



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

2012

**APPLICATION FOR
AUTHORISATION**
under section 30 of the
**Central Bank Act, 1997, as
amended ('the Act')**



NOTES ON COMPLETION

- 1. Please read the Guidance Note on Completing and Submitting an Application for Authorisation as a Retail Credit Firm or a Home Reversion Firm under Part V of the Central Bank Act, 1997, as amended (the 'Guidance Note'), in conjunction with this Application Form. The Guidance Note is available on the Central Bank of Ireland's website www.centralbank.ie.**
2. All applications must be **typed**.
3. All questions must be completed before the application can be considered. If a question does not apply, please write **not applicable** or **none** as appropriate. Do not leave any blank spaces. **(Incomplete Applications will be returned.)** If the applicant is unable to submit any of the documentation requested below please give an explanation in the covering letter (referring to the section number).
4. Where applicants are required to 'confirm' a tick ('✓') placed in the relevant box will be taken as a confirmation.
5. If insufficient space has been provided for a reply, please provide that information on a separate sheet and refer to it in the space provided for the answer. Please ensure that any sheets are clearly marked with the name of the organisation and referenced to the appropriate question.
6. Any questions that have a **YES** and a **NO** box should be ticked as appropriate.
7. Further information or clarification may be requested (having regard to the replies furnished) for the purpose of considering and evaluating an application.
8. A business plan setting out the applicant's proposed regulated activities, with information also being supplied in relation to the applicant's existing or proposed unregulated activities, with the focus being on the proposed activities for which authorisation is being sought, should also be submitted with each application.

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Disclose Applicant's Name:

SECTION 1

Particulars of the Applicant

In accordance with the provisions of section 31A of the Central Bank Act, 1997, as amended, in order to obtain and retain an authorisation, a retail credit firm or home reversion firm shall satisfy the Central Bank of Ireland in relation to the provisions of section 31A(a)-(g).

Disclose:

- 1.1 Full legal name of the applicant (i.e. the registered name of the applicant at the date of submission of the application).

- 1.2 Legal status of the applicant (e.g. limited company incorporated in Ireland, partnership, etc.) and registered number if appropriate.

- 1.3 Trading name under which the applicant will operate as a retail credit firm or home reversion firm, if different from 1.1 above.

1.4 Address of the applicant's registered office.

<p>Telephone Number:</p> <p>Facsimile Number:</p>

1.5 Address of the applicant's head office, if different from 1.4 above.

<p>Telephone Number:</p> <p>Facsimile Number:</p>

1.6 Address of principal place of business if different from the applicant's head office.

<p>Telephone Number:</p> <p>Facsimile Number:</p>

- 1.7 Contact details of a principal of the applicant, in the State, who will accept service of any document in respect of the application.

<p>Contact Name:</p> <p>Address:</p> <p>Email:</p> <p>Telephone Number:</p> <p>Facsimile Number:</p>

- 1.7.1 Contact details of a person within the applicant that will act as a point of contact with the Central Bank of Ireland, for supervisory purposes, if authorised (if different from the contact listed at 1.7 above).

<p>Contact Name:</p> <p>Address:</p> <p>Email:</p> <p>Telephone Number:</p> <p>Facsimile Number:</p>

1.8 Disclose the name and address of the applicant's solicitors or other legal advisers, the date of their appointment and the applicant's contact at that firm and confirm that the Central Bank of Ireland can liaise with the named professional advisors in respect of the licence proposal.

<p>Name and Address:</p> <p>Telephone Number:</p> <p>Contact Name:</p> <p>Date of Appointment:</p> <p>Email:</p>
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1.9 Company Application

1.9.1 Disclose date of incorporation.

1.9.2 Confirm that the following documents are attached:

- (a) Certified copy of Certificate of Incorporation, and
- (b) Certified copy of Certificate of Incorporation on Change of Name, if applicable.

1.9.2 List the persons who are in a position to exercise a significant influence over the management of the company. (Individual Questionnaires must be completed by directors and those who exercise significant influence over the management of the company.)

Name	Relationship	Nature of Influence

1.10 Partnership Application

1.10.1 Confirm that an Individual Questionnaire is completed and attached for each person listed in Sections 1.10.3 and 1.10.5 below.

1.10.2 Disclose date of commencement of Partnership.

1.10.3 List the names of the partners and their status (e.g. managing, general or limited).

Name of Partner	Status	% of Partnership Capital Held

1.10.3 Does the partnership or any of the partners have a shareholding or other interests of 10% or more in any entity?

YES **NO**

If YES, please give the name, shareholding, and principal activities of each entity. (If the shareholding is held by an individual partner this should be indicated.)

