

Formulier verstrekken informatie veiligheid op basis van de Uitvoeringsregeling windenergie op zee

Kavel I-A in windenergiegebied Nederwiek

Regeling vergunningverlening kavel I-A in windenergiegebied Nederwiek

U moet de gevraagde gegevens uit het formulier aanleveren in het Nederlands en – indien van toepassing – de bijlage in het Engels. Een aanvraag opgesteld in een andere taal wordt niet in behandeling genomen.

Het staat u vrij om de gevraagde informatie in onderstaande tekstvakken zelf of in een aparte bijlage aan te leveren, indien u dit duidelijk aangeeft.

**Inleiding**

Definities:

In dit formulier wordt verstaan onder:

* aanvrager: degene die de aanvraag voor de vergunning heeft ingediend;
* partij(en): aanvrager en indien van toepassing moederonderneming(en) tot aan de uiteindelijke moederonderneming;
* uiteindelijk belanghebbende(n): natuurlijke persoon die de uiteindelijke eigenaar is van of zeggenschap heeft over partij(en), dan wel de natuurlijke persoon voor wiens rekening een transactie of activiteit wordt verricht, zoals bedoeld in artikel 1 van de Wet ter voorkoming van witwassen en financieren van terrorisme (Wwft), waarin ‘cliënt’ gelezen dient te worden als ‘partij(en)’.

## Informatie over de bij de verkrijging van de vergunning betrokken installaties en relevante partijen

Geef een beknopte samenvatting van de beoogde verkrijging van de vergunning, waarin u in ieder geval vermeldt:

* de handelsnaam, rechtsvorm, (hoofd)zetel, registratie bij handelsregister, adresgegevens en contactpersonen van de betrokken partij(en);

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* de EU-lidstaten waar de betrokken partij(en) al dan niet via groepsmaatschappijen, als bedoeld in artikel 2:24b van het Burgerlijk Wetboek, actief zijn;

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* een overzicht van alle (i) vitale aanbieders, als bedoeld in de Wet veiligheidstoets investeringen, fusies en overnames, (ii) productie-installaties met een nominaal elektrisch vermogen van meer dan 250 MW, als bedoeld in de Elektriciteitswet 1998, (iii) LNG-installaties of LNG-bedrijven, als bedoeld in de Gaswet of (iv) telecommunicatiepartijen, als bedoeld in de Telecommunicatiewet waarin de partij(en) reeds zeggenschap hebben;

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* geef voor elk van de groepsleden aan op welke wijze en op welke grond zeggenschap wordt uitgeoefend over de vitale aanbieder;

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* de naam, het postadres (zo mogelijk in Nederland), telefoonnummer en e-mailadres van de vertegenwoordiger van de aanvrager;

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* een volmacht dat deze vertegenwoordiger namens de aanvrager bevoegd is om de aanvraag te doen.

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## Informatie over de voorgenomen vormgeving van de zeggenschap

Lever informatie aan over de voorgenomen vormgeving van de zeggenschap van de partij(en), waarbij u in ieder geval de volgende informatie vermeldt:

* de namen en geboortedata van de uiteindelijk belanghebbende(n) van de partij(en);

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* een beschrijving van de beoogde eigendoms- en zeggenschapsstructuur (tot aan de uiteindelijk belanghebbende(n)) na het verkrijgen van de vergunning;

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* indien de partij(en) ter zake de voorgenomen verkrijging van de vergunning in onderling overleg met een of meer derden handelt, welke derde(n) geen functionarissen of professioneel adviseurs van de aanvrager zijn of van de groep waarvan de aanvrager deel van uitmaakt: een omschrijving met welke personen in onderling overleg wordt gehandeld, waar dit uit bestaat en verstrek hierbij de documenten waarin de afspraken met betrekking tot het onderling overleg zijn vastgelegd en geef hierbij de naam, adres en contactgegevens van de personen met wie in onderling overleg wordt gehandeld.

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* de bovengenoemde te verstrekken gegevens dienen te worden toegelicht met organisatieschema’s of met diagrammen die een beeld geven van de eigendoms- en zeggenschapsstructuur.

