings?

[ ]  No [ ]  Yes

 (4) notified of any potential proceedings of a disciplinary nature against you?

[ ]  No [ ]  Yes

 (5) the subject of any allegations of malpractice or misconduct in connection with any business activities?

[ ]  No [ ]  Yes

**12.3.3 Have you previously held a position of ownership or control in another business subject to money laundering regulations?**

[ ]  No [ ]  Yes

If you have answered yes to any of the questions in Part 6.3 above please give full details on a separate sheet of paper. This at a minimum should include the reason(s), date(s) and duration. Tick this box to confirm that you have provided full details.

[ ]

12.4 Regulatory matters

All references to authorisation include any authorisation, licence, registration, approval, notification, membership or relevant permission required to carry on any activity. To avoid doubt, the definition of ‘regulatory body’, includes HM Revenue and Customs for these purposes.

In answering the questions in this part you should include matters whether in the UK or overseas.

**12.4.1 In relation to activities regulated by the FCA/ or any other regulatory body have you ever:**

 (1) been refused, had revoked, restricted or terminated, any authorisation granted or required by any regulatory body?

[ ]  No [ ]  Yes

 (2) been criticised, censured, disciplined, suspended, expelled, fined, or been the subject of any other disciplinary or intervention action by any regulatory body?

[ ]  No [ ]  Yes

 (3) received a warning (whether public or private) that such disciplinary or intervention action may be taken against you?

[ ]  No [ ]  Yes

 (4) been the subject of an investigation by any regulatory body whether or not such investigation resulted in a finding against you?

[ ]  No [ ]  Yes

 (5) resigned or ceased to act whilst under investigation by any such body or been required to resign or cease acting by any regulatory body?

[ ]  No [ ]  Yes

 (6) decided, not to proceed with an application for authorisation to any regulatory body?

[ ]  No [ ]  Yes

 (7) provided payment services or distributed or redeemed e-money on behalf of a regulated firm under any contractual agreement where that agreement was terminated by the regulated firm?

[ ]  No [ ]  Yes

**12.4.2 Has any firm at which you hold or have held a position of influence at any time during and within one year of your association with the firm ever:**

 (1) been refused, had revoked, restricted or terminated, any authorisation granted or required by any regulatory body?

[ ]  No [ ]  Yes

 (2) been criticised, censured, disciplined, suspended, expelled, fined, or been the subject of any other disciplinary or intervention action by any regulatory body?

[ ]  No [ ]  Yes

 (3) received a warning (whether public or private) that such disciplinary or intervention action may be taken against the firm?

[ ]  No [ ]  Yes

 (4) been the subject of an investigation by any regulatory body whether or not such investigation resulted in a finding against the firm?

[ ]  No [ ]  Yes

 (5) been required or requested to produce documents or any other information to any regulatory body in connection with such an investigation (whether against the firm or otherwise)?

[ ]  No [ ]  Yes

 (6) ceased operating whilst under investigation by any such body or been required to cease operating by any regulatory body?

[ ]  No [ ]  Yes

 (7) decided, after making an application for any authorisation granted or required by any regulatory body, not to proceed with it?

[ ]  No [ ]  Yes

 (8) provided payment services or distributed or redeemed e-money on behalf of a regulated firm or itself under any contractual agreement where that agreement was terminated by the regulated firm?

[ ]  No [ ]  Yes

**12.4.3 In relation to activities regulated by the FCA/ or any other regulatory body, have you ever:**

 (1) been found to have carried on activities for which authorisation by the FCA/ or any other regulatory body is required without the requisite authorisation?

[ ]  No [ ]  Yes

 (2) been investigated for the possible carrying on of activities requiring authorisation by the FCA/ or any other regulatory body without the requisite authorisation, whether or not such investigation resulted in a finding against you?

[ ]  No [ ]  Yes

 (3) been found to have performed a controlled function (or an equivalent function requiring approval by the FCA/ or any other regulatory body) without the requisite approval?

