

EMD Individual Form - Notes

Application Form for an individual responsible for the management of an Electronic Money Institution

Notes to help complete the EMD Individual Form for an individual responsible for the management of a Small Electronic Money Institution (SEMI) or Authorised Electronic Money Institution (AEMI).

More information on the factors which the FCA takes into account when considering applications, is in the 'Assessing fitness and propriety' section, Chapter 3 (Authorisation and Registration) of the Payment Services and Electronic Money – Our Approach Document.

If you need more help after reading these notes:

- check our website
- consult the Handbook: <https://www.handbook.fca.org.uk/handbook/>
- call the Customer Contact Centre: 0300 500 0597
- email the Customer Contact Centre: Firm.Queries@fca.org.uk

These notes are to help you. They do not replace the rules and guidance in the Handbook.

Purpose of this form

The following are examples of persons required to complete and submit an EMD Individual form:

- all the members of the management board - for example, all the directors (if the applicant is a company) or the members (if the applicant is an LLP);
- all the management staff (except any who are not directly responsible for the payment services activity, for example, we would not expect a procurement manager whose responsibility is limited to sourcing and purchasing goods and services for the applicant to seek approval as a EMD Individual); and
- all other persons with responsibility for the management of the firm's payment services and/or e-money issuance.

The firm is the applicant for the purposes of the EMD Individual form. The person whom the form is about is the EMD Individual, and should be the name that is recorded on the front cover of the EMD Individual Form ('Name of individual').

Terms in these notes

These notes use the following terms:

- 'you' refers to the person(s) signing the form on behalf of the applicant firm
- 'the applicant firm' refers to the firm applying for authorisation or registration
- 'the FCA', 'we', 'us' or 'our' refers to the Financial Conduct Authority
- FSMA refers to the Financial Services and Markets Act 2000

Important information

The EMD Individual form is of the utmost importance to our assessment of the fitness and propriety of the individual.

You must send us all relevant information with the EMD Individual form. This applies even if:

- you believe the information is, or may be, already known to the FCA, as a result of it being in the public domain, or has been previously disclosed to us or to another regulatory body
- the information is considered to be immaterial

You should not assume that information is known to the FCA because it is in the public domain, or has been previously disclosed to the FCA, or to another regulatory body. The applicant cannot assume that the FCA will check its existing records in assessing the application in respect of (or for information relating to) the applicant or persons connected to it. In all circumstances, disclosures should be full, frank and unambiguous. If there is any doubt about the relevance of information, it should be included; if in doubt, disclose it. The information supplied by the individual should be verified by the firm making the application wherever possible. If the FCA's vetting checks reveal any matters that have not been disclosed, applications will be delayed and, in some cases, may be rejected.

We may require the applicant to provide further information at any time after receiving an application. If the form is not fully and correctly completed, we may need to return it for proper completion. This could significantly delay the FCA's decision.

The firm is responsible for the accuracy of the data and completion of the form.

If a firm has provided, or has information that reasonably suggests that it may have provided, the FCA with information which was or has become false, misleading, incomplete or inaccurate, in a material particular, it must notify the FCA immediately. Failure to notify the FCA may result in a delay in processing, or rejection of, the application.

Key considerations for the firm and the individual

You should be aware that since the 21 July 2011, the law has changed. By virtue of the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975 and the Rehabilitation of Offenders (Exceptions) Order (Northern Ireland) 1979 as amended, if the individual is subject to the law of England, Wales or Northern Ireland, they must disclose spent convictions and spent cautions. We have the ability to require the disclosure of any spent convictions and cautions you have for the purpose of determining whether the Applicant meets the conditions for Authorisation or Registration.

The principles for determining whether or not a conviction/caution is spent are set out in the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975 and the Rehabilitation of Offenders (Exceptions) Order (Northern Ireland) 1979 as amended.

The law relating to the rehabilitation of offenders is complex. You may wish to ask for legal help if you consider that you have a conviction or caution that does not need to be disclosed because it is spent and the law of England, Wales or Northern Ireland does not apply. If in doubt we would suggest that you disclose any convictions or cautions.

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 notice available on our website: www.fca.org.uk/privacy.