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## Informatie over de financiële positie

Lever informatie aan over de financiële positie van de partij(en), waaronder in ieder geval:

* het meest recente jaarverslag en de meest recente jaarrekening van de partij(en);

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* een verklaring van een bij de vergunningsaanvraag of wijziging van zeggenschap betrokken bank of accountant over de betreffende activiteit;

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* een beschrijving van de voorgenomen wijze van financiering en de status daarvan. Deze beschrijving moet tevens de namen van alle financiële instellingen omvatten die bij de transactie betrokken zijn, ook in hun eventuele rol als adviseurs of een financierder of financieringsagent voor de transactie. Verstrek hierbij een overzicht van de financieringsafspraken met financiële instellingen, inclusief de afspraken met betrekking tot zekerheidsrechten opgenomen in de betreffende zekerheidsdocumenten, voor zover deze zekerheidsrechten een wijziging van zeggenschap kunnen behelzen.

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* kengetallen met betrekking tot de kredietwaardigheid van de partij(en). Beantwoord daarbij de volgende vraag: hoe is de financiële solvabiliteit of anderszins de financiële stabiliteit van de aanvrager in relatie tot de noodzakelijke financiële slagkracht voor het verrichten van de noodzakelijke investeringen ten bate van continuïteit en weerbaarheid van de productie-installatie? Geef daarbij aan ter zake de partij(en) en de groep waarin deze in het afgelopen boekjaar verbonden zijn geweest, wat de betreffende geconsolideerde en enkelvoudige financiële ratio’s of verhoudingsgetallen zijn geweest. Verstrek in ieder geval de liquiditeit, solvabiliteit en rentabiliteit ratio’s en gegevens omtrent gebudgetteerde, geplande of noodzakelijke investeringen en de herkomst van de middelen voor die investeringen.

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## Informatie over intenties, strategie en geleverde prestaties in het verleden

Lever informatie aan over de intentie van partij(en) ten aanzien van de aanvraag en de achterliggende strategie van de partij(en), waaronder:

* een beschrijving van de economische motieven voor de aanvraag.

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* Lever informatie aan over de geleverde prestaties in het verleden (tot maximaal 10 jaar terug) van de partij(en) in de branche voor elektriciteitsproductie.

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## Leveringszekerheid, voorzieningszekerheid en openbare orde

Verstrek voor de aanvrager van de vergunning en iedere partij die middels de beoogde verkrijging van de vergunning zeggenschap krijgt over het windpark (zoals bijv. ook het moederbedrijf van de aanvrager en de uiteindelijk belanghebbende(n)) en de feitelijk leidinggevenden van deze partij(en), de volgende informatie:

* Is de betreffende (rechts-)persoon onderworpen aan beperkende maatregelen krachtens: Hoofdstuk VII van het Handvest van de Verenigde Naties; artikel 215 van het Verdrag betreffende de werking van de Europese Unie, en/of; de Sanctiewet 1977?

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* Heeft de betreffende (rechts-)persoon ooit een strafbaar feit begaan dat voorkomt in bijlage 3 van de Regeling veiligheidstoets investeringen, fusies en overnames?

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* In welke landen is de betreffende (rechts-)persoon gevestigd?

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* Is de betreffende (rechts-)persoon verplicht samen te werken met de overheid van een land waarin die (rechts-)persoon gevestigd is, welke samenwerking verder gaat dan de medewerking aan een regelgeving handhavende overheid die in een vrije markteconomie gebruikelijk is? Zo ja, geef een toelichting.

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* Heeft een staat, of een onderdeel daarvan, een direct of indirect eigendomsbelang en/of zeggenschap in de aanvrager? Zo ja, vermeld dan de betreffende staat en beschrijf de aard en omvang van zijn belang en/of zeggenschap in de aanvrager.

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* Heeft een niet-Nederlandse staat, of een onderdeel daarvan, op grond van wet- en regelgeving, of anderszins in een situatie van normale bedrijfsvoering (dus niet in insolventie of bewind) instrumenten waarmee zij de besluitvorming van de Intern gebruik aanvrager kan beïnvloeden, welke instrumenten niet van fiscale aard zijn? Zo ja, gelieve deze te specificeren.

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* Is een van de uiteindelijk belanghebbenden van de partij(en) een politiek prominent persoon, dan wel familielid of persoon bekend als naaste geassocieerde van een politiek prominent persoon, in de zin van de Wwft?

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* Geef een overzicht van de acquisities van ondernemingen door de partij(en) wereldwijd gedurende de afgelopen vijf jaar.

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* Is in de afgelopen vijf jaar met betrekking tot een van de partij(en) faillissement of uitstel van betaling aangevraagd? Zo ja, geef een korte toelichting.

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* Vermeld van de partij(en) elke grootschalige schending van de privacyregels of het communicatiegeheim die zich in de afgelopen vijf jaar heeft voorgedaan.

