

EXECUTIVE COMMITTEE ACT 190/1/16.06.2021

ANNEX I

APPLICATION FORM

FOR APPROVAL UNDER ARTICLE 22A OF LAW 4261/2014

Instructions for completing the application form

1. The application form must be duly completed and signed by two authorised natural persons, with legalisation of their signatures by a competent administrative authority. The authorisation documents shall be attached to the declaration contained in Chapter 9 of this application.
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 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 herein. The numbering of the Attachments shall remain unaltered even if there are no documents to be submitted.
5. Evidence of the information provided by the applicant shall be mainly in the form of an official certificate (if available in the relevant Member State) or other equivalent document issued by a reliable and independent source.
6. Any false or misleading information or deliberate concealment of important information may, notwithstanding any criminal liability, lead to the immediate, without further assessment, rejection of the application.
7. Submission of a hard copy of the application and the related supporting documentation should be accompanied by an electronic memory device of your choice (CD or USB) containing scanned copies of all the documentation in PDF format.
8. The completed application shall be submitted in a closed envelope addressed as follows:

BANK OF GREECE

Banking Supervision Department

21, E. Venizelou St., 10250 Athens

Telephone: +30 210 3205019

Email: dep.bankingsupervision@bankofgreece.gr

Website: www.bankofgreece.gr

The data submitted in this application are covered by professional secrecy under Article 54 of Law 4261/2014.

CONTENTS OF THE APPLICATION

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1. General information

1.1	Registered name on the basis of (draft) articles of association	:
1.2	Business name	:
1.3	Registration of legal form (number and date) (please attach, as <u>Attachment 1</u> , the registration certificate)	:
1.4	Tax Registration Number (please attach, as <u>Attachment 2</u> , the relevant certificate)	:
1.5	Address of registered company seat	:
1.6	Address of head office (if different from 1.5 above; please attach, as <u>Attachment 3</u> , the relevant certificate)	:
1.7	Postal address	:
1.8	Telephone number(s)	:
1.9	Email address	:
1.10	Company website	:
1.11	Group website	:
1.12	External statutory auditors	:
	1.12.1 Name of audit firm	:
	1.12.2 Name of auditor in charge	:
	1.12.3 Postal address	:
	1.12.4 Email address	:
	1.12.5 Telephone number(s)	:
1.13	Legal advisors	:
	1.13.1 Name of legal advisor in charge	:
	1.13.2 Postal address	:
	1.13.3 Email address	:
	1.13.4 Telephone number(s)	:

1.14	Authorised representatives of the company in respect of this application (please attach, as <u>Attachment 4</u> , the relevant authorisation documents)
	1.14.1 Representative I
	1.14.1.1 Name :
	1.14.1.2 Position/relationship with the company :
	1.14.1.3 Business address :
	1.14.1.4 Postal address :
	1.14.1.5 Email address :
	1.14.1.6 Telephone number(s) :
	1.14.2 Representative II
	1.14.2.1 Name :
	1.14.2.2 Position/relationship with the company :
	1.14.2.3 Business address :
	1.14.2.4 Postal address :
	1.14.2.5 Email address :
	1.14.2.6 Telephone number(s) :

2. Articles of association

2.1 Please attach, as Attachment 5, an authenticated copy or, where applicable, a draft of the holding company's articles of association.

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3. Business plan

3.1 Please attach, as Attachment 6, the holding company's business plan, focusing on its role within the group.

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4. **Group**

4.1 Please attach, as Attachment 7, the structural organisation of the group, including detailed information on all the matters referred to in Article 22A(4)(b) of Law 4261/2014 and a diagram with clear indication of its subsidiaries and, where applicable, parent undertakings, the location and type of activity undertaken by each of the entities within the group, as well as their respective intra-group holdings.

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4.2 Please complete the table below based on the structural organisation of the group.

Company name	Registration number	Home country	Competent supervisory authority	Activities

4.3 Please indicate whether the holding company is a part of a financial conglomerate.

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4.4 Please indicate whether the holding company has close links, as defined in Article 3(1)(35) of Law 4261/2014, with persons other than those referred to in 4.1 above.

☐ No

☐ Yes ► If yes, please complete the table below:

Company name	Registration number	Home country	Competent supervisory authority	Activities	Description of close link

4.5 Please attach, as Attachment 8, a report with detailed description of the internal organisation and distribution of tasks within the group, focusing on the internal governance framework and internal control arrangements. This report shall also include detailed information on all the matters referred to in Article 22A(4)(a) of Law 4261/2014.

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5. Shareholders

5.1 Please attach, as Attachment 9, a comprehensive list of shareholders of the holding company.

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5.2 Please complete the table below with information regarding the persons referred to in Article 14(1) of Law 4261/2014.

Name/Company name	Percentage share in the share capital of the company (%)	Voting rights (%)	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.)

6. Board of directors – Persons effectively directing the business of the holding company

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

a. Members of the board of directors

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

b. Persons effectively directing the business of the holding company (other than those listed above)

Name	Country of domicile	Responsibilities

7. Financial position

7.1 Please attach, as Attachment 10, the financial statements (on a solo, sub-consolidated and consolidated basis) of the holding company for the last three (3) financial years, audited according to law by a statutory auditor/audit firm.

Where the holding company is a newly established entity, instead of the information specified hereinabove, the holding company shall provide to the Bank of Greece the forecast balance sheets and forecast profit and loss accounts or income statements for the first three business years, including the planning assumptions used.

Where audited financial statements for the last three (3) financial years are not available, please attach unaudited financial statements for these years, as well as any available audited financial statements for previous years.

Moreover, if the financial position of the holding company has changed considerably in relation to the picture reflected in the submitted statements, please specify.

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7.2 Please attach, as Attachment 11, any report(s) by external credit rating agencies regarding the holding company and/or the group the holding company is or may become part of.

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8. Attachments

Please list the supporting documents that accompany the application

Attachment		Paragraph	Tick (√) if submitted or indicate “n/a”
1	Registration certificate	1.3	
2	Evidence of Tax Registration Number	1.4	
3	Evidence of the address of the registered company seat and head office, if different	1.5-1.6	
4	Authorisation documents for the representatives of the company	1.14	
5	Authenticated copy of the articles of association or draft articles of association	2.1	
6	Business plan	3.1	
7	Structural organisation of the group	4.1	
8	Internal organisation and distribution of tasks	4.5	
9	Shareholding composition	5.1	
10	Financial statements	7.1	
11	Report(s) by external credit rating agencies	7.2	
12	Other. Please specify		

9. **Declaration**

We, the undersigned, hereby declare 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 have been taken to ensure compliance with the approval requirements under the applicable EU and national legislation;
- (c) the Bank of Greece shall be promptly notified in writing of any change in the information and data required hereunder and the relevant questionnaires as may occur during the time period between the submission of this application and the granting of approval.

Furthermore, we 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; and
- (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 declarations and data hereinabove; and
- (c) we warrant that we are authorised to sign on behalf of the applicant and we attach the relevant authorisation documents.

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Full name and position

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Full name and position

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(Signature)

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(Signature)

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(Place and Date)