Name of Entity	% Holding	Principal Activities

1.10.4 List the persons who are in a position to exercise a significant influence over the management of the partnership.

Name	Relationship	Nature of Influence

SECTION 2

GENERAL BUSINESS INFORMATION

2.1 Disclose the proposed date of commencement as a retail credit firm or home reversion firm (where the applicant is already trading as a retail credit firm or home reversion firm, please provide the date on which it commenced this activity).

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2.2 List the places of business which the applicant maintains or proposes to maintain in the State together with the names of the managers of those offices.

Address	Manager's Name

2.3 Does the applicant:

(a) currently maintain any place(s) of business outside the State?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
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(b) plan to establish any place(s) of business outside the State?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
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If YES, in relation to (a) or (b),

- (a) List the addresses together with the names of the managers in such offices, and

Address	Manager's Name

- (b) Provide a brief description of activities currently being undertaken and those proposed to be carried out.

- 2.4 Has there been any period in the applicant's history when it was not trading or engaged in other activities?

YES

NO

If YES, please give full details below.

2.5 Breakdown of Income

2.5.1 Has the applicant traded in the 12 months preceding the date of this application?

YES

NO

If YES, clarify the nature of the activities, which the applicant has been providing and provide a breakdown of income received in respect of each activity.

Activity	Description of Activity	% of Income

2.5.2 In the table below, provide details of the classes of retail credit that the applicant proposes to provide, and/or whether the applicant proposes carrying on a business of entering into home reversion agreements, in its first year of operations and in the corresponding column the percentage of projected income that will accrue from each type of credit and/or home reversion agreements entered into. The applicant must also provide the percentage of projected income, which will accrue from proposed activities that do not require authorisation under Part V of the Central Bank Act, 1997 (as amended).

	%
Classes of Retail Credit	
Home Reversion Business	
Other (please specify)	
Total Income	100

2.6 Clients

2.6.1 Explain how the applicant intends to attract clients e.g. advertising, personal contacts, liaison with trade bodies. (Please see the Advertising Requirements set out in the Consumer Protection Code.)

2.6.2 Provide a breakdown of the nature of the applicant's proposed client base. (Please note that where a firm wishes to treat a client as a professional client it must do so in accordance with the definition of a professional client as set out in the MiFID Regs 2007 and it must maintain a written record that such a client is to be treated as a professional client):

	%
Retail Clients (natural persons):	<input type="text"/>
Professional Clients or regulated financial services providers:	<input type="text"/>
Total:	<input type="text"/>

SECTION 3

**MEMORANDUM AND ARTICLES OF ASSOCIATION OR OTHER
CONSTITUTING DOCUMENTS**

Section 31A(a) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows - that, where appropriate, the memorandum and articles of association of the proposed retail credit firm or home reversion firm contain sufficient provision so as to enable the firm to operate in accordance with -

- (i) Part V of the Central Bank Act, 1997, as amended, and
- (ii) any conditions or requirements as the Central Bank of Ireland may impose.

3.1 Incorporated Applicants

3.1.1 Confirm that the following documents are attached:

- (a) A certified copy of the applicant's Memorandum of Association;
- (b) A certified copy of the applicant's Articles of Association; and
- (c) Certified copies of any special resolutions amending the Memorandum and Articles of Association (if applicable).

3.2 All Incorporated Applicants

3.2.1 Confirm that the scope of the applicant's constituting documentation is sufficiently wide to meet the conditions set out in Section 31A(a) of the Central Bank Act, 1997, as amended.

SECTION 4

DIRECTORS AND MANAGERS

Section 31A(b) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under Section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland - as to the probity and competence of each of the directors and managers of the proposed retail credit firm or home reversion firm.

4.1 Individual Questionnaires

Confirm that Individual Questionnaires and/or declarations are completed and attached for the following individuals as applicable:

4.1.1 Incorporated Applicants:

- (a) Directors (including shadow and alternate directors);
- (b) Chief Executive; and
- (c) Managers, if any, who report directly to the Board.

4.1.2 Unincorporated Applicants:

- (a) Principal(s) of the entity; and
- (b) Manager.

Confirm that the entity has a minimum of two approved persons (i.e. if the principal and manager is the one and same person, a minimum of one other officer is required to undergo the test).

4.2 Company Application

- 4.2.1 Confirm that an Individual Questionnaire is completed and attached for each person listed in Section 4.2.2.

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4.2.2 Complete the table below in respect of all of the directors/proposed directors and senior management of the applicant.

