Fit & Proper declaration (CA)

**A declaration on fitness, propriety, and professional competence to accompany the application for authorisation or registration of a crypto-asset service provider**

A notification following Article 7 of the Draft RTS pursuant to Article 62(5) of MiCA, including the requirements from the Article 68 (1) of MiCA and joint EBA and ESMA guidelines[[1]](#footnote-2) on suitability of management body members should be submitted to the FIN-FSA on the following persons responsible for the management of the organisation of a supervised entity:

* Member and deputy member of the board of directors (or supervisory board) and independent board member if regulation requires the appointment of one,
* Managing director, deputy managing director and others serving directly under the managing director in a senior management capacity within a supervised entity or effectively managing the operation of the entity

A notification must also be submitted on non-Finnish citizens.

After granting the authorisation a notification must be submitted to the FIN-FSA when

* A new person is appointed to any of the positions mentioned above.

The FIN-FSA recommends that the notification is submitted well in advance, prior to the appointment decision or before the person takes up the new position.

This notwithstanding, a notification must always be submitted without delay after the appointment or a change in the person's responsibilities, and no later than two weeks from the appointment decision or from the date at which the person has taken up the new position.

In drawing up the declaration, the supervised entity declares that it has verified that:

* The person's competence and previous work experience satisfy the requirements of the position.
* The person has been informed that the FIN-FSA will check the person's criminal record and register of fines.
* The supervised entity is aware of the positions of trust, holdings and financial commitments which have an effect on the person's integrity, and it has assessed their impact on the person's competence to perform the tasks required.
* The person has no such payment remarks or financial irregularities which could have an impact on the conduct of the duties or the maintenance of trust in the operation of the supervised entity.
* The impact of any reprimand procedures concerning the person has been assessed.
* The supervised entity has considered other matters of which it has become aware, and which can be deemed to be of material importance when assessing the person's fitness and propriety in respect of the position to which he or she will be appointed.

In the notification, the supervised entity must disclose any adverse facts found in the assessment which have not obstructed the appointment of the person.

The form must be completed in full. If there is nothing to report in any of the questions, please answer with “Nothing to report/dash (-)”.

Notification part

# Supervised entity

|  |  |
| --- | --- |
| 1. Name

Click or tap here to enter text. | 1. Business ID

Click or tap here to enter text. |

# Reported person

|  |
| --- |
| 1. Full name (also possible previous names), date and place of birth, nationality, personal identity number\*, place of permanent residence and address details, phone number and email of the person to be reported

Click or tap here to enter text.\*If there is no Finnish social security number, fill in a national personal id and attach a copy of dentification card or similar. |

# Work assignment information

|  |
| --- |
| 1. Position at the supervised entity, including whether the position is executive or non-executive

Click or tap here to enter text. |
| 1. The date when the person is proposed to be elected or selected for the position

Click or tap here to enter text.  |
| 1. The start date or planned start date and, where applicable, the duration of the mandate

Click or tap here to enter text. |
| 1. Job description and responsibilities in the supervised entity

Click or tap here to enter text. |
| 1. Fitness and propriety evaluation carried out by the supervised entity on the person to be reported

Information of the evaluation results (including any information on the outcome of the collective assessment)*Detailed information on the results of the suitability assessment already carried out by the institution, an assessment of the adequacy of the person's experience, and information on any training plan that may be required. Draft RTS pursuant to Article 62 of MiCA*Click or tap here to enter text.[ ]  **Attachment:** Documents/reports related to the entity's suitability evaluation, in compliance with the entity’s suitability policy  |
| 1. Previous working experience (curriculum vitae)

*The curriculum vitae should mention the relevant training, professional experience, including the names and types of organizations in which the person has worked, and the nature and duration of the tasks performed, in particular highlighting any activities within scope of position sought, including professional experience relevant to financial services, crypto-assets, or other digital assets, distributed ledger technology, information technology, cybersecurity, or digital innovation for positions held in previous 10 years. When describing activities, details shall be included on all delegated powers and internal decision-making powers held and areas of operations under control. Draft RTS pursuant to Article 62(5) of MiCA**The information can also be submitted in a separate CV.*Click or tap here to enter text.[ ]  CV as an attachment |
| 1. Documents concerning the person's reputation and experience, incl. a person's own declaration of good repute

[ ]  **Compulsory attachment:** Signed declaration of good repute[ ]  **Attachment:** Possible list of referrals and letters of recommendation*A list of reference persons, if any, including contact information and letters of reference, preferably for employers in financial sector, crypto-assets, or other digital assets, distributed ledger technology, information technology, cybersecurity, or digital innovation. (The contact information must include full name, institution, position, telephone number, email address, nature of the professional relationship and any whether or not any non-professional relationship exists or existed with this individual).*  |
| 1. Documents and information concerning on sufficient good repute, considering further requirements in the Joint EBA and ESMA Guidelines on the assessment of the suitability of the members of the management body of issuers of asset-referenced tokens and of crypto-asset service providers (EBA/GL/2024/09).