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* Vermeld van de partij(en) elke verstoring van de continuïteit van dienstverlening die zich in de afgelopen vijf jaar heeft voorgedaan.

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* Heeft een van de partijen de afgelopen vijf jaar een boete of een waarschuwing van de daarvoor bevoegde autoriteiten gekregen ten aanzien van de exploitatie of het beheer van het relevante proces waarvan de continuïteit van vitaal belang is voor de Nederlandse samenleving?

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* Zijn er nog andere feiten of omstandigheden die van belang kunnen zijn bij de beoordeling van de risico’s voor de leveringszekerheid, voorzieningszekerheid en openbare orde? Zo ja, vermeld om welke feiten en omstandigheden het gaat.

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* Geef aan of de aanvrager beschikt over een verklaring van geen bezwaar zoals bedoeld in artikel 3:95 van de Wet financieel toezicht of artikel 5:32d Wet financieel toezicht? Zo ja, dan wordt u verzocht deze mee te zenden met de aanvraag.

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## Financiële gegevens

Verstrek de totale investeringskosten voor het windpark op kavel Nederwiek I-A

* *Zoals opgenomen in het exploitatierekenmodel*

|  |
| --- |
| € |

* *Het bedrag dat in 35 jaar jaarlijks betaald wordt*

|  |
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| € |

## Informatie Europese Unie

Alleen van toepassing indien de aanvrager, een moederonderneming of een uiteindelijk belanghebbende afkomstig is van buiten de Europese Unie:

* Vul het formulier in bijlage 1 (in het Engels) in.
* Onderdelen 3 en 4 zijn **niet van toepassing**, gezien het om een *greenfield investment* gaat.

## Verklaring en ondertekening

**Let op**: dit formulier en - indien van toepassing - de bijlage(n) dienen op papier aangeleverd te worden in een gesloten envelop. Tevens verzoekt BTI u om deze documenten ook te mailen naar [bureautoetsinginvesteringen@minezk.nl](mailto:bureautoetsinginvesteringen@minezk.nl).

Hierbij verklaart de aanvrager het volgende:

* Ik ben bevoegd en/of gemachtigd om deze aanvraag te ondertekenen.
* Dit formulier en - indien van toepassing - de bijlage(n) zijn volledig en naar waarheid ingevuld.
* Ik heb kennisgenomen van het feit dat de envelop met de aanvraag door RVO pas wordt geopend na sluiting van de tender en dat onvolledige aanvragen worden afgewezen.

Naam ondertekenaar

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Functie

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Datum

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Handtekening

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Appendix 1: notification form: request for information from the investor for the purposes of notifications pursuant to Article 6 of Regulation (EU) 2019/452’

## Introduction

Based on several years of practice, and taking into account the views of the Member States expressed in the FDI Screening Expert Group, the services of the European Commission, at the initiative of the Directorate-General for Trade, have developed this form. It aims to improve the functioning of the EU cooperation mechanism set up by Regulation (EU) 2019/452. Its main purpose is to ensure that Member States and the European Commission, when receiving and examining a notification from another Member State pursuant to said cooperation mechanism, have the minimum information required to assess the impact of a given transaction on their security and public order (for the receiving Member States and the European Commission) and on programmes and projects of Union interest (for the European Commission). The logic behind this form is that, by upgrading the quality of the information submitted to the EU cooperation mechanism, one speeds up its examination by Member States and the European Commission and enables the notifying Member State to finalise its investigation without delay.

The Member State where the foreign direct investment is planned or has been completed is invited to request the foreign investor, or the undertaking in which the foreign direct investment is planned or has been completed, to provide this information depending on the information already available to that Member State. It is in the interest of the foreign investor, or the undertaking concerned, to provide the information requested to obtain the relevant decision without delay.

This form is without prejudice to any additional information requirements at the national level. Member States may request other information from the parties and their counsel/representatives. Before seeking authorisation of a transaction, parties and the counsel/representatives shall enquire about requirements for the submission of transaction-related information with the screening authority of the relevant Member State(s).

For the purpose of the EU cooperation mechanism, it is the responsibility of the Member State to provide information to other Member States and the European Commission.

## Request for information from the investor

This standardised form aims to cover all eventually needed information. However, it is recognized that not every requested information is available for every transaction. Therefore, the information requested in this form and marked with \* should be provided to a reasonable extent in view of the respective type of transaction and at a reasonable cost on the side of the applicant. If the requested information is not available or could only be provided with a disproportionate effort, this should be noted in the appropriate column.