Name	Area of Responsibility	Country of Residence	Date Appointed/ Proposed Date of Appointment
<u>Executive Directors</u>			
<u>Non-Executive Directors</u>			
<u>Alternate Directors (if applicable)</u>			
<u>Shadow Directors (if applicable)</u>			
<u>Senior Management (where applicable, include Head of Credit)</u>			

4.2.3 Have any directors:

	YES	NO
- resigned within the last 3 years?	<input type="checkbox"/>	<input type="checkbox"/>
- not been reappointed within the last 3 years?	<input type="checkbox"/>	<input type="checkbox"/>
- been dismissed within the last 3 years?	<input type="checkbox"/>	<input type="checkbox"/>

If YES to any of the above, please provide the names of the persons concerned, relevant dates and reasons.

Name	Date(s)	Reasons

4.3 Compliance and Administrative Arrangements

4.3.1 Where applicable, disclose the following information in respect of the:

- (a) Compliance Officer,
- (b) Finance Officer,
- (c) Head of Credit,
- (d) Money Laundering Reporting Officer,
- (e) Officer responsible for Internal Audit, and

(a) COMPLIANCE OFFICER

Name:	
Location:	
Reporting to:	
Telephone Number:	
Facsimile Number:	
Email:	

(b) FINANCE OFFICER

Name:	
Location:	
Reporting to:	
Telephone Number:	
Facsimile Number:	
Email:	

(c) Head of Credit

Name:	
Location:	
Reporting to:	
Telephone Number:	
Facsimile Number:	
Email:	

(d) MONEY LAUNDERING REPORTING OFFICER

Name:	
Location:	
Reporting to:	
Telephone Number:	
Facsimile Number:	
Email:	

(e) OFFICER RESPONSIBLE FOR INTERNAL AUDIT

Name:	
Location:	
Reporting to:	
Telephone Number:	
Facsimile Number:	
Email:	

4.3.2 Confirm that a description of the responsibilities of each of the officers referred to at 4.3.1 (a) to (e) is included in the Business Plan (see Appendix 3).

SECTION 5

SHAREHOLDERS/MEMBERS AND QUALIFYING SHAREHOLDERS

Section 31A(c) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows – to the suitability of each of the qualifying shareholders or partners of the proposed retail credit firm or home reversion firm.

5.1 List all direct shareholders or members with qualifying holdings.

Identities of Shareholders / Members/ Partners	Natural/Legal Persons	Have Qualifying Holding (Yes/No)	Amounts of Qualifying Shareholding	Date Acquired
<u>Direct Shareholders</u>				

5.2 List all indirect shareholders or members with qualifying holdings up to and including the ultimate parent (if applicable).

Identities of Shareholders / Members	Natural/Legal Persons	Have Qualifying Holding (Yes/No)	Amounts of Qualifying Shareholding	Date Acquired
<u>Indirect Shareholders</u>				

5.3 Confirm that details of each

(a) Direct shareholder/member; and

(b) Subsequent indirect shareholder/member

with a qualifying holding in the applicant (i.e. legal and beneficial shareholder/member, including those who are in a position to control or influence the applicant) are disclosed in 5.1 and 5.2 above.

5.4 In relation to each direct/indirect shareholder/member with a

qualifying holding in the applicant confirm that Appendix 2 is completed and that all required documentation and information is attached.

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SECTION 6

ORGANISATIONAL STRUCTURE

Section 31A(d) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows - as to the organisational structure and management skills of the proposed retail credit firm or home reversion firm and that adequate levels of staff and expertise will be employed to carry out the firm's proposed activities.

6.1 General

Confirm that the applicant has:

- (a) Drafted, and will implement and maintain, decision-making procedures and that these will be made available to the Central Bank of Ireland upon request (either during or post authorisation) and are briefly described in the business plan; and
- (b) An organisational structure which, clearly and in documented manner, specifies reporting lines and allocates functions and responsibilities.
- (c) Draft policies and procedures to ensure compliance by the applicant and the persons who are the applicant's managers or employees with the applicant's obligations under Part V of the Central Bank Act, 1997, as amended, and that these will be made available to the Central Bank upon request (either during or post authorisation) and that brief details thereof are disclosed in the Business Plan.

6.2 Staff and Business Profile

6.2.1 Confirm that the following information is disclosed in the Business Plan:

- (a) A detailed organisational chart;
- (b) Reporting lines (if applicable);
- (c) Detailed breakdown of proposed staffing including the identity of the applicant's executives and senior management, their proposed role and responsibilities in the applicant and any overlapping functions that will be carried out; and
- (d) Distinction between functions/powers retained by the board and those delegated to management.

