

National specificities constituting an annex to the application form to acquire a qualifying holding (QLF Form) and the application for prior approval to acquire a qualifying holding in a credit institution

This form is an integral part of the application form to acquire a qualifying holding (QLF Form) and the application form for prior approval to acquire a qualifying holding in a credit institution.

- 1) The application to acquire a qualifying holding in a credit institution is submitted on a special form dedicated to this purpose. All the information and documentation submitted form an integral part of the application. If the application is submitted through the IT system of the European Central Bank dedicated to this purpose (IMAS portal) or electronically it must be signed by a qualified electronic signature. The forms that are integral parts of the application are published at the Croatian National Bank website.
- 2) Enclose a copy of the contract or the draft contract on the acquisition or increase of a qualifying holding in a credit institution (Article 13, item (2) of the Decision on the approval to acquire a qualifying holding in a credit institution, hereinafter referred to as 'Decision').
- 3) If the shares are acquired to increase the initial capital of a credit institution, provide evidence to support that the funds for the acquisition have been allocated to a special-purpose account with a credit institution (Article 13, item (19) under g) of the Decision.
- 4) The information referred to in Article 13, item (20) of the Decision on the acquirer's willingness to support the credit institution with additional own funds after acquisition if needed for the development of its activities or in case of financial difficulties is provided by the acquirer in the form of a statement, which is different from the statement on the assumption of obligations provided by the acquirer in the case that the acquirer assumes the obligations.
- 5) Enclose a list of natural and legal persons connected with the acquirer of a qualifying holding indicating the manner in which they are connected and a chart showing the group of persons connected with the acquirer with regard to the share in the capital and voting rights of shareholders with a significant influence over individual group members and a list of registered activities of all group members (Article 13, item (24) of the Decision).
- 6) Enclose certificates from the criminal history records and misdemeanour records or an equivalent document on judgements with final force and effect for criminal offences, certificates or similar documents or signed statements on whether any criminal offence or misdemeanour proceedings, administrative sanctions procedures, civil or administrative procedures have been initiated against the person concerned, not older than six months (Article 14, paragraph (1), item (5) and Article (15), paragraph (1), item (16) of the Decision).

7) Submit information on whether the acquirer is included in a list of unreliable debtors or in a credit register containing similar data (e.g. the General Registry System (OSR), Ministry of Finance's tax defaulter list, list of debtors kept by individual countries, credit register, etc.) (Article 14, paragraph (1), item (11) of the Decision).

8) Describe financial and non-financial interests and relationships between the acquirer-natural person and politically exposed persons (Article 14, paragraph (1), item (13) of the Decision) as well as financial and non-financial interests or relationships between the acquirer-legal person, the group of which the acquirer is a member and the members of the management board or persons who direct the operations of the acquirer-legal person and politically exposed persons (Article 15, paragraph (1), item (13) of the Decision).

9) Submit a copy of the articles or memorandum of association for the acquirer-legal person (Article 15, paragraph (1), item (3) of the Decision).

10) Where the acquirer is a legal person or trust, submit forecast balance sheets and income statements for the first three business years following the acquisition, including planning assumptions used (Article 15, paragraph (1), item (17), sub-items (a) and (b) of the Decision).

11) Submit opinions or approval of the authority competent for the supervision of banking and/or financial services provided by the acquirer or another competent authority from a Member State or a third country provided in respect of the proposed acquisition (Article 15, paragraph (1), item (21) of the Decision).

12) Where the acquirer is a legal person having its head office in a third country and subject to the assessment or issuance of approval of the authority competent for the financial sector in that country, submit information on whether this country's regulations governing the prevention of money laundering and terrorist financing are consistent with the Financial Action Task Force (FATF) Recommendations (Article 15, paragraph (2), item (3) of the Decision).

13) Where the acquirer is a legal person having its head office in a third country, submit the legal opinion of legal experts of the third country in which the acquirer has its head office regarding any legal obstacles for obtaining information from the country's supervisory authorities or from the acquirer (Article 15, paragraph (2), item (4) of the Decision).

14) Where the acquirer is a collective investment undertaking, enclose the following documents and information (Article 15, paragraph (5) of the Decision):

- the identity of holders of holdings in the undertaking controlling the collective investment undertaking or having veto powers;
- details on the investment policy and any restrictions on investment;

- names and functions of persons responsible for defining and making investment decisions and a copy of any management mandate or terms of reference of the collective body;
- detailed description of the legal framework and internal procedures for the prevention of money laundering and terrorist financing; and
- detailed description of investments in other credit institutions, insurance or re-insurance undertakings or investment firms, indicating whether such investments were approved by a competent authority and if so, the identity of the authority.

15) For ultimate shareholders of the acquirer-legal person, submit documents and information referred to in Article 15, paragraph (1), items (8), (9) and (15) of the Decision.

16) For the associates of the acquirer of a qualifying holding in a credit institution, submit a certificate from the criminal history records and misdemeanour records or an equivalent document on judgements with final force and effect for criminal offences or, where certificates from the criminal history records and misdemeanour records are unavailable, an explanation.

17) The forecast balance sheets and income statements that are part of the forecast financial statements must be submitted on the forms on which supervisory reports are submitted to the Croatian National Bank (Article 16, paragraph (5), item (1) of the Decision.