[ ]  No [ ]  Yes

 (4) been investigated for the possible performance of a controlled function (or an equivalent function requiring approval by the FCA/ or any other regulatory body) without the requisite approval, whether or not such investigation resulted in a finding against you?

[ ]  No [ ]  Yes

(5) been the subject of a disqualification direction under section 59 of the Financial Services Act 1986 or a prohibition order under section 56 FSMA, or received a warning notice proposing that such a direction or order be made, or received a Private Warning?

[ ]  No [ ]  Yes

**12.4.4 Has any firm at which you hold or have held a position of influence at any time during and within one year of your association with the firm ever:**

(1) been found to have carried on activities for which authorisation or registration by the FCA/ or any other regulatory body is required without the requisite authorisation?

[ ]  No [ ]  Yes

(2) been investigated for the possible carrying on of activities requiring authorisation or registration by the FCA/ or any other regulatory body without the requisite authorisation whether or not such investigation resulted in a finding against the firm?

[ ]  No [ ]  Yes

(3) been found to have performed a controlled function (or an equivalent function requiring approval by the FCA/ or any other regulatory body) without the requisite approval?

[ ]  No [ ]  Yes

(4) been investigated for the possible performance of a controlled function (or an equivalent function requiring approval by the FCA/ or any other regulatory body) without the requisite approval, whether or not such investigation resulted in a finding against the firm?

[ ]  No [ ]  Yes

(5) been found to have failed to comply with an obligation under the Electronic Money Regulations 2011 or Payment Services Regulations 2017 to notify the FCA/ of the identity of a person acting in a position of influence over its electronic money or payment services business?

[ ]  No [ ]  Yes

If you have answered yes to any of the questions in Part 12.4 above, please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details.

[ ]

12.5 Other matters

**12.5.1 Are you aware of any business interests, employment obligations, or any other circumstances that may cause a conflict of interest in respect of your control of the firm?**

[ ]  No [ ]  Yes

**12.5.2 Are you aware of any other information relevant to this notification that we would reasonably expect you to give?**

[ ]  No [ ]  Yes

If you have answered ‘yes’ to any of the questions in Part 12.5 above, please give full details on a separate sheet of paper. This at a minimum should include the reason(s), date(s) and duration. Tick this box to confirm that you have provided full details.

[ ]

 **12.6. If you have answered ‘yes’ to any of the questions in Section 6, please give clear details below and/or on a separate sheet of paper.**

You must include:

* the question number the information relates to
* the date of any events
* any amounts involved
* the outcome
* relevant circumstances and explanations
* copies of supporting documents

|  |
| --- |
|       |

Please indicate how many separate sheets of paper you have used.

|  |  |
| --- | --- |
| Number of additional sheets |       |

Annex 2 For Corporate Trustees only:

 The questions that follow relate to information on:

* the corporate controller
* any company under its control or in its group
* any person with a position of influence over, or who effectively runs the business of, the corporate controller
* any other firm at which such a person, the corporate controller or any company under its control or in its group, holds or has ever held a position of influence (regarding matters arising during their association with the firm and up to one year after that association ceased)

**In this section, all of the above will be referred to together as ‘the controller and/or related persons / firms’.**

13.1 Criminal proceedings

In answering the questions in this section, you should include matters whether they occurred in the United Kingdom or overseas. Please note, the applicant is not required to disclose any convictions that are regarded as 'spent' under the Rehabilitation of Offenders Act 1974.

For the avoidance of doubt, references to the legislation above are references to the legislation as amended.

13.1.1 Has the controller ever:

1) been convicted of a criminal offence listed in Schedule 3 of The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 in the UK or of an equivalent offence in another country? For ease of reference the list of offences in Schedule 3 are on pages 44 and 45 of this document.