6.2.2 Confirm that details of how the applicant:

- (a) Ensures that their relevant persons are aware of the procedures which must be followed for the proper discharge of their responsibility;
- (b) Is establishing and will implement and maintain effective internal reporting and communication of information at all levels of the applicant;
- (c) Will maintain adequate and orderly records of its business and internal organisation; and
- (d) Is establishing and will implement and maintain adequate internal control mechanisms designed to secure compliance with decisions and procedures at all levels of the applicant and that these will be made available to the Central Bank of Ireland upon request (either during or post authorisation) are disclosed in the Business Plan.

6.2.3 Confirm that the direction of the applicant's business will be decided by *at least* two approved¹ personnel who are of sufficiently good repute and are sufficiently experienced to do so.

¹ Please refer to the 'Fit and Proper Requirements' available on the Central Bank's website.

6.2.4 Disclose how many persons are currently employed by the applicant (i.e. do not include individuals employed by another entity who are / will be providing services to the applicant).

6.2.5 Confirm that details of the measures taken/to be taken to establish the fitness and probity of potential employees are set out in the Business Plan.

6.2.6 Minimum Competency Requirements

Will individuals, on a professional basis, as, for or on behalf of this applicant be:

- providing advice to consumers on retail financial products;
- arranging or offering to arrange retail financial products for consumers; or
- undertaking certain specified activities?

and/or

referring or introducing consumers to the applicant?

(as set out in the Minimum Competency Requirements issued in July 2006)

YES **NO**

If yes, please provide the relevant confirmation in the 'Declaration 1' section below.

6.2.7 Confirm that the applicant's training and recruitment procedures manual is attached and that a description of staff training which will be put in place in relation to the provision of retail credit products or home reversion agreements is set out in the Business Plan.

6.2.8 Confirm that the applicant's personnel procedures, set out a description of the arrangements the applicant will have in place to ensure it's compliance with the provisions of the Consumer Protection Code.

6.2.9 Confirm that the applicant's personnel procedures set out, a description of the arrangements the applicant will have in place to ensure it's compliance with the provisions of the Minimum Competency Requirements.

6.3 Outsourcing

Will the applicant be relying on individuals and/or systems employed by another entity (group or non-group) for the performance of its activities?

YES

NO

If YES,

6.3.1 Confirm that the following information is disclosed in the Business Plan:

(a) How many persons, employed by another entity, will provide services to the applicant?

(b) The nature of the services to be provided;

6.4 Intermediaries

6.4.2 Confirm whether applicant has appointed or will appoint any intermediaries to operate on it's behalf.

6.4.3 Where the applicant is involved in the provision of housing loans, list below all the mortgage intermediaries the applicant has issued appointments to.

6.5 Business Continuity

- 6.5.1 Confirm that details of the applicant's business continuity policy aimed at ensuring, in the case of an interruption to its systems and procedures,
- (a) the preservation of essential data and functions;
 - (b) the maintenance of investment services and activities; or
 - (c) where that is not possible, the timely recovery of such data and functions and the timely resumption of their investment services and activities,
- are set out in the Business Plan; and
- 6.5.2 Confirm that details of the testing of the Business Continuity plans Undertaken to date are set out in the Business Plan.

SECTION 7

PROVISION OF INFORMATION ON AN ONGOING BASIS

Section 31A(e) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows – that the proposed retail credit firm or home reversion firm has and will follow established procedures to enable:

- (i) the Central Bank of Ireland to be supplied with all information necessary for the Central Bank of Ireland's supervisory functions, and
- (ii) the public to be supplied with any information which the Central Bank of Ireland may specify.

7.1 Books and Records

7.1.1 Confirm that the applicant keeps records of all services and transactions undertaken by it and ensures that the records are sufficient to enable the Central Bank of Ireland to monitor compliance with Part V of the Central Bank Act, 1997, as amended, and, in particular, to ascertain whether the applicant is complying with its obligations with respect to clients or potential clients and that these will be made available to the Central Bank of Ireland upon request.

7.2 Retention of Records

Confirm that details of the applicant's retention of records policy is disclosed in the Business Plan, including:

7.2.1 That the applicant shall retain -

Records which set out

(i) the respective rights and obligations of the applicant and the client under an agreement to provide services, or

(ii) the terms on which the applicant provides services to the client, for at least the duration of the relationship with the client.

7.2.2 Details of the durable medium in which records are retained.

7.3 Administrating and Accounting

7.3.1 Disclose in the Business Plan details of the applicant's proposed:

- (a) Administrative and accounting procedures. This should include details of the accounting policies and procedures that the applicant has established that enables it, at the request of the Central Bank of Ireland, to deliver in a timely manner to the Central Bank of Ireland financial reports which reflect a true and fair view of their financial position and which comply with all applicable accounting standards and rules.
- (b) Internal control mechanisms (including a description of the Internal Audit, Risk Management and Compliance functions, if applicable);
- (c) Risk assessment procedures; and
- (d) Control and safeguard arrangements for information processing that the applicant has in place.

