

**EXECUTIVE COMMITTEE ACT 178/4/2.10.2020**

**ANNEX B**

**ANNEX II**  
**QUESTIONNAIRE**  
**ASSESSMENT OF PROPOSED ACQUISITION OF A HOLDING BY LEGAL**  
**PERSONS**

<b>Name of target institution</b>	
<b>LEI code of target institution</b>	
<b>General Electronic Commercial Registry (GEMI) number of target institution</b>	
<b>Name of legal person</b>	

*Instructions for completing the questionnaire*

1. The questionnaire must be duly completed and signed by an authorised person, with legalisation of his signature by a competent administrative authority. The authorisation documents shall be submitted together with the declaration contained in Chapter 8 and the declaration contained in Chapter 9 of this questionnaire.
2. The space provided under each question in the questionnaire is NOT indicative of the size of the required answer.
3. The data provided shall be proved through official certificates (if they can be issued by a competent authority in the appropriate Member State or third country). Where there is no competent authority to issue the required certificates, equivalent documents issued by an independent reliable source shall be submitted. In case of procedures/searches in progress, information can be provided through a statutory declaration.
4. The certificates submitted together with this questionnaire should have been issued no more than three months before the submission of the questionnaire.
5. Any false or misleading information or suppression of important information may give rise, in addition to criminal prosecution, also to doubts about the suitability of the legal person.
6. All questions must be duly completed, otherwise the necessary explanations should be provided.
7. The supporting documents accompanying the questionnaire shall provide a cross-reference to the relevant paragraph and shall be attached to the questionnaire as

Attachments, numbered as specified herein and not consecutively, i.e. omitting the numbers of any missing/non-applicable annexes.

8. The submission of the questionnaire and the documentation in paper form should be accompanied by an electronic file storage (a CD or USB) containing all the documentation scanned in PDF format.

The questionnaire and the relevant documentation shall be submitted in a sealed envelope at the following address:

BANK OF GREECE

Banking Supervision Department

21, E. Venizelos Ave., 10250 Athens

Telephone: +30 210 3205019

Fax: +30 210 3205400

Email: [dep.bankingsupervision@bankofgreece.gr](mailto:dep.bankingsupervision@bankofgreece.gr)

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

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

**Data of contact person**

Name	
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Surname	
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Occupation	
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Company Name	
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Postal address	
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Fixed phone number (including area code)	
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Mobile phone number (optional)	
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Fax number (including area code)	
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Email address	
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## **1. Information on the proposed acquisition**

### **1.1 Name of the target institution**

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**1.2** State the number and kind of shares (common or preference) already held (if any) by the legal person before the proposed acquisition, the amount of these shares in the total share capital (in percentage), the number of voting rights\* and proportion of voting rights\*\*.

	Number and kind of shares	% of total share capital	Nominal value of shares	Market value of shares	Number of voting rights*	Proportion of voting rights**
Direct holding						
Indirect holding						

\* If different from the number of shares.

\*\* If different from the percentage of shares in the total share capital.

State the price of the proposed acquisition and the criteria used to determine that price. If the market value differs from the price of the proposed acquisition, please explain.

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**1.3** State the number and kind of shares (common or preference) that will be held by the legal person after the proposed acquisition, the amount of these shares in the total share capital (in percentage), the number of voting rights\* proportion of voting rights\*\*.

	Number and kind of shares	% of total share capital	Nominal value of shares	Market value of shares	Number of voting rights*	Proportion of voting rights**

Direct holding						
Indirect holding						

\* If different from the number of shares.

\*\* If different from the percentage of shares in the total share capital.

**1.4** Will the voting rights be exercised directly by the legal person?

**1.5** State the legal person's aim and expectations of the proposed acquisition (e.g. strategic investment, portfolio investment)

**1.6** State the holding percentage in the target institution that the legal person, or the persons who effectively direct its business, or the undertakings under the legal person's control, or any shareholder exerting significant influence on the legal person, plans to acquire during the next 12 months.

**1.7** State whether the legal person plans to appoint new members of the board of directors of the institution as a result of the proposed acquisition. If so and if these new members are known, state their names and the positions they will hold.