The fields not marked with \* should always be filled in/out.

**Please complete the following information (\* = where available):**

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[1. General information 9](#_Toc148015434)

[2. Information about the investment 9](#_Toc148015436)

[3. Information about the target undertaking.](#_Toc148015437) 10

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[5. Information about the Greenfield investment (if applicable) 14](#_Toc148015439)

[6. Information about the investor 15](#_Toc148015440)

[7. Other scrutiny proceedings pursuant to EU or national rules 16](#_Toc148015441)

[8. Any additional information that you wish to disclose for the assessment? \* 16](#_Toc148015442)

[9. Notes 17](#_Toc148015443)

## General information

* 1. Name and country of registration of the direct investor(s):[[1]](#endnote-1)

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* 1. Name and country of registration of the global ultimate owner of the direct investor(s):[[2]](#endnote-2)

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* 1. Name of the target undertaking:[[3]](#endnote-3)

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* 1. Name and country of registration of the group the target undertaking belongs to:

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## Information about the investment

* 1. Description of the investment:iv

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* 1. Approximate value of the investment (in EUR):v

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* 1. Planned date for completing the transaction:vi

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* 1. Funding of the investment and its source:vii

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* 1. What is the investor’s business strategy behind this acquisition?viii

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* 1. How will the investor financially ensure the continuity and proper operation of the target undertaking after the acquisition? \*

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* 1. Does the investment enable or result in the investor’s effective participation in the management of the target undertaking?

No

Yes, please explain how:

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* 1. Participation of the direct investor and its global ultimate owner in the capital of the target undertaking before the transaction (if applicable) and as a result of the transaction:ix

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* 1. If the ownership is less than 100%, please explain how the ownership shares translate to control or participation in the effective management. Please describe the modalities of “joint” exercise of control or participation in the effective management:x

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* 1. Please explain whether any public entity holds shares and/or exercises some form of control, including indirectly, over the investor.xi

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* 1. Has the transaction been announced to the public? If available, please provide a link or attach the text of the announcement.

No

Yes:Link(s) to the source(s) below this line.

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## Information about the target undertaking

# PART 3 IS NOT APPLICABLE

Please complete the table below with information about the beneficiary/-ies of the investment established in the Member State undertaking the screening procedure and, if applicable, the ultimate controlling entity (most relevant entity within the ownership structure). If required, you may duplicate the table to capture details for each level of ownership for which information is available.

* 1. Name of the company:

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| NOT APPLICABLE |

* 1. Address/domicile/registered office of the company:

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| NOT APPLICABLE |

* 1. Company’s national registration number: \*

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| NOT APPLICABLE |

* 1. Date of incorporation\*

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| NOT APPLICABLE |

* 1. Annual turnover: (EUR) \*

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| NOT APPLICABLE |

* 1. Total number of employees: \*

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| NOT APPLICABLE |

* 1. Listings on stock exchanges \* **Trading code, Ticker or stock symbol**

Country 1

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| NOT APPLICABLE |

Country 2

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| NOT APPLICABLE |

* 1. Website of the target company/-ies \*

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| NOT APPLICABLE |

* 1. Role of the company in the transaction: xiii

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| NOT APPLICABLE |

* 1. Does this company carry on an economic activity in the Member State where the investment is undergoing screening? xiv

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| NOT APPLICABLE |

* 1. Description of the economic activity carried out by the company including NACE codes:

RAMON, the Eurostat database for NACE codes

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| NOT APPLICABLE |

* 1. Please explain the products, services and business operations of the company before the transaction. xv

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| NOT APPLICABLE |

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export? xvi

Annex I Regulation (EU) 2021/821

Common Military List of the EU

CN Codes Annex I Regulation (EEC) No 2658/87

☐ No

☐ Yes

Please provide a list of all items subject to EU export control:

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| NOT APPLICABLE |

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export? xvii NOT APPLICABLE

☐ No

☐ Yes

Please provide a list of all items subject to export control in a third country and the respective third country.

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| NOT APPLICABLE |

* 1. Please provide information on the sectors in which the target´s customers in all EU Member States are active. \* xviii

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| NOT APPLICABLE |

* 1. Please explain the products, services, business operations of the company after the transaction is completed. \* xix

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| NOT APPLICABLE |

* 1. Do the products and services offered by the target company have unique selling points? \* If so, please name these points.

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| NOT APPLICABLE |

* 1. Are there competitors (national, European, global), that offer goods and services comparable to the goods and services of the target company? \* If so, please provide information on these competitors.