7.3.2 Confirm that the procedures, mechanisms, and arrangements referred to in 7.3.1 (a) to (d) will be made available to the Central Bank of Ireland upon request (either during/post authorisation).

7.4 Complaint Procedures

Confirm that the applicant:

- (a) Will maintain effective and transparent procedures for the reasonable and prompt handling of complaints received from clients and that these procedures will be made available to the Central Bank of Ireland upon request (either during or post authorisation); and
- (b) Will keep a record of each complaint and the measures taken for the resolution of the complaint.

SECTION 8

ABILITY TO SUPERVISE APPLICANT

Section 31A(f) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows – that the organisation of the business structure of the proposed retail credit firm or home reversion firm is such that it and any of its associated or related undertakings are capable of being supervised adequately by the Central Bank of Ireland.

8.1 Is the applicant part of a group?

YES

NO

If YES,

8.1.1 Confirm that a group organisation diagram is attached setting out:

(a) all group entities (including branches, etc., established outside Ireland) i.e. the name of each undertaking within the group;

(b) the relationships existing within the group showing percentage holdings of each undertaking;

(c) the nationality of natural persons and jurisdiction of incorporation of legal persons (if not Irish);

(d) the country in which its head office is located; and

(e) regulatory status, if applicable, and the name of the regulatory authority of the various entities in the structure.

8.2 Board Meetings

Where applicable, how many Board meetings will be held each year in Ireland, and how many directors are resident in Ireland?

SECTION 9

REGULATORY BACKGROUND

The following questions should be answered by entering a tick (✓) in the appropriate box. In any case where the response to a question is YES, full details should be given on a separate sheet and referenced to the appropriate question.

State whether, to the best of the applicant's knowledge and belief, any of its shareholders, directors, partners or managerial staff have ever:

9.1 Been convicted or given the benefit of the Probation of Offenders Act, 1938 for a criminal offence involving fraud, dishonesty or breach of trust:

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

9.2 Been declared bankrupt or come to any compromise with his/her creditors:

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

9.3 Been disqualified or restricted as a director of a company under the Companies Act, 1990, as amended:

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

9.4 Been the subject of proceedings similar to those referred to in questions 10.1 and 10.3 above in another jurisdiction:

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

Other

9.5 Has the applicant ever been regulated by the Central Bank of Ireland or any other regulatory agency (in the State or elsewhere)? If yes please provide the business name under which the services were carried out.

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.6 Has the applicant ever applied for authorisation by the Central Bank of Ireland or any other regulatory agency (in the State or elsewhere) and had such an application refused?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.7 Has the applicant ever applied for authorisation by the Central Bank of Ireland or any other regulatory agency (in the State or elsewhere) and decided not to proceed with such an application after having made it?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.8 Is the applicant a member of any professional association or trade body (in the State or elsewhere)?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.9 Has the applicant ever applied for authorisation, membership or recognition by a body described in question 10.8 and had such an application refused?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.10 Has the applicant ever applied for authorisation, membership or recognition by a body described in question 10.8 and decided not to proceed with such an application after having made it?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.11 Has a petition for the compulsory winding-up, an application for a dissolution order or a bankruptcy petition in respect of the applicant, been served at any time in the past 5 years?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.12 Is the applicant aware that any such petition is pending?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.13 Has any qualifying shareholder, subsidiary, related undertaking or associated undertaking of the applicant been the subject of a winding up, a dissolution or bankruptcy proceedings at any time in the previous five years?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.14 Is the applicant aware of any tax compliance issues that any of its qualifying shareholders/ directors may have?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.15 Is the applicant aware of any allegations of fraud, dishonesty, breach of trust, insider dealing or market manipulation in respect of any of its qualifying shareholders/ directors/ employees?

YES NO

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.16 Has the applicant at any time in the past five years:

- (a) had a receiver or examiner appointed;
- (b) failed to satisfy a debt adjudged due or a debt in respect of which a judgement has been registered;
- (c) entered into a scheme of arrangement or composition of its debts with its creditors?

YES NO

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

Note: The appointments mentioned above include any equivalent appointments made under the laws of another country

9.17 Has the applicant, at any time, been refused or had withdrawn any licence, recognition or authorisation under the Consumer Credit Act, 1995?

YES NO

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.18 Has the applicant at any time had any authorisation/licence to carry on investment, banking or insurance business, in the State or elsewhere, revoked?