[ ]  No [ ]  Yes

(2) been convicted of any criminal offence not listed in Schedule 3 of The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 in the UK or of an equivalent offence in another country? (Include any conviction of an offence for which an absolute or conditional discharge was received. You should include traffic offences only if they resulted in a ban from driving or involved driving without insurance.) For ease of reference the list of offences in Schedule 3 are on pages 44 and 45 of this document.

[ ]  No [ ]  Yes

(3) received a caution in relation to any criminal offence?

[ ]  No [ ]  Yes

(4) been arrested, summonsed or charged with any criminal offence, been otherwise prosecuted for any criminal offence or been the subject of any criminal proceeding or criminal investigation?

[ ]  No [ ]  Yes

(5) been ordered to produce documents related to any criminal investigation or been the subject of a search (with or without a warrant) related to any criminal investigation?

[ ]  No [ ]  Yes

Include all matters even where the arrest, charge, prosecution or investigation did not result in a conviction and, in respect of 13.1.1(5) even where the controller and/or related persons / firms themselves were not the subject of the investigation. However, in providing information in response to 13.1.1 you do not need to disclose details of any specific individuals who were subject to historical (as opposed to ongoing) criminal investigations, prosecutions, summons or other historical criminal proceedings.

**13.1.2**

(1) Has any officer or manager of the controller ever been convicted of a criminal offence listed in Schedule 3 of The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 in the UK or of an equivalent offence in another country? For ease of reference the list of offences in Schedule 3 are on pages 44 and 45 of this document.

[ ]  No [ ]  Yes

(2) Has any officer or manager of the controller ever been convicted of any criminal offence not listed in Schedule 3 of The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 in the UK or of an equivalent offence in another country? (Include any conviction of an offence for which an absolute or conditional discharge was received. You should include traffic offences only if they resulted in a ban from driving or involved driving without insurance.) For ease of reference the list of offences in Schedule 3 are on pages 44 and 45 of this document.

[ ]  No [ ]  Yes

3) Is any officer or manager of the controller presently charged with any offence listed in in Schedule 3 of The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 in the UK or of an equivalent offence in another country? For ease of reference the list of offences in Schedule 3 are on pages 44 and 45 of this document.

[ ]  No [ ]  Yes

(4) Has any officer or manager of the controller ever received a caution in relation to any criminal offence?

[ ]  No [ ]  Yes

(5) Is any officer or manager of the controller the subject of any ongoing criminal proceedings or criminal investigation?

[ ]  No [ ]  Yes

(6) Has any officer or manager of the controller been ordered to produce documents related to any ongoing criminal investigation or been the subject of a search (with or without a warrant) related to any ongoing criminal investigation?

[ ]  No [ ]  Yes

Include all matters even where the controller and/or related persons / firms themselves were not the subject of the investigation.

**13.1.3 Is the controller currently the subject of any criminal proceedings or criminal investigations?**

[ ]  No [ ]  Yes

**13.1.4 Is any officer or manager of the controller currently the subject of any criminal proceedings or criminal investigations?**

[ ]  No [ ]  Yes

**13.1.5 Is/Has the controller, or any officer or manager of the controller, been subject to a confiscation order under the Proceeds of Crime Act 2002?**

[ ]  No [ ]  Yes

If you have answered ‘yes’ to Questions 13.1.1 to 13.1.3 above, please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details including reason(s), date(s) and duration(s) as appropriate.
[ ]