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| NOT APPLICABLE |

* 1. Does the company own any patents or other intellectual property rights relevant for a security or public order analysis? \* xx

Please list the patents and, where relevant, the other intellectual property rights.

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| NOT APPLICABLE |

* 1. Please list the EU Member States in which the company conducts substantive business operations (e.g., through subsidiaries, branches, and please provide the name(s) of those undertaking(s) NOT APPLCABLE

☐BE ☐BG ☐CZ ☐DK ☐DE ☐EE ☐IE

☐EL ☐ES ☐FR ☐HR ☐IT ☐CY ☐LV

☐LT ☐LU ☐HU ☐MT ☐NL ☐AT ☐PL

☐PT ☐RO ☐SI ☐SK ☐FI ☐SE

* 1. Does the target undertaking maintain business relations with a project or programme of Union interest? xxi NOT APPLICABLE

☐ No

☐ Yes

Please specify the project, the relevant EU programme and the type of business relation:

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* 1. Has the company received funding from projects or programmes of Union interest or participates directly or indirectly in the implementation of such projects or programmes? xxii  Financial Transparency System (FTS) NOT APPLICABLE

☐No

☐Yes

Please specify amount and relevant EU project or programme:

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| NOT APPLICABLE |

* 1. Are there natural or legal persons or entities of third countries subject to EU restrictive measures involved in the management or control of the EU target? xxiii

Financial Sanctions Files

EU Best Practices for the effective implementation of restrictive measures

Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014 http://www.sanctionsmap.eu/

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* 1. Ownership structure of the target undertaking – information on the ultimate owner and participation in the capital before the notified transaction:

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| NOT APPLICABLE |

## Information about other legal entities of the corporate group of the target situated in other EU Member States (if applicable) \*

PART 4 IS NOT APPLICABLE

In case the beneficiary is part of a larger corporate group not headquartered in the Member State undertaking the screening procedure, please provide on a voluntary basis the information for the other legal entities of the same corporate group situated in other EU Member States.

If applicable, one table per legal entity can be provided.

* 1. Name of the company:

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| NOT APPLICABLE |

* 1. Address/domicile/registered office of the company:

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| NOT APPLICABLE |

* 1. Company’s national registration number: \*

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| --- |
| NOT APPLICABLE |

* 1. Annual turnover: (EUR) \* xxv

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| --- |
| NOT APPLICABLE |

* 1. Total number of employees: \*

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| --- |
| NOT APPLICABLE |

* 1. Listings on stock exchanges \* **Trading code, Ticker or stock symbol**

Country 1

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| --- |
| NOT APPLICABLE |

Country 2

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| NOT APPLICABLE |

* 1. Website of the target company/-ies \*

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| NOT APPLICABLE |

* 1. Role of the company in the transaction: xxv

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| NOT APPLICABLE |

* 1. Does this company carry on an economic activity in the Member State where the investment is undergoing screening?xxvi

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| NOT APPLICABLE |

* 1. Description of the economic activity carried out by the company including NACE codes:

RAMON, the Eurostat database for NACE codes

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| NOT APPLICABLE |

* 1. Please explain the products, services and business operations of the company before the transaction. xxviii

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| NOT APPLICABLE |

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export?xxix

Annex I Regulation (EU) 2021/821

Common Military List of the EU

CN Codes Annex I Regulation (EEC) No 2658/87

☐ No

☐ Yes

Please provide a list of all items subject to EU export control:

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| NOT APPLICABLE |

* 1. Does the company own technology, or produce or sell goods subject to export controls of the country of origin of the investor? NOT APPLICABLE

☐ No

☐ Yes

Please provide a list of all items subject to export control in a third country and the respective third country.

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| NOT APPLICABLE |

* 1. Please provide information on the sectors in which the target´s customers in all EU Member States are active. \* xxxi

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| NOT APPLICABLE |

* 1. Please explain the products, services, business operations of the company after the transaction is completed. \* xxxii

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| NOT APPLICABLE |

* 1. Do the products and services offered by the target company have unique selling points? \* If so, please name these points.

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| NOT APPLICABLE |

* 1. Are there competitors (national, European, global), that offer goods and services comparable to the goods and services of the target company? \* If so, please provide information on these competitors.

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| NOT APPLICABLE |

* 1. Does the company own any patents or other intellectual property rights relevant for a security or public order analysis? \* xxxiii

Please list the patents and, where relevant, the other intellectual property rights.