If at any time after an applicant has provided the FCA with any information and before the FCA has determined the application there is, or there is likely to be, a material change affecting any matter contained in that information or it becomes apparent to the applicant that the information is incomplete or contains material inaccuracy, the applicant must provide the FCA with details of the change, the complete information or a correction of the inaccuracy without undue delay or as soon as the applicant is aware of such change.

We rely on the information contained in the EMD Individual form in making our assessment. It is very important that the individual and the applicant firm is aware of:

1. the factors which we take into account when considering the fitness and propriety of the individual which are set out in the 'Assessing reputation – fitness and propriety' section in Chapter 3 (Authorisation and Registration) of the Approach Document
2. these guidance notes. The applicant firm and the EMD Individual should have read and understood these guidance notes before completing the EMD Individual form
3. the fact that responsibility for the accuracy and completeness of the information supplied rests with the EMD Individual and the firm. Seeking legal and/or compliance advice about how to complete the EMD Individual form will not discharge that responsibility. In particular, if advice is sought on whether a particular matter falls to be disclosed in section 5 ('Fitness and propriety'), we will expect a disclosure to be made as the requirement for advice indicates doubt on the matter. If there is doubt, disclose.

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1 Personal identification details

If the individual has more than one previous name (surname or forenames), passport number or nationality, or is known by any other names, provide details in Section 6.

1.1 FCA Individual Reference Number (IRN) (if individual is already registered with the FCA)

For individuals who have previously been approved under FSMA with the FCA (or previously the FSA), their Individual Reference Number (IRN) can be found on the Register of Individuals on the FCA website. If the individual has been approved before but does not know their IRN and it is not on the Register of Individuals, then leave this box blank. Equally, if the individual does not have an IRN because they have not been an approved person before, then leave this box blank.

1.2 Title (eg Mr, Mrs, Ms, etc)

No additional notes

1.3 Surname

No additional notes

1.4 ALL forenames

No additional notes

1.5 Name commonly known by

If the individual is commonly known by a different name other than that which appears on their passport or National Insurance card, then put this name here. This may include, for example, a shortened version of their full name or where they are known by a middle name or names given as a result of naming conventions, whether for religious or other reasons. If the individual has more than one alternative name, please give all other names known by in section 6.

1.6 Previous name

If the individual has changed their name (surname or forenames), for example due to marriage, then please put this previous name in the box. If the individual has more than one previous name, please provide details of all the previous names in section 6.

1.7 Date of name change (dd/mm/yyyy)

No additional notes

1.8 Gender

No additional notes

1.9 Date of birth (dd/mm/yyyy)

No additional notes

1.10 Place of birth

No additional notes

1.11 National Insurance number (if available)

No additional notes

1.12 Passport Number (if applicable)

A copy of passport is not required to be attached.

1.13 Nationality

If the individual has more than one nationality, please provide details in section 6 as to all nationalities held and the reasons for this.

1.14 & 1.15 Private address

A full 3-year history for all United Kingdom addresses must be given for the individual. Any gaps must be fully explained or a statement provided in either the address history or section 6 of the form. If any gaps are as a result of the individual being resident outside the UK, please state this and give details of where the individual resided during this period. It is open to the individual to provide a written statement if this is simpler, which should be attached to the EMD Individual form.

2 Firm identification details

2.1 Name of applicant firm (or individual if sole trader) making the application

No additional notes

2.2 FCA Firm Reference Number (FRN)

No additional notes

2.3 Who should the FCA contact at the applicant firm in relation to this application?

The firm must indicate a point of contact for any queries in connection with the application and must provide a telephone contact number and email address.

3

Arrangements

3.1 Details of position to be held by the EMD Individual

The firm must tick the box in 3.1 that most accurately describes the position to be held by the individual.

3.2 You must attach the following (as applicable)

In most cases we expect to receive the individual's employment contract. Where this is not available, please supply another form of confirmation of employment, such as a letter of appointment or offer for the role.

3.3 When is the individuals planned start date?

No additional notes

3.4 Does the role have an expected end date?

No additional notes

3.5 What are the individual's key duties and responsibilities?

No additional notes

4

Employment history and qualifications

4.1 Employment details

A full ten-year employment history for the individual must be provided including their current employment at the time of application, with all gaps explained. If the record of employment does not go back ten years, all periods of education and unemployment must be indicated. Full details of any periods of self-employment must be included.

