**ANNEX I**

**APPLICATION**

**FOR THE AUTHORISATION OF CREDIT SERVICING FIRMS (hereinafter referred to as “CSFs”)**

*Instructions for filling out the application form*

1. The application form must be duly filled out and signed by two duly authorised persons, with their signatures authenticated by a competent administrative authority. The required authorisation documents shall be attached to the statement provided for in Chapter 19 hereof.
2. The blank space provided under each question in the application form is NOT indicative of the size of the required answer.
3. All questions must be duly answered, otherwise the necessary explanations should be provided.
4. The supporting evidence or documents accompanying the application shall provide a cross-reference to the respective paragraph and shall be attached to the application as numbered Attachments, according to the predefined numbering . The numbering of the Attachments shall remain unaltered even if there are no documents to be submitted.
5. Where there is no competent authority to issue the required certificates, the applicant shall submit equivalent documents issued by an independent reliable source.
6. When applying and submitting the required data and information to the Bank of Greece, the applicant should avoid making references to specific sections of internal procedures or other documents, but shall extract the relevant sections, indicating the source.
7. Any false or misleading information or deliberate withholding of important information may, notwithstanding any criminal liability, lead to the immediate rejection of the application without any further assessment.
8. Submission of a hard copy of the application and the related supporting documentation should be accompanied by an electronic memory device (a CD or USB) containing all the documentation in PDF format.
9. The above shall be submitted in sealed envelope to the following address:

BANK OF GREECE

Banking Supervision Department

21 Eleftheriou Venizelou str.

102 50, Athens

Telephone numbers: +30 210 3205019

E-MAIL: [dep.bankingsupervision@bankofgreece.gr](mailto:dep.bankingsupervision@bankofgreece.gr)

WEBSITE: [www.bankofgreece.gr](http://www.bankofgreece.gr)

*The evidence and/or documentation submitted with this application are protected by the official/professional secrecy provided for in Article 54 of Law 4261/2014.*

**CONTENTS OF THE APPLICATION**

1. General information
2. Articles of association
3. Initial capital
4. Business plan
5. Corporate governance arrangements
6. Detailed report
7. Performance of the serviced portfolio
8. Complaints handling
9. Intermediation policy
10. Proof of cooperation with recognised credit bureaus
11. Anti- money laundering and terrorism financing
12. Organisational and administrative structure
13. Audited financial statements
14. Structure and financial position of the applicant’s group
15. Shareholders and qualifying holdings
16. Board of Directors, Chief Executive Officer and any Managing Director (or other executives with corresponding responsibilities), key function holders and AML/CTF officer under Article 38 of Law 4557/2018
17. Statutory declaration under para. 1 (p) of Chapter A
18. Attachments to the questionnaire
19. Statement
20. General Information