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| NOT APPLICABLE |

* 1. Please list the EU Member States in which the company conducts substantive business operations (e.g., through subsidiaries, branches, and please provide the name(s) of those undertaking(s) NOT APPLICABLE

☐BE ☐BG ☐CZ ☐DK ☐DE ☐EE ☐IE

☐EL ☐ES ☐FR ☐HR ☐IT ☐CY ☐LV

☐LT ☐LU ☐HU ☐MT ☐NL ☐AT ☐PL

☐PT ☐RO ☐SI ☐SK ☐FI ☐SE

* 1. Does the target undertaking maintain business relations with a project or programme of Union interest? xxxiv NOT APPLICABLE

☐ No

☐ Yes

Please specify the project, the relevant EU programme and the type of business relation:

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* 1. Has the company received funding from projects or programmes of Union interest or participates directly or indirectly in the implementation of such projects or programmes?  xxxv  Financial Transparency System (FTS) NOT APPLICABLE

☐No

☐Yes

Please specify amount and relevant EU project or programme:

|  |
| --- |
| NOT APPLICABLE |

* 1. Are there natural or legal persons or entities of third countries subject to EU restrictive measures involved in the management or control of the EU target? xxxvi

Financial Sanctions Files

EU Best Practices for the effective implementation of restrictive measures

Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014 http://www.sanctionsmap.eu/

## Information about the Greenfield investment (if applicable)

International greenfield investment typically involves the creation of a new company or establishment or facilities abroad, whereas an international merger or acquisition amounts to transferring the ownership of existing assets to an owner abroad.

* 1. Name of the new company:

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* 1. Location/Address of the new undertaking:

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* 1. Country where the new undertaking is headquartered:

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* 1. Company’s national registration number: \*

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* 1. Date of incorporation: \*

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* 1. Description of the economic activity carried out by the company including NACE codes: xxxvii

RAMON, the Eurostat database for NACE codes

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* 1. Please explain the products, services and business operations of the undertaking after the transaction is completed.

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* 1. Please provide information about the main competitors (national, European, global) \*.

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* 1. Estimated total number of employees: \*

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* 1. Website of the company: \*

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* 1. Description of the economic activity carried out by the company including NACE codes: xxxvii

RAMON, the Eurostat database for NACE codes

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## Information about the investor

Please complete the table below with information about the direct investor and, if applicable, the ultimate controlling entity (most relevant entity within the ownership structure). If required, you may add duplicates of the table to capture details for each level of ownership for which information is available (i.e., direct, intermediary, and ultimate investor(s)).

In case the investment is made by multiple investors, please provide the information above for each investor separately by multiplying the table hereunder. If available, please provide an organigram to explain the horizontal and vertical relationship between the companies referred.

* 1. Role of the company in the transaction: xxxix

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* 1. Name:

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* 1. Address/domicile/registered office:

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* 1. Country under whose laws the company is duly constituted or otherwise organised:

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* 1. Company’s national registration number: \*

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* 1. Date of incorporation: \*

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* 1. Annual turnover: \*xli

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* 1. Total number of employees: \*xlii

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* 1. Listings on stock exchanges \* **Trading code, Ticker or stock symbol**

Country 1

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|  |

Country 2

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* 1. Website of the target company/-ies \*

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* 1. Branch of industry/economic activities carried out: xliii

RAMON, the Eurostat database for NACE codes

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* 1. Please explain the products, services and business operations of the company. xliv

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* 1. Does the investor receive directly or indirectly significant funding from a non-EU government? xlv

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* 1. Please provide information about the main competitors (national, European, global) \*.

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* 1. EU Member States in which the company conducts substantive business operations:

BE BG CZ DK DE EE IE

EL ES FR HR IT CY LV

LT LU HU MT NL AT PL

PT RO SI SK FI SE

* 1. Is the company subject to EU financial restrictive measures (sanctions)? xlvi

EU Best Practices for the effective implementation of restrictive measures

Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014

http://www.sanctionsmap.eu/

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* 1. Is the company subject to restrictive measures by third countries? \* xlvii

OFAC Sanctions List Search

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* 1. Ownership structure of the investor, including information on its ultimate owner(s) and participation in the capital (cf. Article 9(2)(a)) xlviii

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## Other scrutiny proceedings pursuant to EU or national rules

* 1. Is (or will) the transaction (be) subject to merger review under the EC Merger Regulation?

Yes

Yes, but the case has not been filed for Merger Review yet. Planned date or timeframe of filing.