## **2. Information on the legal person**

### **2.1 Registered name**

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### **2.2 Business name**

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### **2.3 Legal form**

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**2.4** Attach, as Attachment 1, authenticated copy of the Articles of Association of the legal person, including all its amendments, as well as any certificate of registration thereof by the competent authority, in Greece or abroad.

### **2.5 Address of registered company seat**

Street	
Number	
City	
Country	
Postal code	

**2.6** Is the head office address of the legal person the same as the company registered seat address?

Yes

No      ► If no, please specify

Street	
Number	
City	
Country	
Postal code	

Please also attach, as Attachment 1, evidence of the head office address.



**2.7** State the contact details of the legal person

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**2.8** Attach, as Attachment 2, the financial statements (at an individual and, where applicable, at sub-consolidated and consolidated group levels) of the legal person for the last three financial years, approved according to law by statutory auditors or audit firms. Audited financial statements comprise:

- the balance sheet;
- the profit and loss accounts or income statement; and
- the annual reports and financial annexes, as well as any other documents registered with the relevant registry or authority of the particular territory relevant to the legal person.

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

If audited financial statements for the last three years are not available, attach the respective not audited, as well as audited financial statements of previous financial years that are available.

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

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**2.9** Has the legal person or its group ever been assessed by an external credit assessment institution, in Greece or abroad?

If so, attach, as Attachment 3, the relevant rating reports. In addition, state below the name(s) of the external credit assessment institution(s), the assessment date and the credit rating assigned.

**2.10** Attach, as Attachment 4, a description of the legal person's activities to date.

**2.11** Describe in detail any financial (e.g. credit operations, guarantees, pledges) and non-financial (family or close relationships) interests or relationships between the legal person or the group it is a part of or the persons that effectively direct its business and the persons listed in the following points:

- (a) any other current shareholder of the target institution;
- (b) any person entitled to exercise voting rights of the target institution in any of the following cases or a combination of them:
  - i. voting rights held by a third party with whom that person or entity has concluded an agreement, which obliges them to adopt, by concerted exercise of the voting rights they hold, a lasting common policy towards the management of the issuer in question;
  - ii. voting rights held by a third party under an agreement concluded with that person or entity providing for the temporary transfer for consideration of the voting rights in question;
  - iii. voting rights attaching to shares which are lodged as collateral with that person or entity, provided the person or entity controls the voting rights and declares its intention of exercising them;
  - iv. voting rights attaching to shares in which that person or entity has the life interest;
  - v. voting rights which are held, or may be exercised within the meaning of the first four items of this subparagraph (b), by an undertaking controlled by that person or entity;

vi. voting rights attaching to shares deposited with that person or entity which the person or entity can exercise at its discretion in the absence of specific instructions from the shareholders;

vii. voting rights held by a third party in its own name on behalf of that person or entity;

viii. voting rights which that person or entity may exercise as a proxy where the person or entity can exercise the voting rights at its discretion in the absence of specific instructions from the shareholders;

(c) any member of the board of directors or key function holder of the target institution;

(d) any person that controls, within the meaning of Article 3(1)(34) of Law 4261/2014;

(e) any politically exposed person, within the meaning of Article 3(9) of Law 4557/2018; and

(f) the target institution itself and its group.

Are there any conflict of interests or activities arising from the above relationships?

If so, propose possible solutions for managing those conflicts of interest.

**2.12** State any action in concert with other parties, within the meaning of Article 23(5) of Law 4261/2014 (e.g. contribution of other parties to the financing, means of participation in the financial arrangements, future organisational arrangements, etc.).

**2.13** State any existing or potential shareholder agreements with new and existing shareholders of the target institution concerning the institution, and describe the conditions of such agreements.

**2.14** Provide information on any other interests or activities that may be in conflict with those of the target institution and possible solutions for managing those conflicts of interest.

**2.15** If the legal person is a member of a group, determine the group, the comprised legal persons, their seat and their main activities. Attach, as Attachment 5, an organisational chart of the group's structure, as well as the percentages and voting rights.

**2.16** Provide an analysis of the perimeter of consolidated supervision of the target institution and the group that it would belong to after the proposed acquisition. This should include information about which group entities would be included in the scope of consolidated supervision requirements after the proposed acquisition and at which levels within the group these requirements would apply on a full or sub-consolidated basis.