YES NO

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.19 Has the applicant ever been subject to any disciplinary measures by any regulatory body of which it is/or was a member?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.20 Has the applicant changed its legal advisors in the three years prior to the date of application?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.21 Has the applicant changed its bankers in the three years prior to the date of application?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.22 Has the applicant changed its auditors in the three years prior to the date of application?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.23 Have any legal proceedings or administrative sanction proceedings been brought in this or any other jurisdiction against the applicant, in which the applicant has either been convicted or found liable, in relation to the provision of financial services in the three years prior to the date of application?

YES **NO**

<input type="checkbox"/>	<input type="checkbox"/>
--------------------------	--------------------------

9.24 Has the applicant agreed to an out of court settlement at any time in the three years prior to the date of application in respect of legal proceedings brought against it in relation to its financial services?

YES

NO

9.25 Is the applicant currently involved in any proceedings of the type described in questions 9.23 and 9.24?

YES

NO

9.26 Has the applicant ever been convicted of any offence involving fraud, dishonesty, breach of trust, insider dealing or market manipulation under legislation (in the State or elsewhere) relating to companies, building societies, credit unions, friendly societies, insurance, banking or other financial services, insolvency, consumer credit or consumer protection?

YES

NO

9.27 Have the books, records or other documents of the applicant ever been requisitioned or seized by any regulatory body in exercise of its powers, either in the State or in any other jurisdiction?

YES

NO

SECTION 10

OTHER

Section 31A(g) of the Central Bank Act, 1997, as amended, provides that the Central Bank of Ireland shall not grant an authorisation under section 31(1) to a person to operate as a retail credit firm or home reversion firm unless the firm satisfies the Central Bank of Ireland as follows – as to the conduct of:

- (i) the proposed retail credit firms's or home reversion reversion firm's business and financial resources, and**
- (ii) any other matters as the Central Bank of Ireland considers necessary in the interests of the proper and orderly regulation and supervision of retail credit firms or home reversion firms, or in the interests of the protection of investors.**

(Any additional information required to enable the Central Bank of Ireland make a decision under this sub-heading will be notified to the applicant having examined the material provided).

10 Accounts

10.1 Confirm that financial projections covering a period of one year are included in the Business Plan and include:

- (a) A monthly break down for the first year of operation;
- (b) Detailed projected profit and loss accounts;
- (c) Detailed projected balance sheets; and
- (d) Notes explaining each line item and how the projections were Developed, including any assumptions made.

10.2 Applicants currently trading:

- (a) Copies of the annual or audited accounts for the preceding year (if available); and
- (b) The applicant's most recent management accounts.

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10.3 Disclose where in the state the applicant's accounting records will be kept.

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10.4 Disclose the name, address and telephone number of the applicant's auditors, the date of their appointment, and the applicant's contact at the firm.

Name and Address:	
Telephone Number:	
Contact Name:	
Date of Appointment:	
Email:	

10.5 Disclose the name, address and telephone number of the applicant's accountants, the date of their appointment, and the applicant's contact at the firm.

Name and Address:	
Telephone Number:	
Contact Name:	
Date of Appointment:	
Email:	

10.6 Disclose the date of the applicant's accounting year-end or proposed year-end.

10.7 Disclose base and reporting currency and accounting standards being utilised.

10.8 Have the accounts of the applicant carried a qualified audit report in any of the last 5 years?

YES

NO

N/A

If YES, give details below.

10.9 Please provide a description of how the business is currently or will be funded?

10.10 Confirm that the business plan is sufficiently detailed to make it clear that the applicant has sufficient resources to effectively conduct its business within the requirements of the supervisory regime and that it focuses on the proposed activities of the applicant rather than that of the group (if part of a group structure);

Central Bank Act, 1997, as amended

DECLARATION

[The applicant] applies for authorisation under the section 30 of the Central Bank Act, 1997, as amended, on the basis of information supplied with this application and any additional information supplied to the Central Bank of Ireland in the course of the application.

I/We acknowledge that the Central Bank of Ireland may disclose information in the performance of its statutory functions or otherwise as may be specifically authorised by law.

I/We acknowledge that the applicant must comply with the provisions of the Central Bank of Ireland's Consumer Protection Code¹.

I/We hereby confirm that:

- (A) the individuals, who on a professional basis, as, for or on behalf of the applicant who will:
1. provide advice to consumers on retail financial products,
 2. arrange, or offer to arrange retail financial products for consumers,
 3. undertake certain specified activities (as set out in the Minimum Competency Requirements¹ issued in July 2006), and/or
 4. only refer or introduce consumers to regulated firms

will comply with the Minimum Competency Requirements

and

(B) the relevant individuals in the applicant will comply with the minimum standards as set out in the Minimum Competency Requirements on an ongoing basis.