Always give the address of the actual place of employment, rather than a central head office.

If there are insufficient pages to provide all of an individual's employment history, either add the information at section 6 or photocopy the relevant page and attach the additional pages.

'Regulatory body' in this context includes means the bodies listed in the notes to section 5 (overleaf).

State the position held by the individual and a brief explanation of his or her duties. If the individual's job title included the word 'director' but his or her duties did not include those associated with the title of director, this should be indicated.

The reason for leaving each employer must be given. If there were any issues arising on leaving that could affect the Fitness and Propriety of the individual, these must be fully explained in section 6. We may contact previous employers, and the omission of relevant details may result in applications being delayed and, in some cases, possibly rejected.

4.2 Qualification details

Details of the individual's qualification details must be provided. If there are insufficient pages to provide all of an individual's employment history, either add the information at section 6 or photocopy the relevant page and attach the additional pages.

4.3 An up-to-date CV should be readily available upon request.

No additional notes

4.4 Where applicable, include information on the suitability assessment carried out by the applicant. This should include details of the result of any assessment of the suitability of the individual performed by the applicant, such as relevant board minutes or suitability assessment reports or other documents.

Where the applicant firm has carried out a suitability assessment in relation to the EMD Individual, please attach this. This could comprise a formal report on the individual's suitability for the role, or may include results of discrete assessments carried out in relation to the individual, such as case studies and records of interview performance.

5 Fitness and Propriety

Answer the question by ticking the relevant 'yes' or 'no' box. If the answer to any of the questions is 'yes', give complete details in section 6 and attach relevant supporting documentation.

Terms used:

- **Criminal proceedings** – includes any proceedings from the point at which an individual or a firm is charged with a criminal offence to the point at which sentence is given.
- **Conviction** – includes any absolute or conditional discharge orders made against the person concerned.
- **Judgement debt** – a court judgment or order requiring a payment of money to be made by the EMD Individual or by a firm at which the EMD Individual previously held a position of significant influence.
- **Authorisation** – includes any authorisation, licence, registration, approval, notification, membership or relevant permission required to carry on any activity. This need not be an activity regulated by the FCA but applies to all activities requiring some kind of authorisation.
- **Position of responsibility** – includes acting as a controller, director, senior manager, managing member, designated member, partner company secretary, or otherwise performing a role of similar influence or responsibility.
- **Regulated activities** – includes not only activities regulated by the FCA under FSMA, but also the Payment Services Regulations 2017 and Electronic Money Regulations 2011. It also includes activities regulated by other regulatory bodies (see definition of regulatory body below)
- **Regulatory body** – For the purposes of this form, a regulatory body includes but is not limited to the following:
 - a self-regulatory organisation – including Investment Management Regulatory Organisation (IMRO), Securities and Futures Agency (SFA), Personal Investment Authority (PIA), Life Assurance and Unit Trust Regulatory Organisation (LAUTRO), Financial Intermediaries, Managers and Brokers Regulatory Association (FIMBRA), Association of Futures Brokers and Dealers Limited (AFBD) and The Securities Association Limited (TSA)
 - a statutory body, including the FCA, Financial Services Authority (FSA), Securities and Investments Board (SIB), the Society of Lloyd's, the Registry of Friendly Societies, the Friendly Societies Commission, the Building Societies Commission, the Bank of England, HMRC, the Treasury – Insurance Directorate (formerly the DTI) and the recognised bodies
 - the National Crime Agency or the Serious Fraud Organisation (SFO) or any police body
 - a designated professional body (a professional body designated by the Treasury under section 326 of the Financial Services and Markets Act 2000)
 - the equivalent of any of these regulatory bodies overseas.

Part A – Criminal proceedings

Questions 5.1 to 5.4 deal with any matters relating to criminal investigations (any matters up to and including arrest up to the point of charge), criminal proceedings (any matters from charge up to and including sentencing) and criminal convictions.