No

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* 1. If yes, please provide the case number and refer to the database of Merger Cases.

Database for Merger Cases (Competition Policy)

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* 1. Is the investment subject to another assessment, authorisation or monitoring in the Member State undertaking the screening, in another Member State or in a third country)? \* xlix

No

Yes, please specify type of scrutiny and country undertaking the scrutiny:

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## Any additional information that you wish to disclose for the assessment? \*

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1. 1.1. Please provide the name in the Latin alphabet and any local alphabets used in the company´s country of origin.

   1.2. Please provide the name in the Latin alphabet and any local alphabets used in the company´s country of origin.

   1.3. Please provide the name of the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State.

   2.1. Please describe the structure of the transaction and explain how the change in ownership or control of the target company is executed and how the new assets will fit into the company structure of the investor.

   2.2. If the investment subject to this notification is part of a broader transaction, please disclose the total value and the investment provided to the undertaking(s) on the territory of the Member State undertaking the screening separately.

   Value of global transaction:

   Value of investment provided to the national target undertaking:

   2.3. Please provide information either as a specific date/period or in function of the completion of ongoing authorisation processes.

   2.4. On the basis of the best information available, cf. Article 9(2)(e)) please explain the origin of the funds and the degree to which they come from external sources. If the investment subject to this notification is part of a broader transaction, please specify the funding of the investment into the companies established in the territory of the Member State undertaking the screening, as well as sources of funding for the transaction as a whole.

   2.5. Please explain why the investor is interested in making the investment and the circumstances of the investment by the target.

   2.8. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc.

   Before:

   As a result of the transaction:

   2.9. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc., or any other source of influence beyond voting or appointment rights.

   2.10. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc.

   3.4. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year.

   3.8. For example:

   - direct recipient of the investment (target)

   - significant intermediate entity

   - global ultimate owner

   - company group…

   3.9. Art. 2.1 Regulation (EU) 2019/452: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity.

   3.11. Art. 2.1 Regulation (EU) 2019/45: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity.

   3.12. Where available please provide the relevant classification of the products supplied by the target such as

   •the relevant Export Control Code (see Annex I of Regulation (EU) 2021/821 of the EP and of the Council setting up a Union regime for the control of exports, brokering, technical assistance, transit and transfer of dual-use items)

   •the relevant military items code according to the current Common Military List of the EU (equipment covered by the Council Common Position 2008/944/CFSP defining common rules governing the control of exports of military technology and equipment)

   •CN Codes according to Annex I to Council Regulation (EEC) No 2658/87 on the tariff and statistical nomenclature and on the Common Customs Tariff

   3.13. If there is more than one company from a third country in the investor chain, please provide this information for all foreign investors.

   3.14. To the extent possible, please provide information of all sectors in which the customers of the target are active including indirect customers where this information is available. Alternatively, please provide a list of (direct and to the extent possible indirect) customers of the target in the EU.

   3.15. This is applicable to FDI resulting in a change of operations in the target undertaking.

   3.18. Such patents or other intellectual property might include those in relation to critical infrastructure, critical technologies, or critical inputs. Criticality of a patent can be established by the level of the reliance of companies on the licences to it.

   3.20. Please explain e.g. whether the target undertaking supplies goods, services, technology, etc. to the project or programme or to participants in these projects or programmes.

   3.21. The list of projects or programmes of Union interest is set out in the Annex of Regulation (EU) 2019/452. The Financial Transparency System (FTS) (<https://ec.europa.eu/budget/fts/index_en.htm> ) allows to search the beneficiaries of funding from the EU budget implemented directly the Commission (at Headquarters or in EU delegations to non-EU countries) and other EU bodies such as executive agencies ('direct management'), and beneficiaries of the European Development Fund. Please note that the FTS does not provide information on funding from the EU budget implemented by both the Commission and Member States ('shared management') or implemented indirectly by other international organisations or non-EU countries ('indirect management').

   3.22. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions.

   4.4. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year.

   4.8. For example:

   - direct recipient of the investment (target)

   - significant intermediate entity

   - global ultimate owner

   - company group…

   4.9. Art. 2.1 Regulation (EU) 2019/452: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity.

   4.10. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

   NACE is the European standard classification of productive economic activities. NACE presents economic activities partitioned in such a way that a NACE code can be associated with a statistical unit carrying them out. The NACE codes can be found in RAMON, the Eurostat database for NACE codes.