 Schedule 3 of the Regulations

1. **An offence under the Perjury Act 1911(b).**
2. **An offence under section 89 of the Criminal Justice Act 1967 (false written statements tendered in evidence)(c).**
3. **An offence under section 20BB of the Taxes Management Act 1970 (falsification of documents)(d).**
4. **An offence under section 11 of the European Communities Act 1972 (EU offences)(e).**
5. **An offence under Article 10 of the Perjury (Northern Ireland) Order 1979 (false statutory declarations and other false unsworn statements)(f).**
6. **An offence under the Customs and Excise Management Act 1979(a).**
7. **An offence under the Estate Agency Act 1979, or specified for the purposes of section 3 of that Act in the Estate Agents (Specified Offences) (No 2) Order 1991(b).**
8. **An offence under any of sections 1 to 5 of the Forgery and Counterfeiting Act 1981(c) (counterfeiting offences).**
9. **An offence under section 35 of the Administration of Justice Act 1985 (penalty for pretending to be a licensed conveyancer or recognised body)(d).**
10. **An offence under section 11(1) (undischarged bankrupts) or 13 (criminal penalties) of the Company Directors Disqualification Act 1986(e).**
11. **An offence under section 1, 2, 3, 3ZA or 3A of the Computer Misuse Act 1990(f) (computer misuse offences).**
12. **An offence under section 112 (false representations or obtaining benefit) or 114 (offences relating to contributions) of the Social Security Administration Act 1992(g).**
13. **An offence under section 52 of the Criminal Justice Act 1993(h) (the offence of insider dealing).**
14. **An offence under the Value Added Tax Act 1994(i).**
15. **An offence under section 44(2) of the Criminal Law (Consolidation) (Scotland) Act 1995 (false statement and declarations)(j).**
16. **An offence under the Data Protection Act 2018 (k).**
17. **An offence under the Terrorism Act 2000(l).**
18. **An offence under paragraph 7(2) or (3) of Schedule 3 to the Anti-Terrorism, Crime and Security Act 2001(m) (offences).**
19. **An offence under the Money Laundering Regulations 2001(n), the Money Laundering Regulations 2003(o), the Money Laundering Regulations 2007(p) or under these Regulations.**
20. **An offence under section 35 of the Tax Credits Act 2002(q) (offence of fraud).**
21. **An offence under Part 7 (money laundering) or Part 8 (investigations) of, or listed in Schedule 2 (lifestyle offences: England and Wales), 4 (lifestyle offences: Scotland) or 5 (lifestyle offences: Northern Ireland) to, the Proceeds of Crime Act 2002(a).**
22. **An offence under the Commissioners for Revenue and Customs Act 2005(b).**
23. **An offence under the Terrorism Act 2006(c).**
24. **An offence under section 1, 2, 6 or 7 of the Bribery Act 2010(d) (bribery).**
25. **An offence under section 45 of the Serious Crime Act 2015(e) (offence of participating in activities of organised crime gang).**
26. **An offence under Parts 1 (general privacy protections); 2 (lawful interception of communications), 3 (authorisations for obtaining communications data), 5 (equipment interference), 6 (bulk warrants) and 7 (bulk personal dataset warrants) of the Investigatory Powers Act 2016(f).**
27. **An offence under section 45 (failure to prevent facilitation of UK tax evasion offences) or 46 (failure to prevent facilitation of foreign tax evasion offences) of the Criminal Finances Act 2017(g).**
28. **An offence of cheating the public revenue.**
29. **An offence under the law of any part of the United Kingdom consisting of being knowingly concerned in, or in taking steps with a view to, the fraudulent evasion of tax.**
30. **Any offence which has deception or dishonesty as one of its components.**
31. **The common law offences of conspiracy to defraud and perverting the course of justice.**
32. **An offence of attempting, conspiring or inciting the commission of an offence specified in this Schedule.**
33. **An offence under section 44 of the Serious Crime Act 2007 of doing an act capable of encouraging or assisting the commission of an offence specified in this Schedule.**
34. **An offence of aiding, abetting, counselling or procuring the commission of an offence specified in this Schedule.**

13.2 Civil proceedings

In answering the questions in this part you should include matters whether in the UK or overseas.

 13.2.1 Has the controller, or any officer or manager of the controller, ever been:

(1) adjudged by a court civilly liable for any fraud, misfeasance, negligence, wrongful trading or other misconduct?

[ ]  No [ ]  Yes

(2) the subject of a judgement debt or award against them?