Where the answer to any of the questions is 'Yes', full details must be provided in section 6 and on additional sheets attached to the EMD Individual form where necessary. It is important that we have all the details relating to the particular matter in the EMD Individual form. Complete and accurate details should be provided even if the information is already known to the FCA or it is in the public domain.

5.1

- i Has the EMD Individual ever been convicted of any criminal offence? (You should include any conviction of an offence for which the EMD Individual 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)?**

This question requires disclosure of any criminal convictions; they should be disclosed, even if the conviction was overseas. As stated in the form, you should include any conviction of an offence for which the EMD Individual received an absolute or conditional discharge.

- ii Is the EMD Individual currently the subject of any pending criminal investigation?**

No additional notes

5.2

- i Is the EMD Individual currently the subject of any proceedings relating to any criminal offence?**

This question requires disclosure of any criminal investigations that are ongoing at the point at which the application form is completed. For example, this might include where the individual has been interviewed in relation to a criminal offence or where their home or office has been searched. Any such matters should be disclosed, even if the individual has not been arrested or charged and, in their own view, is unlikely to be arrested or charged.

- ii Has the EMD Individual ever been the subject of any proceedings relating to any criminal offence?**

No additional notes

- iii For an individual who is not currently approved as a SMF manager (<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 additional notes

5.3 Has any organisation entity at which the EMD Individual holds or has held a position of responsibility ever been involved as a debtor in solvency or comparable proceedings?

No additional notes

5.4 If you have answered yes to any of the questions in Part A above, please give full details in Section 6. Tick this box to confirm that you have provided full details, including reason(s), date(s) and duration as applicable, as well as any supporting documents.

No additional notes

Part B – Civil and administrative proceedings

This section relates to civil disputes and litigation, including those that have resulted in the EMD Individual (or a firm at which they held a position of significant influence) being required by the court to pay money to someone.

The FCA will conduct credit checks.

5.5 Has the EMD Individual ever been

i the subject of any civil or administrative investigations or proceedings?

No additional notes

ii subject to civil or administrative decisions that were found against them? (You should include, for example, injunctions and employment tribunal proceedings.)

No additional notes

iii the subject of any civil or administrative enforcement proceedings, sanctions or other enforcement decisions?

No additional notes

iv directly or indirectly involved in any investigation, enforcement proceedings or sanctions by a supervisory authority?

No additional notes

5.6 Where such documents can be obtained, you must attach an official certificate or equivalent document (such as evidence of third party investigations and testimonies) detailing whether or not the civil or administrative matters detailed above have occurred in respect of the EMD individual.

No additional notes

5.7 Has the EMD Individual ever (tick all that apply)

i-iii

These questions cover all circumstances in which anyone started bankruptcy proceedings (or, in Scotland, called 'sequestration' of the individual's estate) in relation to the EMD Individual. It also includes circumstances where the EMD Individual began such proceedings.

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

This requires disclosure of any voluntary agreement which the individual has already entered into with anyone to whom they owe money. This includes informal arrangements with creditors, and debt

consolidation services. This could include where alternative mortgage arrangements have been made. It could also include more formal arrangements such as an 'individual voluntary arrangement' - whether or not these arrangements were entered into after advice from a debt management adviser.

v had assets sequestered?

No additional notes

vi been involved in any proceeding relating to the above matters even if such proceedings did not result in the making of any kind of order or result in any kind of agreement?

It is irrelevant whether or not any of the matters in 5.7 i - v actually resulted in the making of an order, they must still be disclosed.

5.8 Is the EMD Individual currently involved in any proceedings in relation to any of the matters set out in 5.7(i) – (vi) above (you should include where the EMD Individual is in the process of entering into any kind of agreement in favour of the EMD Individual's creditors)?

This question requires disclosure of circumstances in which the individual has a voluntary agreement with someone about paying off a debt or is in ongoing bankruptcy proceedings. For example, this would include any ongoing discussions with the mortgage lender and any discussions with creditors about payments of debts.

5.9 Does the EMD Individual have any outstanding financial obligations connected with regulated activities (including any activities regulated by the FCA or any other regulatory body), which the EMD Individual has carried on in the past?

This requires disclosure of any other historical financial matters which might impact upon the current financial circumstances of the individual. For example, claims for clawback being made by a former employer should be disclosed here.