|  |  |  |  |
| --- | --- | --- | --- |
| **1.1** | **Corporate name based on the (draft) articles of association and business name** | : |  |
| **1.2** | **Trading name**  (Please attach, as Attachment 1, a certificate issued by a chamber of commerce, registry or similar agency confirming that the name used by the company is available) | : |  |
| **1.3** | **General Commercial Registry (GEMI) number and registration date**  (Please attach, as Attachment 2, evidence of GEMI registration or relevant application) | : |  |
| **1.4** | **Tax Identification Number**  (Please attach, as Attachment 3, the relevant evidence) | : |  |
| **1.5** | **Address of the company’s registered office** (Please attach, as Attachment 4, the relevant evidence) | : |  |
| **1.6** | **Head office address** (*if different from the company’s registered office address* – please attach, as Attachment 4A, the relevant evidence) | : |  |
| **1.7** | Postal address | : |  |
| **1.8** | Telephone numbers | : |  |
| **1.9** | Email address | : |  |
| **1.10** | Company website | : |  |
| **1.11** | Group website | : |  |
| **1.12** | **External statutory auditors in accordance with the provisions of Law 4449/2017** | : |  |
|  | 1.13.1 Name of the audit firm | : |  |
|  | 1.13.2 Name of the auditor in charge | : |  |
|  | 1.13.3 Postal address | : |  |
|  | 1.13.4 Email address | : |  |
|  | 1.13.5 Telephone numbers | : |  |
| **1.14** | **Legal consultants** | : |  |
|  | 1.14.1 Name of the competent legal consultant | : |  |
|  | 1.14.2 Postal address | : |  |
|  | 1.14.3 Email address | : |  |
|  | 1.14.4 Telephone numbers | : |  |
| **1.15** | **Authorised representatives of the applicant in respect to the application**  (Please attach, as Attachment 5, the relevant authorisation documents) |  |  |
|  | **1.15.1 Representative I** |  |  |
|  | 1.15.1.1 Name | : |  |
|  | 1.15.1.2 Position/relation with the applicant | : |  |
|  | 1.15.1.3 Business address | : |  |
|  | 1.15.1.4 Postal address | : |  |
|  | 1.15.1.5 Email address | : |  |
|  | 1.15.1.6 Telephone numbers | : |  |
|  | **1.15.2 Representative II** |  |  |
|  | 1.15.2.1 Name | : |  |
|  | 1.15.2.2 Position/relation with the applicant | : |  |
|  | 1.15.2.3 Business address | : |  |
|  | 1.15.2.4 Postal address | : |  |
|  | 1.15.2.5 Email address | : |  |
|  | 1.15.2.6 Telephone numbers | : |  |
| **1.16** | **Requested activity** |  |  |
| **1.16.1** | Credit servicing activities, under Article 5 (3) of Law 5072/2023 | : |  |
| **1.16.2** | Credit servicing activities, under Article 5 (4) of Law 5072/2023 | : |  |
| **1.17** | **Receiving and holding funds from borrowers**  *(If there is such intention, please attach as Attachment 6 the evidence of existence of a separate account in a credit institution)* | : |  |

1. Articles of Association
   1. Please attach, as Attachment 7, a certified copy of the act of incorporation
   2. Please attach, as Attachment 8, the articles of association including all the amendments thereto resulting from the relevant registration in the General Commercial Register (GEMI), showing that the sole purpose of the applicant’s activity is the credit servicing.
2. Initial share capital
   1. Please indicate the sum of the applicant’s total initial share capital.

……………………………………………………………………………………..

* 1. Please attach, as Attachment 9, proof of the paying-up of the initial capital in cash, as well as the necessary evidence from an independent and reliable source, in respect of every prospective shareholder to the initial capital of the applicant, whether natural or legal persons, stating the origin of funds used/to be used for paying up of each shareholding amount. It should be noted that the above evidence need not be submitted along with the application, but afterwards and in any case before the issuance of the relevant authorisation decision.
  2. Please attach, if applicable, as Attachment 10, the certificate issued by the certified auditor within the meaning of Law 4449/2017, verifying that the net worth of the legal person does not fall short of the minimum required initial capital based on an up-to-date balance sheet, in accordance with the provisions specified in para. 1(c) of Chapter A of this Act.

1. Business plan

Please attach, as Attachment 11, a document with the business plan and the objects of the applicant, including a full and detailed description of the credit servicing activities set out in Article 4 (11) of Law 5072/2023 that it intends to pursue; its strategy, available resources, action and development plan during the first three (3) years after the granting of the authorisation, with reference to the timetable set for the achievement of its objectives, information on the funding sources and a forecast of the evolution of the main balance sheet accounts, including equity, profit and loss and cash flow statements for three (3) years after the granting of the authorisation; as well as information on the structure and basis of calculation of the management fee and a forecast of the total number of its employees in accordance with the provisions of para. 1 (e) of Chapter A this Act.

1. Corporate governance arrangements
   1. Please attach, as Attachment 12, a document describing the corporate governance arrangements and the internal control mechanisms, including the risk management procedures, the accounting monitoring and control systems and the management information system (MIS), in accordance with the provisions of para. 1(f) of Chapter A of this Act.
   2. Please attach, as Attachment 13, a document with the remuneration policy, in accordance with the provisions of para. 1(r) of Chapter A of this Act.
   3. Please attach, as Attachment 14, a document describing the IT infrastructure and, as Attachment 15, a document with the Information Security Policy, in accordance with the provisions of para. 1(o) of Chapter A of this Act.
   4. Please attach, as Attachment 16, a document setting out the outsourcing policy, in accordance with the provisions of para. 1 (q) of Chapter A of this Act.
   5. Please attach, as Attachment 17, any outsourcing arrangements in accordance with the provisions of Chapter A para. 1(l) of this Act.
   6. Please attach, as Attachment 18, a document setting out the conflict of interest policy.
   7. Please attach, as Attachment 19, a document setting out the policy for the management of collaterals for the serviced receivables and the process for their re-appraisal.
2. Detailed report

Please attach, as Attachment 20, a document with a detailed report of key principles and methods to ensure successful loan restructuring through the collection and assessment of financial data, as set out para. 1(g) in Chapter A of this Act.