For persons with a Finnish personal identity number, FIN-FSA will request criminal records and fine requests.*i) Information on criminal records, including criminal convictions and any ancillary penalties and information on pending criminal proceedings or investigations or penalties (including relating to commercial law, financial services law, money laundering, and terrorist financing, fraud or professional liability), information on enforcement proceedings or sanctions[[2]](#footnote-3). The assessment should in addition cover any other known facts that could lead to the assessment that the member is not of sufficiently good repute as specified in this section.* *ii) Information on relevant civil and administrative cases and disciplinary actions, including disqualification as a company director, bankruptcy, insolvency and similar procedures, through official certificate (if and so far as available from relevant Member State or third country), or through another equivalent document or, where such certificate does not exist.* *iii) For ongoing investigations, information may be provided through declaration of honor. Official records, certificates and documents shall have been issued within three months before submission of application for authorisation**Extracts and certificates must be provided in the form of an official certificate (if and to the extent that it is available from the Member State, or third country concerned) or other equivalent document; information on pending investigations can be provided through a declaration of honor and conscience.* [ ]  Extract from the bankruptcy and corporate restructuring register [[3]](#footnote-4)[ ]  Extract from the business banning register [[4]](#footnote-5)[ ]  Extract from the debt settlement register[[5]](#footnote-6)[ ]  Extract from the guardian register [[6]](#footnote-7)[ ]  Certificate/certificates from the enforcement register [[7]](#footnote-8)Click or tap here to enter text. |
| 1. Possible observation and repudiation procedures from regulatory bodies (regulatory or supervisory body or a professional organization)

*In this section you should provide information on information on any refusal of registration, authorisation, membership or licence to carry out a trade, business or profession; or withdrawal, revocation or termination of such registration, authorisation, membership or licence to carry out a trade, business or profession; or any expulsion by a regulatory or government body or by a professional body or association.* Click or tap here to enter text.  |
| 1. Information indicating dismissal from a job or a position of trust, or termination of employment or a position of trust, or a similar situation.

Click or tap here to enter text. |
| 1. Reports and results of the assessment of the person's reliability and competence made by another supervisory authority.

*Information on whether another competent authority has assessed reputation of individual, including identity of authority, date and information about outcome of assessment. Applicant shall not need to submit information about previous assessment were competent authority already in possession of information.* Click or tap here to enter text. |
| 1. The financial and other interests of the reported person and his/her close relatives

*Description of any financial and non-financial interests or relationships of person and his/her close relatives to members of management body and key function holders in same institution, parent institution and subsidiaries and shareholders. Shall include any financial interests, including crypto-assets, other digital assets, loans, shareholdings, guarantees or security interests, whether granted or received, commercial relationships, legal proceedings and* ***any position of political influence held over past two years.*** Click or tap here to enter text. |
| 1. Where material conflict of interest identified, a statement of how conflict will be satisfactorily mitigated or remedied, including reference to outline of conflicts of interest policy
 |
| 1. Information on time that will be devoted to performance of person’s functions within applicant, including all of the following and taking into account further requirements in the Joint EBA and ESMA Guidelines (EBA/GL/2024/09):
2. *Estimated minimum time, per year and per month, that individual will devote to performance of his or her functions within applicant.*
3. *List of other executive and non-executive directorships person holds, referring to commercial and non-commercial activities or set up for sole purposes of managing economic interests of person concerned.*
4. *Information on size and complexity of companies or organisations where mandates referred to in point (ii) are held, including total assets, based on last available annual accounts whether company is listed and number of employees of those companies or organisations.*
5. *List of any additional responsibilities associated with mandates referred to in point (ii), including chairing a committee.*
6. *Estimated time in days per year dedicated to each of other mandates referred to in point (ii) and number of meetings per year dedicated to each mandate.*
7. *Time required for necessary training.*

*(Draft RTS pursuant to Article 62 of MiCA)*Click or tap here to enter text. |
| 1. Suitability policy[[8]](#footnote-9), in compliance with the Joint EBA and ESMA Guidelines (EBA/GL/2024/09), and the results of the assessment of collective suitability of the management body, including relevant board minutes or suitability assessment report or documents on outcome of suitability assessment. The assessment of collective suitability should be done in compliance with the suitability policy.

[ ]  Attachment: Minutes of the General Meeting confirming the appointment of a new member to the supreme administrative body[ ]  Attachment: Minutes of the top management body confirming the appointment of a new member |
| 1. In addition to the above, any other issues that the notifier may wish to raise, and which may be considered essential for the assessment

*A statement of any other matter that the person considers relevant in assessing his or her suitability and reliability.*Click or tap here to enter text. |
| 1. Other possible attachments

[ ]  Any other attachment: Click or tap here to enter text. |
| Place and dateClick or tap here to enter text. | Signature and clarification of signature of the reported personClick or tap here to enter text. |
| Place and dateClick or tap here to enter text. | Signature and clarification of signature of the managing director / representative of the supervised entity’s board of directorsClick or tap here to enter text. |

1. Joint EBA and ESMA Guidelines on the assessment of the suitability of the members of the management body of issuers of asset-referenced tokens and of crypto-asset service providers (EBA/GL/2024/09). [↑](#footnote-ref-2)
2. Including sanctions, embargoes or measures that are related to terrorism, financing of terrorism or proliferation decided by a Member State, the Union or international organisation, e.g. United Nations. [↑](#footnote-ref-3)
3. a statement that the person is not bankrupt and that he or she is in control of himself / herself and his / her property [↑](#footnote-ref-4)
4. extract from Legal Register Centre’s register of prohibitions to pursue a business [↑](#footnote-ref-5)
5. extract from Legal Register Centre’s register of debt adjustments [↑](#footnote-ref-6)
6. extract from the register of guardianship matters [↑](#footnote-ref-7)
7. Certificate/certificates from the National Enforcement Authority Finland’s register [↑](#footnote-ref-8)
8. As required in Article 7(2) of the Draft RTS. [↑](#footnote-ref-9)