5.10 If you have answered yes to any of the questions in Part B above please give full details in Section 6. Tick this box to confirm that you have provided full details, including reason(s), date(s) and duration as applicable as well as supporting documents.

No additional notes

Part C – Business and employment matters

These questions relate to roles the EMD Individual has previously performed, whether that role was related to the provision of a regulated activity or not. It should also be noted that these questions are not limited to only those previous roles listed in section 4 of the EMD Individual form. They matter whenever they occurred at any time. Relevant disclosures are expected, even if the EMD Individual was not actually in receipt of a salary.

5.11 Has the EMD Individual ever been:

- i dismissed;**
- ii asked to resign; or**
- iii suspended**

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

Do not include any redundancies or temporary roles which have come to an end at the expiry of the employment contract.

5.12 Has the EMD Individual ever been:

- i disqualified from acting as a director or similar position?**

No additional notes

- ii the subject of any proceedings of a disciplinary nature (whether or not the proceedings resulted in any finding)?**

These questions include where the proceedings or internal investigations by a current or a previous employer have yet to be concluded.

- iii the subject of any investigation which might lead to or might have led to disciplinary proceedings?**

This question includes where the proceedings or internal investigations by a current or a previous employer have yet to be concluded.

- iv notified of any potential proceedings of a disciplinary nature?**

No additional notes

- v the subject of any allegations of malpractice or misconduct in connection with any business activities?**

No additional notes

5.13 If you have answered yes to any of the questions in Part C above, please give full details in Section 6. This at a minimum should include the reason(s), date(s) and duration as applicable alongside supporting documents. Tick this box confirm that you have provided full details:

No additional notes

In Section 6 of the form full details must be provided if there were any issues that could affect the fitness and propriety of the individual that arose when leaving an employer listed in Section 4.

Part D – Regulatory matters

These questions are not limited to activities regulated by the FCA and are not limited to investigations by or matters involving a regulatory or industry body.

Where there is a reference to a regulatory body in the question, this should be interpreted widely. Answers should include, for example, activities supervised by overseas financial regulators, or other types of regulators such as government or statutory bodies (UK or overseas). If in doubt as to whether something should be included in this section, the information should be disclosed.

5.14 Has the EMD Individual ever:

- i been refused, had revoked, or terminated, any authorisation, registration, membership or licence to carry out a trade, business or a profession?**

No additional notes

- ii been excluded by a competent authority or public sector entity in the financial services sector or by a professional body or association (including, for example, any disbarment, dismissal or expulsion)?**

No additional notes

5.15 Has an assessment of reputation of the EMD individual (as a person who directs the business of an institution) already been conducted by another competent authority (either within or outside of the financial section)?

No additional notes

5.16 If you have answered yes to any of the questions above, please give full details in Section 6. This at a minimum should include the reason(s), date(s) and duration as applicable. Tick this box confirm that you have provided full details with supporting documentation:

No additional notes

6 Supplementary information

6.1 If there is any other information the individual or the firm considers may be relevant to the application, it must be included here.

Please also include here any additional information indicated in previous sections of the Form.

If there is insufficient space, please continue on a separate sheet of paper and clearly identify the section and question to which the additional information relates.

This section provides space for any additional information. It should be used to disclose additional information about 'yes' answers in section 5 of the Form. It should also be used for information which is not the subject of a specific question in section 5, but is relevant to the consideration of fitness and propriety.

More information on the factors which the FCA takes into account when considering applications is in the 'Assessing fitness and propriety' section in Chapter 3 (Authorisation and Registration) of Our Approach document entitled Payment Services and Electronic Money – Our Approach. You can find this on the FCA website: www.fca.org.uk

Relevant documents must also be provided, such as evidence of the settlements of County Court Judgments.

7 Declarations and signatures

This section contains declarations which must be signed by both an appropriate individual for the firm or applicant submitting the application and the individual.

Signatures must not be dated more than 3 months prior to the date of submission of the application.

The FCA considers that an appropriate individual would either be an individual responsible for the management of a small or authorised Electronic Money Institution, or someone to whom the firm has delegated the authority to notify the FCA.

If this authority has been delegated, the firm should keep records of those individuals authorised to sign on behalf of the applicant firm.