[ ]  No [ ]  Yes

Include all County Court Judgement(s) (CCJs) made against the controller and/or related firms / persons, whether satisfied or not. Please include on a separate sheet of paper:

1. the sum and date of all judgement debts, awards or CCJs (whether satisfied or not)
2. the total number of all judgement debts, awards or CCJs ordered

(3) party to any other civil proceedings that resulted in any order against the controller and/or related persons / firms (other than a judgement debt or award referred to in Question 13.2.1(2))? (You should include, for example, injunctions and employment tribunal proceedings.)

[ ]  No [ ]  Yes

13.2.2 Is the controller, or any officer or manager of the controller, currently:

(1) a party to any civil proceedings?

[ ]  No [ ]  Yes

(2) aware of anybody’s intention to begin civil proceedings against them? (You should include any ongoing disputes whether or not such dispute is likely to result in any order against the controller and/or related persons / firms or the order of a judgement debt.)

[ ]  No [ ]  Yes

 13.2.3 Has the controller, or any officer or manager of the controller, ever:

(1) filed for their own bankruptcy or had a bankruptcy petition served on them?

[ ]  No [ ]  Yes

(2) been adjudged bankrupt?

[ ]  No [ ]  Yes

(3) been the subject of a bankruptcy restrictions order (including an interim bankruptcy restrictions order) or offered a bankruptcy restrictions undertaking?

[ ]  No [ ]  Yes

(4) made any arrangements with their creditors, for example a deed of arrangement or an individual voluntary arrangement (or in Scotland a trust deed)?

[ ]  No [ ]  Yes

(5) had assets sequestrated?

[ ]  No [ ]  Yes

(6) been involved in any proceedings relating to the above matters even if such proceedings did not result in the making of any kind of order against the person or result in any kind of agreement with the person?

[ ]  No [ ]  Yes

 13.2.4 Is the controller, or any officer or manager of the controller, currently involved in any proceedings in relation to any of the matters set out in Questions 13.2.3 (1)-(6) above (include where they are in the process of entering into any kind of agreement in favour of their creditors)?

[ ]  No [ ]  Yes

Please specify on a separate sheet of paper whether any bankruptcy orders made have been discharged.

 13.2.5 Does the controller, or any officer or manager of the controller, have any outstanding financial obligations connected with regulated activities (including any activities regulated by the FCA/PRA or any other regulatory body), which they have carried on in the past?

[ ]  No [ ]  Yes

13.2.6 Has the controller, or any officer or manager of the controller, ever:

(1) been put into liquidation?

[ ]  No [ ]  Yes

(2) been wound up (whether compulsorily or voluntarily)?

[ ]  No [ ]  Yes

(3) ceased trading?

[ ]  No [ ]  Yes

(4) had a receiver or administrator appointed?

[ ]  No [ ]  Yes

(5) entered into any voluntary arrangement with its creditors?

[ ]  No [ ]  Yes

If you have answered ‘yes’ to any of the Questions in 13.2.1 to 13.2.6 above, please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details.
[ ]

13.3 Business and employment matters

In answering the questions in this part you should include matters whether in the UK or overseas.

13.3.1 Has the controller, or any officer or manager of the controller, ever been:

1. dismissed;
2. asked to resign or agreed to resign; or
3. suspended

 from any profession, vocation, office, employment, position of trust, fiduciary appointment or similar whether or not remunerated?

[ ]  No [ ]  Yes

 13.3.2 Has the controller, or any officer or manager of the controller, ever been:

(1) disqualified from acting as a director or similar position?

[ ]  No [ ]  Yes

(2) the subject of any proceedings of a disciplinary nature (whether or not the proceedings resulted in any finding against them)?

[ ]  No [ ]  Yes

(3) the subject of any investigation which might have led to disciplinary proceedings?

[ ]  No [ ]  Yes

(4) notified of any potential proceedings of a disciplinary nature against them?

[ ]  No [ ]  Yes

(5) the subject of any allegations of malpractice or misconduct in connection with any business activities?