1. Performance of the serviced portfolio

Please attach, as Attachment 21, a document setting out the policy and internal procedures for monitoring the performance of the serviced portfolio, as set out in para. 1(h) of Chapter A of this Act.

1. Complaints handling

Please attach, as Attachment 22, a document setting out the policy and internal procedures for recording and handling of borrowers’ complaints, as set out in para. (i) of Chapter A of this Act.

1. Intermediation policy

Please attach, as Attachment 23, a document with the intermediation policy for the sale of credit receivables on the secondary market, if the applicant’s business plan provides for the undertaking of sales coordinator duties by the applicant CSF, in accordance with the provisions of para. 1 (t) of Chapter A of this Act.

1. Proof of cooperation with recognised credit bureaus

Please attach, as Attachment 24, evidence of cooperation with recognised credit bureaus regarding the financial behaviour and creditworthiness of the borrowers, as set out in para. 1 (u) of Chapter A of this Act.

1. Anti- money laundering and terrorism financing

Please attach, as Attachment 25, a document/statement of compliance with the requirements of the anti-money laundering and terrorism financing regulatory framework , and, as Attachment 26, a document with the internal control policy, procedures and mechanisms that address the above risks, as set out in para. 1(j) of Chapter A of this Act.

1. Organisational and administrative structure

Please attach, as Attachment 27, a document with the applicant's organisational structure and the relevant organisational charts, including detailed information on all issues set forth in para. 1 (m) of Chapter A of this Act.

1. Audited financial statements

13.1. Please attach, as Attachment 28, if applicable, audited financial statements of the applicant accompanied by the certificate of the statutory auditor or audit firm, as set out in Law 4449/2017, for the previous three (3) fiscal years, in accordance with para. 1 (s) of Chapter A of this Act. If such statements are not available, please attach a summary of the financial position.

13.2. Please attach, as Attachment 29, a statutory declaration of the applicant expressing their intention to comply with the obligations to prepare and publish financial statements in accordance with Law 4449/2017.

1. Structure and financial position of the group that the applicant is part of

14.1. Please state whether the applicant is or intends to be part of a group.

No

Yes ⏵If yes, please answer the following questions.

14.2. Please attach, as Attachment 30, the financial statements of the group of which the applicant is or may become part of, for the last three years, audited by a statutory auditor/audit firm.

14.3. Please attach, as Attachment 31, any report(s) prepared by external credit assessment institutions for the applicant and/or the group of which the applicant is or may become part of.

14.4. Please attach, as Attachment 32, the organizational chart of the group’s structure. The organisational chart shall include the names of all entities in the group and their respective intra - group holdings.

14.4.1. Please complete the table below, based on the organisational structure of the group.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Corporate company name | Registration No. | Home country | Competent supervisory authority | Activities |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |

14.4.2. Please indicate whether the applicant is part of a financial conglomerate.

……………………………………………………………………………………

14.4.3. Please indicate whether the applicant has close links, as defined in Article 3(1)(35) of Law 4261/2014, with persons other than those referred to under 14.4.1 above.

No

Yes ⏵ If yes, please complete the table below:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Name /  Corporate company Name | Registration No. | Home country | Competent supervisory authority | Activities | Description of close link |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

1. Shareholders and qualifying holdings

15.1. Please attach, as Attachment 33, the detailed shareholder structure of the applicant.

15.2. Please fill in the table below with the details of the persons referred to in cases (a) to (d) of paragraph 2 of Chapter A of this Act.