**2.17** Will the proposed acquisition impact in any manner, including as a result of close links of the legal person with the target institution, the latter's ability to continue to provide timely and accurate information to the Bank of Greece?

**2.18** Is the legal person listed on a stock exchange, in Greece or abroad?

No

Yes ▶ If yes, please specify

**2.19** Has the legal person, or the persons that effectively direct its business, or the undertakings under the legal person's control, or any shareholder exerting significant influence on the legal person, ever defaulted on payments and asked creditors for a restructuring?

What were the reasons behind such default? How long were payments overdue? How was the default settled? Is there a relevant pending case?

Please specify, including the relevant legal consequences or any penalties imposed.

**2.20** Does the legal person have its head office registered in a third country?

No

Yes

If yes, attach, as Attachment 6, the following additional information:

(a) a certificate of good standing, or equivalent where not available, from foreign financial sector authorities in relation to the legal person;

(b) where available, a declaration by foreign financial sector authorities that there are no obstacles or limitations to the provision of information necessary for the supervision of the target institution; and

(c) general information on the regulatory regime of that third country as applicable to the legal person.

**2.21** Is the legal person a sovereign wealth fund?

No

Yes

If yes, provide the following additional information and attach, as Attachment 7, any relevant documents:

(a) the name of the ministry or government department in charge of defining the investment policy of the fund;

(b) details of the investment policy and any restrictions on investment;

(c) the name and position of the individuals responsible for making the investment decisions for the fund; and

(d) details of any influence exerted by the identified ministry or government department on the day-to-day operations of the fund and the target institution.

**2.22** Is the legal person a private equity fund or a hedge fund?

No

Yes

If yes, provide the following additional information and attach, as Attachment 8, any relevant documents:

(a) a detailed description of the performance of previous acquisitions by the legal person of qualifying holdings in financial institutions;

(b) details of the legal person's investment policy and any restrictions on investment, including details on investment monitoring, factors serving the legal person as a basis for investment decisions related to the target institution and factors that would trigger changes to legal person's exit strategy;

- (c) the legal person's decision-making framework for investment decisions, including the name and position of the individuals responsible for making such decisions; and
- (d) a detailed description of the legal person's anti-money laundering procedures and of the anti-money laundering legal framework applicable to it.

**2.23** Is the legal person a collective investment undertaking?

- No
- Yes

If yes, provide the following additional information and attach, as Attachment 9, any relevant documents:

- (a) the identity of the unit holders controlling the collective investment undertaking or having a holding enabling them to prevent the taking of decisions by the collective investment undertaking;
- (b) details of the investment policy and any restrictions on investment;
- (c) the name and position of the persons responsible, whether individually or as a committee, for defining and making the investment decisions for the collective investment undertaking, as well as a copy of any management mandate or, where applicable, terms of reference of the committee;
- (d) a detailed description of the applicable anti-money laundering legal framework and of the anti-money laundering procedures of the collective investment undertaking; and
- (e) a detailed description of the performance of former holdings of the collective investment undertaking in other credit institutions, insurance or re-insurance undertakings or investment firms, indicating whether such holdings were approved by a competent authority and, if so, the identity of the authority.

### **3. Suitability of the legal person**

**3.1** Has any supervisory authority, chamber or government agency, in Greece or abroad, ever refused to the legal person, revoked or suspended any registration, authorisation, membership, or licence to carry out a trade, business or profession? Has any such application ever been withdrawn or terminated?

Answer this question also in relation to the persons that effectively direct the business of the legal person, or the undertakings under the legal person's control, or any shareholder exerting significant influence on the legal person.

If yes, please specify.

**3.2** During the last ten years, has any competent supervisory authority, in Greece or abroad, requested access to or seized the books or records of the legal person?

No

Yes ▶ If yes, please specify

**3.3** Has the legal person or the persons that effectively direct its business ever obstructed the effective exercise of supervisory tasks by competent authorities in Greece or abroad?