[ ]  No [ ]  Yes

If you have answered ‘yes’ to Questions 13.3.1 or 13.3.2 above, please give full details on a separate sheet of paper. This at a minimum should include the reason(s), date(s) and duration. Tick this box to confirm that you have provided full details:
[ ]

13.4 Regulatory matters

All references to authorisation include any authorisation, licence, registration, approval, notification, membership or relevant permission required to carry on any activity. To avoid doubt, the definition of ‘regulatory body’, includes HM Revenue and Customs for these purposes.

In answering the questions in this part you should include matters whether in the UK or overseas.

13.4.1 In relation to activities regulated by the FCA/PRA or any other regulatory body, has the controller, or any officer or manager of the controller, ever:

(1) been refused, had revoked, restricted or terminated, any authorisation granted or required by any regulatory body?

[ ]  No [ ]  Yes

(2) been criticised, censured, disciplined, suspended, expelled, fined, or been the subject of any other disciplinary or intervention action by any regulatory body?

[ ]  No [ ]  Yes

(3) received a warning (whether public or private) that such disciplinary or intervention action may be taken against them?

[ ]  No [ ]  Yes

(4) been the subject of an investigation by any regulatory body whether or not such investigation resulted in a finding against them?

[ ]  No [ ]  Yes

(5) been required or requested to produce documents or any other information to any regulatory body in connection with such an investigation (whether against the controller and/or related person/firm or otherwise)?

[ ]  No [ ]  Yes

(6) resigned or ceased to act or operate whilst under investigation by any such body or been required to resign or cease acting / operating by any regulatory body?

[ ]  No [ ]  Yes

(7) decided, not to proceed with an application for authorisation to any regulatory body?

[ ]  No [ ]  Yes

(8) provided payment services or distributed or redeemed e-money on behalf of a regulated firm or itself under any contractual agreement where that agreement was terminated by the regulated firm?

[ ]  No [ ]  Yes

13.4.2 In relation to activities regulated by the FCA/PRA or any other regulatory body, has the controller and/or any persons with a position of influence over, or who effectively runs the business of the controller, ever:

(1) been found to have carried on activities for which authorisation or registration by the FCA/PRA or any other regulatory body is required without the requisite authorisation?

[ ]  No [ ]  Yes

(2) been investigated for the possible carrying on of activities requiring authorisation or registration by the FCA/PRA or any other regulatory body without the requisite authorisation whether or not such investigation resulted in a finding against them?

[ ]  No [ ]  Yes

(3) been found to have performed a controlled function (or an equivalent function requiring approval by the FCA/PRA or any other regulatory body) without the requisite approval?

[ ]  No [ ]  Yes

(4) been investigated for the possible performance of a controlled function (or an equivalent function requiring approval by the FCA/PRA or any other regulatory body) without the requisite approval, whether or not such investigation resulted in a finding against them?

[ ]  No [ ]  Yes

(5) been the subject of a disqualification direction under section 59 of the Financial Services Act 1986 or a prohibition order under section 56 FSMA, or received a warning notice proposing that such a direction or order be made, or received a Private Warning?

[ ]  No [ ]  Yes

(6) been found to have failed to comply with an obligation under the Electronic Money Regulations 2011 or Payment Services Regulations 2017 to notify the FCA/PRA of the identity of a person acting in a position of influence over its electronic money or payment services business?

[ ]  No [ ]  Yes

 If you have answered ‘yes’ to any of the Questions 13.4.1 or 13.4.2 above, please give full details on a separate sheet of paper. Tick this box to confirm that you have provided full details.

 Please indicate how many separate sheets of paper you have used

|  |  |
| --- | --- |
| Number of additional sheets |       |

 13.5. If you have answered ‘yes’ to any of the questions in Annex 2, please give clear details below and/or on a separate sheet of paper.

 You must include:

• the question number the information relates to

• the date of any events

• any amounts involved

• the outcome

• relevant circumstances and explanations

• copies of supporting documents

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 Please indicate how many separate sheets of paper you have used.

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| Number of additional sheets |       |