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Name  /Corporate Name | Shareholding percentage (%) in the applicant’s share capital | Voting rights  (%) | Number and type of shares or other holdings issued or to be issued | Nominal value of shares or other holdings | Type of holding (direct/indirect) or type of relationship resulting in control of the company (details on written or other arrangements or acting in concert etc.) | Reasons for this qualified holding |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |

15.3. Please attach, as Attachment 33A, the “Questionnaires on the assessment of proposed acquisitions of holdings by natural persons” or, as Attachment 33B, the “Questionnaires for the assessment of proposed acquisitions of holdings by legal persons” of Annex II to Executive Committee Act No. 142/11.6.2018 and, as Attachment 33C, the “Type B2 Questionnaires – Indirect holding” of Annex II to Executive Committee Act No.118/19.5.2017, for the persons referred to in para. 2(a) to (d) of Chapter A of this Act.

15.4. Please attach, as Attachment 34, an analysis as to whether the qualifying holding referred to in para. 2 (a) to (d) of Chapter A of this Act will in any way, including as a result of close links between the relevant person and the applicant, affect the applicant's ability to provide the Bank of Greece with accurate information in a timely manner.

1. Board of Directors, Chief Executive Officer and any Managing Director (or other executive officer with equivalent responsibilities), key function holders and AML/CTF officer referred to in Article 38 of Law 4557/2018

16.1. Please complete the table below with the details of the following persons:

a. Members of the Board of Directors of the applicant

|  |  |  |
| --- | --- | --- |
| Name | Country of domicile | BoD Member status (executive/non- executive/independent) |
|  |  |  |
|  |  |  |

b. The Chief Executive Officer and any Managing Director or other manager with equivalent responsibilities assigned by the Board of Directors if he/she is not a member of the Board of Directors of the applicant

|  |  |  |
| --- | --- | --- |
| Name | Country of domicile | Responsibilities |
|  |  |  |
|  |  |  |

c. Key function holders as defined in para. 1 (d) (v) of Chapter A of this Act

|  |  |  |  |
| --- | --- | --- | --- |
| Name | Country of domicile | Function | Other capacities |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

d. AML/CTF officer under Article 38 of Law 4557/2018, pursuant to the provisions of para. 1(d) (vii) of Chapter A of this Act

|  |  |  |  |
| --- | --- | --- | --- |
| Name | Country of domicile | Function | Other capacities |
|  |  |  |  |

e. Any other person identified by the applicant or the Bank of Greece, in accordance with a risk-based approach, as key function holder, in accordance with the provisions of para. 1 (d) (vii) of Chapter A of this Act

|  |  |  |  |
| --- | --- | --- | --- |
| Name | Country of domicile | Function | Other capacities |
|  |  |  |  |

16.2. Please attach, as Attachment 35, the “Questionnaire for the Fit and Proper Assessment of the members of the Board of Directors and the Key Function Holders of less significant institutions” of Annex ΙΙ of Executive Committee Act 224/1/21.12.2023, for the persons falling under the provisions of para. 1 d (iii) to (vii) Chapter A of this Act.

16.3. Please attach, as Attachment 36, a document containing information on the internal fit and proper assessment of the persons described in para. 1 (d) (iii) to (vii)

of Chapter A of this Act.

1. Statutory declaration under para. 1(p) of Chapter A

17.1. Please attach, as Attachment 37, a statutory declaration in accordance with the provisions of Chapter A para. 1(p) of this Act.