No

Yes ▶ If yes, please specify

**3.4** Has any conviction every been issued, or have any criminal, civil or administrative sanctions ever been imposed, or are there any charges pending against the legal person,



or the persons that effectively direct the business of the legal person, or the undertakings under the legal person's control, or any shareholder exerting significant influence on the legal person, in Greece or abroad? Is any criminal, civil or administrative proceeding or investigation currently in progress in Greece or abroad?

No

Yes ► If yes, please specify

In particular,

3.4.1 for fraud, bribery, forgery, tax evasion, usury, breach of trust or embezzlement?

No

Yes ► If yes, please specify

3.4.2 for money laundering and terrorist financing?

No

Yes ► If yes, please specify

3.4.3 for offences related to insolvency, consumer credit, consumer protection, legislation relating to companies, bankruptcy, insider dealing?

No

Yes ► If yes, please specify

3.4.4 for market abuse?

No

Yes ► If yes, please specify

3.4.5 for violation of the laws on banking, insurance activity, (principal and ancillary) investment services, payment services?

No

Yes ► If yes, please specify

3.4.6 any other offence punishable with imprisonment that may reasonably be considered as relevant to the sound and prudent management of a credit institution?

No

Yes ► If yes, please specify

**3.5** Has the legal person, or the persons that effectively direct the business of the legal person, or the undertakings under the legal person's control, or any shareholder exerting significant influence on the legal person, ever been the subject of administrative or disciplinary penalties imposed by any supervisory authority, professional body or government agency in Greece or abroad for non-compliance with provisions of the legislation in force? Is there any relevant proceeding in progress?

No

Yes ► If yes, specify (kind of penalty, competent authority, brief description)

**3.6** During the last ten years, has the legal person, or the persons that effectively direct the business of the legal person, or the undertakings under the legal person’s control, or any shareholder exerting significant influence on the legal person, in Greece or abroad, been:

(a) adjudicated bankrupt?

(b) subject to conservatorship, enforcement or liquidation proceedings, debt restructuring under Law 4469/2017, liquidation, pre-bankruptcy or similar resolution proceedings, or other similar legal measures?

(c) subject to an application for similar proceedings?

Is there any relevant proceeding in progress?

No

Yes ► If yes, please specify

Attach the relevant certificates as Attachments 11-20, or the relevant decisions as Attachment 10, as appropriate.

**3.7** Has any person that effectively directs the business of the legal person, or any shareholder exerting significant influence on the legal person, ever been dismissed from employment or disqualified from any position of trust, fiduciary or other similar position, in Greece or abroad?

No

Yes ► If yes, please specify

**3.8** Has the legal person or the persons that effectively direct the business of the legal person ever been assessed by another supervisory authority, in Greece or abroad, as a

proposed shareholder in an entity in the financial sector? Have they ever been assessed by any competent authority from another, non-financial sector?

If yes, state the name of the authority and attach, as Attachment 21, the relevant documentation, if available.

No

Yes ► If yes, please specify

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**3.9** Where the legal person is or has been supervised by a competent authority in the financial sector, in Greece or abroad, please complete the table below.

Dates (from/to)	Supervisory authority and home country	Kind of authorisation (credit institution, investment firm, insurance undertaking, financial institution, etc.)

Where the legal person is part of a group, attach, as Attachment 22, a table including the details of all credit institutions, (re)insurance undertakings or investment firms within the group, as well as the names of the relevant supervisory authorities.

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**3.10** If you have responded affirmatively to any question from among 3.1 to 3.9, attach, as Attachment 23, the relevant documentation, indicating the related question.

**3.11** Provide any other data that could help assess your application.

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**4. Members of the board of directors and persons that effectively direct the business of the acquiring legal person**

**4.1** Provide the following details on the members of the board of directors of the legal person.

Full name	Date and Place of birth	Position	Address	Contact details	ID/passport number

**4.2** Provide information on the persons that effectively direct the business of the legal person, if different from those identified above.

Full name	Date and Place of birth	Position	Address	Contact details	ID/passport number

**4.3** Attach, as Attachment 24, CVs of the persons identified in 4.1 and 4.2 above, including details on their education and training, professional experience, as well as the activities or additional functions currently performed. In addition, attach all relevant qualifications/certificates, including any recognition thereof in Greece.