I/We acknowledge that the applicant's anti money laundering controls will meet the requirements as set out in the Money Laundering Guidance Notes for Financial Institutions (excluding Credit Institutions) supervised by the Central Bank of Ireland¹ and the "Guidance on the Offence of Financing of Terrorism and the

¹ These are available on the Central Bank's website www.centralbank.ie

Financial Sanctions Regime for bodies designated under Section 25 of the Criminal Justice (Money Laundering and Terrorist Financing) Act, 2010.²

I/we warrant that I/we have truthfully and fully answered the relevant questions in this form and disclosed any other information which might reasonably be considered relevant for the purpose of the application.

I/we warrant and I/we will promptly notify the Central Bank of Ireland of any changes in the information I/we have provided and supply any other relevant information which may come to light in the period during which the application is being considered and, the application is accepted, thereafter.

<i>Dated this</i>	<i>day of</i>	<i>200</i>
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<i>Signed:</i>	<i>Position</i>
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<i>Signed:</i>	<i>Position</i>
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<i>Signed:</i>	<i>Position</i>
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<i>For and on behalf of:</i> <i>(Please print name of the Applicant. At least two directors, including the managing director must sign this declaration. Original signatures are required.)</i>
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NOTE: Under the provisions of section 36A(1)(c) of the Central Bank Act, 1997, as amended, the Central Bank of Ireland may revoke an authorisation on being satisfied on reasonable grounds that the authorisation was obtained by means of false or misleading representation. In addition, applicants should not amend or delete any sections of this document.

² All persons carrying on lending including, inter alia: consumer credit, mortgage credit, factoring, with or without recourse, financing of commercial transactions (including forfeiting), are subject to the requirements of the Criminal Justice (Money Laundering and Terrorist Financing) Act, 2010.

APPENDIX 1

Definitions

"credit" means a cash loan (whether or not provided on the security of a mortgage or charge over an estate or interest in land), but does not include credit of a class specified in section 3(2) of the Consumer Credit Act, 1995;

"home reversion agreement" means an agreement between a vendor and a home reversion firm that provides –

- (a) for the conveyance by the vendor to the home reversion firm of an estate or an interest in land (which includes the principle residence of the vendor or of the vendor's dependents) for a discounted sum or an income (or both), and
- (b) for the vendor to retain the right to live in the residence until the occurrence of one or more events specified in the agreement;

"home reversion firm" means a person carrying on a business of entering into home reversion agreements;

"retail credit firm" means a person prescribed for the purpose of paragraph (g) of the definition of 'credit institution' in section 3 of the Consumer Credit Act 1995, or any other person who holds itself out as carrying on a business of, and whose business consists wholly or partly of, providing credit directly to relevant persons, but does not include—

- (a) a person who is a regulated financial service provider, or
- (b) a person who is an authorised credit intermediary under Part XI of the Consumer Credit Act 1995, or
- (c) in relation to credit that was originally provided by another person, a person to whom all or any part of that other person's interest in the credit is directly or indirectly assigned or otherwise disposed of, or
- (d) a person who provides credit on a once only or occasional basis, but only if the provision of the credit does not involve a representation, or create an impression (whether in advertising, marketing or otherwise), that the credit would be offered to other persons on the same or substantially similar terms, or

(e) a person who is exempted, or who belongs to a class of persons that is exempted, under section 29A from being required to hold an authorisation as a retail credit firm;

"relevant person" means a natural person within the State, other than-

- (a) a natural person who is, or satisfies the criteria to elect to be treated as, a professional client for the purposes of the European Communities (Markets in Financial Instruments) Regulations 2007 (S.I. No. 60 of 2007), or
- (b) a person who is a regulated financial services provider;

APPENDIX 2

Qualifying Shareholder Information

Please complete the relevant section in relation to each qualifying shareholder (copy the relevant section where necessary if more than one).

Qualifying Shareholder – Individuals

Disclose name of Qualifying Shareholder.

Where a qualifying shareholder is an individual (natural person), confirm that he/she has submitted the following:

- (a) Completed Individual Questionnaire;
- (b) Regulatory Status of the individual – that is whether or not the individual is regulated, or registered with a regulatory body and if so, the name of that body;
- (c) Documentation evidencing the fact that the individual is the registered holder of the shares (for example, a certified copy of the share register); and
- (d) Written confirmation from the individual that he/she is the *beneficial* owner of the shares.

Qualifying Shareholder – Company

Disclose name of Qualifying Shareholder.