   Description of Activity 1 and NACE code\*

   Description of Activity 2 and NACE code\*

   Description of Activity x and NACE code\*

   4.11. Art. 2.1 Regulation (EU) 2019/45: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity.

   4.12. Where available please provide the relevant classification of the products supplied by the target such as:

   •the relevant Export Control Code (see Annex I of Regulation (EU) 2021/821 of the EP and of the Council setting up a Union regime for the control of exports, brokering, technical assistance, transit and transfer of dual-use items)

   •the relevant military items code according to the current Common Military List of the EU (equipment covered by the Council Common Position 2008/944/CFSP defining common rules governing the control of exports of military technology and equipment)

   •CN Codes according to Annex I to Council Regulation (EEC) No 2658/87 on the tariff and statistical nomenclature and on the Common Customs Tariff

   4.13. If there is more than one company from a third country in the investor chain, please provide this information for all foreign investors.

   4.14. To the extent possible, please provide information of all sectors in which the customers of the target are active including indirect customers where this information is available. Alternatively, please provide a list of (direct and to the extent possible indirect) customers of the target in the EU.

   4.15. This is applicable to FDI resulting in a change of operations in the target undertaking.

   4.18. Such patents or other intellectual property might include those in relation to critical infrastructure, critical technologies or critical inputs. Criticality of a patent can be established by the level of the reliance of companies on the licences to it.

   4.20. Please explain e.g. whether the undertaking supplies goods, services, technology, etc. to the project or programme or to participants in these projects or programmes.

   4.21. The list of projects or programmes of Union interest is set out in the Annex of Regulation (EU) 2019/452. The Financial Transparency System (FTS) (<https://ec.europa.eu/budget/fts/index_en.htm>) allows to search the beneficiaries of funding from the EU budget implemented directly the Commission (at Headquarters or in EU delegations to non-EU countries) and other EU bodies such as executive agencies ('direct management'), and beneficiaries of the European Development Fund. Please note that the FTS does not provide information on funding from the EU budget implemented by both the Commission and Member States ('shared management') or implemented indirectly by other international organisations or non-EU countries ('indirect management').

   4.22. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions.

   5.6. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

   NACE is the European standard classification of productive economic activities. NACE presents economic activities partitioned in such a way that a NACE code can be associated with a statistical unit carrying them out. The NACE codes can be found in RAMON, the Eurostat database for NACE codes.

   Description of Activity 1 and NACE code\*

   Description of Activity 2 and NACE code\*

   Description of Activity x and NACE code\*

   5.11. - If the ownership structure is complex, please provide details on the direct beneficiary, its ultimate owner and any significant intermediate entities to the extent available.

   - If available, please provide an organigram to explain the horizontal and vertical relationship between the companies referred and the overall structure of the company group before and after the transaction. The information can also be presented in the form of a chart (as an Annex).

   6.1. For example:

   - direct investor

   - holding company created for the purpose of executing the investment

   - 100% owner of a holding company without any other significant business activity

   - significant intermediate entity

   - global ultimate owner

   …

   6.4. If the entity is a natural person, please indicate the nationality/ies of this natural person.

   6.7. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year.

   In case the investor is part of a larger corporate group, please provide the information for the entire corporate group as well, if available.

   6.8. In case the investor is part of a larger corporate group, please provide the information for the entire corporate group as well, if available.

   6.11. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

   NACE is the European standard classification of productive economic activities. NACE presents economic activities partitioned in such a way that a NACE code can be associated with a statistical unit carrying them out. The NACE codes can be found in RAMON, the Eurostat database for NACE codes.

   Description of Activity 1 and NACE code\*

   Description of Activity 2 and NACE code\*

   Description of Activity x and NACE code\*

   6.12. If available, please explain if the investment is likely to result in a significant change in the profile or main activities of the investor.

   6.13. E.g. also by infusion of equity capital, grants, preferential loans, preferential taxes, etc.

   6.16. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions.

   6.17. Possible source of information for U.S sanctions: <https://sanctionssearch.ofac.treas.gov/>

   6.18. • If the ownership structure is complex, please provide details on the direct acquirer, the ultimate owner and any significant intermediate entities.

   • Please provide a list of all countries involved in the transaction on the investor side.

   • If available, please provide an organigram to explain the horizontal and vertical relationship between the companies referred.

   • When available, the information can also be presented in the form of a chart (as an Annex)

   **Please provide any information available about the ultimate investor.**

   7.3. E.g. domestic competition control, prudential supervision, sectoral authorisation or certification [↑](#endnote-ref-1)
2. [↑](#endnote-ref-2)
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