**4.4** Attach, also, as Attachment 24, authenticated copies of identity cards or passports of the persons identified in 4.1 and 4.2 above, as well as transcripts of criminal record issued by the competent authority, or other equivalent document for non-residents.

**5. Information on the shareholding structure the legal person**

**5.1** Attach, as Attachment 25, the shareholding structure of the legal person (identity, address, percentage of capital and voting rights) and information on:

(a) the beneficial owner of the legal person, within the meaning of Article 3(17) of Law 4557/2018, and the way of determining the beneficial owner.<sup>1</sup> There is no need to determine the beneficial owner where the legal person presents low ML risk according to Article 15 of Law 4557/2018; and

(b) anyone exercising significant influence on the management of the legal person.

Where the shareholders are legal persons, provide also the data of the natural persons that control them, within the meaning of Article 3(1)(34) of Law 4261/2014, as well as their beneficial owner and the way of determining the beneficial owner, as mentioned hereinabove.

**5.2** For trusts that already exist or would result from the proposed acquisition, the legal person shall provide the following information:

(a) the identity of all trustees who will manage assets under the terms of the trust document and, where applicable, their respective shares in the distribution of income;

(b) the identity of all persons who are beneficial owners or settlors of the trust property and, where applicable, their respective shares in the distribution of income.

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<sup>1</sup> For the determination of the beneficial owner, please complete Chapter 8 of this Questionnaire.

**6. Financing of the proposed acquisition**

**6.1** Complete the table below, stating the cost of the proposed acquisition and describing how the legal person plans to finance it. Please attach, as Attachment 26, any relevant documentation (e.g. loan agreement, tax return, etc.) as evidence of the information provided in questions 6.2 to 6.7.

Cost	Information on the financing of the proposed acquisition

**6.2** Give details on the use of private financial resources and the origin and availability of the funds that will be used to acquire the proposed holding.

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**6.3** Provide information on access to capital sources and financial markets to finance the acquisition of the proposed holding, including details on the financial instruments to be issued.

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**6.4** Provide information on the use of borrowed funds including the name of relevant lenders and details of the facilities granted, including maturities, terms, pledges and guarantees, along with information on the source of revenue to be used to repay such borrowings and the origin of the borrowed funds where the lender is not a supervised financial institution.

**6.5** Describe the means of payment of the intended acquisition and the network used to transfer funds.

**6.6** Provide information on any financial arrangements with the other shareholders of the target credit institution.

**6.7** Provide information on the assets of the legal person or the target institution that are to be sold or may be sold to help finance the acquisition of the holding. Provide information on the conditions of sale, price, appraisal, details regarding their characteristics, including information on when and how the assets were acquired.

**6.8** Please provide any additional relevant information not reported hereinabove.



## 7. Attachments

List the required documentation accompanying the questionnaire

Annex		Paragraph	Tick (√) if submitted or indicate “n/a”
1	Authenticated copy of articles of association, registration certificate and evidence of head office address	2.4, 2.6	
2	Financial statements	2.8	
3	Reports by external credit assessment institutions	2.9	
4	Description of the legal person’s activities	2.10	
5	Organisational chart of the group’s structure	2.15	
6	Documentation relating to question 2.20	2.20	
7	Documentation relating to question 2.21	2.21	
8	Documentation relating to question 2.22	2.22	
9	Documentation relating to question 2.23	2.23	
10	Decisions relating to question 3.6	3.6	
11	Certificate of non-adjudication in bankruptcy	3.6	

12	Certificate of non-filing of an application for adjudication in bankruptcy	3.6	
13	Certificate of non-filing of an application for composition in bankruptcy	3.6	
14	Certificate of non-filing of an application for suspension of payments	3.6	
15	Certificate of non-filing of an application for settlement – resolution under Article 99 of Law 3588/2007	3.6	
16	Certificate of non-filing of an application for dissolution of the company	3.6	
17	Certificate of non-filing of an application for a reorganisation plan	3.6	
18	Certificate of non-filing of an application for placement under special liquidation	3.6	
19	Certificate of non-placement under compulsory administration	3.6	
20	Certificate of non-filing of an application for placement under compulsory administration	3.6	