Where a qualifying shareholder is an incorporated entity, confirm that the company has submitted the following:

- (a) Description of activities;
- (b) Whether or not the company is regulated and if regulated,

- by which authority; _____
- (c) Most recent audited accounts if applicable. If not available most recent management accounts should be submitted.
- (d) Details of proposed interaction with the applicant;
- (e) Documentation evidencing the fact that the company is the registered holder of the shares, i.e. copy of the share register; and
- (f) Written confirmation that the company is the *beneficial* owner of the shares.

Qualifying Shareholder – Nominee Company

Disclose name of Qualifying Shareholder.

Where a company holds 10% or more of the shares in an applicant on behalf of third parties, confirm that the company has submitted the following details relating to the proposed nominee holders of the shares:

- (a) Documentation evidencing the fact that the nominee is the registered holder of the shares, i.e. certified copy of the share register;
- (b) Documentation evidencing the ownership of the nominee company, i.e. certified copy of the share register;
- (c) Audited accounts of the nominee company;
- (d) Identity of the beneficial owners of the shares;
- (e) Details regarding what object is intended to be served by using such a nominee company, rather than holding the shares directly; and
- (f) Appropriate declarations in respect of the nominee holding the shares in trust for the beneficial owners, including formal confirmation from the nominee itself that the relevant declarations of trust remain valid and in force.

Qualifying Shareholder – Trusts

Disclose name of Qualifying Shareholder.

Where a qualifying shareholder is a trust, confirm that the trustees have submitted the following:

- (a) Documentation evidencing the fact that the trust is the registered holder of the shares, i.e. certified copy of the share register;
- (b) Copies of the trust deed and any other documentation constituting the trust or relating to the trust in some other way including any supplemental or ancillary deeds, documents or agreements or side letters;
- (c) Completed Individual Questionnaires for the settlers of the trusts;
- (d) Completed Individual Questionnaires for the trustees of the trusts;
- (e) Completed Individual Questionnaires for the beneficiaries of the trusts (including details of age for minors) and those of all persons who are within the class of prospective beneficiaries;
- (f) Most recent audited accounts (if available) or other relevant financial information in relation to the trusts;
- (g) Reasons for structure;
- (i) Legal opinion confirming the validity and efficacy of the undertaking as drafted to suit the circumstances of any particular qualifying shareholder trust.

Qualifying Shareholder – Partnerships

Disclose name of Qualifying Shareholder.

Where a qualifying shareholder is a limited liability partnership ('LLP'), confirm that the partners have submitted the following:

- (a) Description of the LLP itself (including names of general and limited partners and details of respective roles);

- (b) Descriptions of activities of the LLP;
- (c) Whether or not the LLP is regulated and by which authority;
- (d) Most recent audited accounts if applicable. If not available
most recent management accounts;
- (e) Details of proposed interaction with applicant;
- (f) Documentation evidencing the fact that the LLP is the
registered holder of shares (if this is the case);
- (g) Written confirmation that the LLP is the beneficial owner of
the shares; and
- (h) A copy of the partnership deed and any relevant agreement
between the general and limited partners.

APPENDIX 3

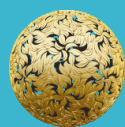
Business Plan

The business plan should incorporate the following information (including the specific information required by the application form).

For ease of reference each section of the business plan should be numbered and follow the sequence of the application form.

1. Background and Introduction to Applicant
 - General history/background
 - Refer to section 1 of the application form for additional disclosure requirements (if applicable)
2. General Business Information
 - Existing activities (if already established) including details of regulatory status (if applicable)
 - Proposed activities detailing specific services and products to be provided (including details of anticipated clients)
 - Future plans (i.e. proposals to extend business lines, etc., within 12 months of authorisation, if authorised, and proposed timeframes)
3. Financial Information
 - Please refer to Section 10 of the application form for detailed disclosure requirements
 - Explanation for the projected figures (i.e. basis upon which projected figures have been determined)
4. Directors and Managers
 - Board of directors and management
 - Biographies (including details of relevant expertise)
 - Roles and responsibilities
 - Committees (if any)
5. Shareholders
 - Brief background on each direct and indirect shareholders (with qualifying holdings)
 - Description of activities
 - Regulatory status (if applicable)
 - Details of proposed interaction with the applicant (if applicable)
6. Organisational Structure
 - General (refer to section 6.1 of the application form)
 - Staff and Business Profile (refer to section 6.2 of the application form)
 - Administration and Accounting (refer to section 7.3 of the application form)
7. Any other relevant information

T +353 1 224 4000 F +353 1 671 6561 www.centralbank.ie



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

Bosca OP 559, Sráid an Dáma, Baile Átha Cliath 2, Éire
PO. Box No 559, Dame Street, Dublin 2, Ireland