1. Attachments

**Please list the required supporting documents that accompany this application in the following table:**

|  |  |  |  |
| --- | --- | --- | --- |
| **Attachment** |  | **Application Question** | **Submitted documents √**  **or Non-Available** |
| 1 | Certificate by a chamber of commerce, registry or similar agency confirming that the name applied for by the company is available | 1.2 |  |
| 2 | GEMI proof filing of registration certificate | 1.3 |  |
| 3 | Evidence of Tax Registration Number | 1.4 |  |
| 4 (and 4Α) | Evidence of the address of the head office and registered office, if different | 1.5-1.6 |  |
| 5 | Authorisation documents for the representatives of the applicant | 1.15 |  |
| 6 | Evidence of existence of a separate account in a credit institution | 1.17 |  |
| 7 | Certified copy of the act of incorporation | 2.1 |  |
| 8 | Certified copy of the initial Articles of Association and all amendments thereto, as resulting from their registration in the General Commercial Register (GEMI) | 2.2 |  |
| 9 | Evidence of the paying-up of the initial capital and documents establishing the origin of funds | 3.2 |  |
| 10 | Statutory auditor’s certificate on the net worth of the legal entity (where appropriate) | 3.3 |  |
| 11 | Applicant’s business plan | 4 |  |
| 12 | Description of corporate governance arrangements | 5.1 |  |
| 13 | Remuneration policy | 5.2 |  |
| 14 | Description of IT infrastructure | 5.3 |  |
| 15 | Information security policy | 5.3 |  |
| 16 | Outsourcing policy | 5.4 |  |
| 17 | Outsourcing agreements | 5.5 |  |
| 18 | Conflict of interest policy | 5.6 |  |
| 19 | Policy on the management of collaterals for the serviced receivables and the process for their re-appraisal | 5.7 |  |
| 20 | Detailed report | 6 |  |
| 21 | Policy and internal procedures for monitoring the performance of the serviced portfolio | 7 |  |
| 22 | Policy and procedures for the recording and handling of complaints | 8 |  |
| 23 | Intermediation policy for the sale of credit receivables on the secondary market | 9 |  |
| 24 | Proof of cooperation with recognised credit bureaus | 10 |  |
| 25 | Declaration of compliance with AML/CFT framework requirements | 11 |  |
| 26 | Policy, procedures and internal control mechanisms in place for effective managing ML/TF | 11 |  |
| 27 | Organisational and administrative structure | 12 |  |
| 28 | Audited financial statements (or summary of the financial position where available)/statutory auditor’s certificate (where applicable) | 13.1 |  |
| 29 | Statutory declaration of compliance with the obligation to prepare and publish financial statements | 13.2 |  |
| 30 | Audited financial statements of the group | 14.2 |  |
| 31 | External Credit Assessment Institutions’ assessments | 14.3 |  |
| 32 | Group structure | 14.4 |  |
| 33 | Shareholder structure | 15.1 |  |
| 33Α | Questionnaires on the assessment of the proposed acquisition of a qualifying holding by natural persons (Annex II to the Bank of Greece Executive Committee Act 142/11.6.2018), duly completed, signed and accompanied by the required documentation; | 15.3 |  |
| 33Β | Questionnaires on the assessment of proposed acquisition of a qualifying holding by legal persons (Annex II to the Bank of Greece Executive Committee Act 142/11.6.2018), duly completed, signed and accompanied by the required documentation; | 15.3 |  |
| 33C | Type B2 questionnaires – Indirect holding under Annex II to the Executive Committee Act No.118/19.5.2017 | 15.3 |  |
| 34 | Detailed analysis as to whether the qualifying holding will affect the ability of the applicant to provide timely and accurate information to the Bank of Greece | 15.4 |  |
| 35 | Questionnaire for the Fit and Proper Assessment of the members of the Bοard of Directors and Key Function Holders of less significant institutions of the Executive Committee Act 224/1/21.12.2023 | 16.2 |  |
| 36 | Document regarding the internal fit and proper assessment of the persons referred to in Chapter A para. 1 (d) (iii) to (viii) of this Act by the applicant | 16.3 |  |
| 37 | Description of close links with the persons mentioned in Chapter A para. 1(p) | 17.1 |  |

1. Statement

We, the undersigned, hereby state that:

(a) the information provided in this application is complete and true and we agree to provide the Bank of Greece with any further information and clarifications in respect of this application;

(b) all necessary measures are in place to ensure compliance with the authorisation conditions set out in the EU and national legislation in force;

(c) the Bank of Greece shall be notified promptly in writing of any change in the data and information required hereunder and in the co-submitted questionnaires which may occur in the meantime between the submission of this application and the granting of authorisation.

We also confirm that:

(a) we are aware that the wilful or negligent provision of untrue or misleading information to the Bank of Greece also entails criminal sanctions;

(b) fully cognizant of the legal consequences, we hereby provide our express consent to the Bank of Greece and its duly authorised staff to seek and obtain information from any third party, as necessary to verify the statements and data hereinabove; and

(c) we confirm that we are authorised to sign on behalf of the applicant and we attach the relevant authorisation documents.

..................................................... .....................................................

Full name and position Full name and position

..................................................... .....................................................

(Signature) (Signature)

.....................................................

(Place and date)

THE SECRETARY THE MEMBERS THE CHAIRMAN

Yannis Stournaras

True and Exact Copy

Athens, 05/02/2024

The Secretary

[*signed*]

Ι. Pantou