21	Documentation concerning any assessment by another supervisory authority in the financial or non-financial sector	3.8	
22	Supervised legal persons of the group	3.9	
23	Documentation relating to questions 3.1 to 3.9	3.10	
24	CVs, relevant certificates/ qualifications, copies of IDs/ passports and transcripts of criminal record	4.3, 4.4	
25	Shareholding structure of the legal person	5.1	
26	Documentation concerning the financing of the proposed acquisition	6.1	
27	Other. Please explain		

## **8. Determination of beneficial owner**

*(To be completed in order to determine the beneficial owner of the acquiring legal person under question 5.1)*

According to Law 4557/2018, the beneficial owner(s) is/are the natural person(s) who ultimately own(s) or control(s) the legal person or legal arrangement.

To determine the beneficial owner, please identify the above-mentioned natural person by crossing the appropriate box.

(a) In the case of corporate entities:

The natural person(s) who ultimately own(s) or control(s) the legal entity through direct or indirect ownership or control of a sufficient percentage of the shares or voting rights or ownership interest in that entity, including through bearer shareholdings, or through control via other means.

A shareholding of more than 25% or an ownership interest of more than 25% in a corporate entity held by a natural person is an indication of direct control. A shareholding of more than 25% or an ownership interest of more than 25% in a corporate entity held by a corporate entity, which is under the control of a natural person(s), or by multiple corporate entities, which are under the control of the same natural person(s), is an indication of indirect ownership. Control through other means may be determined, *inter alia*, in accordance with the criteria laid down in Article 32(2)-(5) of Law 4308/2014.

If, after having exhausted all possible means and provided there are no grounds for suspicion, no person is identified as beneficial owner, or if there is any doubt that the person(s) identified are the beneficial owner(s), the natural person(s) who hold(s) the position of senior managing official(s).

(b) In the case of trusts and other legal entities or arrangements similar to trusts:

the settlor;

the trustee;

the protector, if any;

the beneficiaries, or where the individuals benefiting from the legal arrangement or entity have yet to be determined, the class of persons in whose main interest the legal arrangement or entity is set up or operates;

any other natural person exercising ultimate control over the trust by means of direct or indirect ownership or by other means.

**9. DECLARATION BY THE LEGAL PERSON**

We, the undersigned, hereby declare that:

- (a) the information and data provided in this questionnaire are complete and true to the best of our knowledge, and we agree to provide the Bank of Greece with any further information and clarifications in respect of this questionnaire;
- (b) the Bank of Greece shall be notified promptly in writing of any change in the information in this questionnaire.

We also confirm that:

- (a) we are aware that any wilful or negligent provision of untrue or misleading information to the Bank of Greece also entails criminal sanctions;
- (b) we hereby provide our express permission to the Bank of Greece and its duly authorised staff to seek and obtain information from any other party (including, but not limited to, other domestic or foreign supervisory or regulatory authorities), as necessary to verify data provided in this questionnaire;
- (c) whenever required or deemed appropriate by the Bank of Greece, we will provide assistance and cooperate with a view to achieving compliance with the obligations incumbent upon either the legal person or the target institution;
- (d) this declaration extends to both the current and any future data and information concerning the legal person, which are collected for supervisory purposes; and
- (e) we confirm that we are duly authorised to sign on behalf of the legal person and attach the relevant authorisation documents.

.....

Name of Legal Person

.....

(Signature)

.....

(Full name and position)

.....

(Place and Date)

**10. DECLARATION – AUTHORISATION BY OTHER NATURAL PERSONS  
WHOSE PERSONAL DATA ARE INCLUDED IN THE QUESTIONNAIRE**

I, the undersigned, hereby solemnly declare that:

(a) being fully cognizant of the legal consequences, I hereby provide my explicit and unconditional consent to the collection, alignment, combination and processing of the records containing my personal data, which are kept by the Bank of Greece, as well as to the transmission of such data in accordance with the provisions of the current institutional framework; and

(b) this declaration extends to both the current and any future data and information concerning myself, which are collected for supervisory purposes.

.....  
(Signature)

.....  
(Full name and position)

.....  
(Place and Date)