

SCHEDULE 6

CHANGE OF CONTROL ETC.

PART IV

APPOINTMENT OF BODY CORPORATE

PARTICULARS TO BE PROVIDED

A: Particulars of authorised insurance company

A1. Name or names of the authorised insurance company or companies in respect of which notice is being given.

A2. The proposed or assumed position to which the notification relates.

A3. Provision of section 96C of the 1982 Act by virtue of which the body corporate serving notice would become a position holder.

B: Partnerships

B1. If the notification is being given because the body corporate is a partner in a partnership, the name of the partnership.

C: Corporate particulars of the position holder

C1. Name.

C2. Any other corporate or trading name used in the past ten years.

C3. Date of incorporation; the date shall be given in the order day/month/year.

C4. Country of incorporation.

C5. Where the company is an overseas company within the meaning of Part XXIII of the Companies Act 1985 or Part XXIII of the Companies (Northern Ireland) Order 1986, the company's United Kingdom registered number and the date of registration.

C6. Registered number.

C7. Address of registered office.

C8. Address of principal place of business in the United Kingdom.

C9. Where the company is an overseas company within the meaning of Part XXIII of the Companies Act 1985 or Part XXIII of the Companies (Northern Ireland) Order 1986, the name and address of the person authorised to accept service of documents.

C10. Summary of the share ownership identifying those owning more than 10 per cent. of the shares, a group structure chart, identifying the principal companies in the group, and details of any proposed changes in the share ownership.

C11. Any reports, resolutions and other circulars issued to shareholders during the last four years.

D: Management details of the position holder

The full names (including titles and names by which commonly known) and addresses of—

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- D1.** the directors, together with details of the positions within the company held by each director;
- D2.** the secretary (if any);
- D3.** the chief executive (if any).

E: Professional support of position holder

- E1.** Name and address of principal banker.
- E2.** Name and address of auditor.

F: Financial aspects of the position holder

F1. Audited accounts (and, where appropriate, audited group accounts) should be provided for the last three financial years (if available). If the most recent audited accounts are more than six months out of date, management accounts or interim accounts (neither of which need be audited) shall be provided showing the current financial position and the current results.

F2. Terms on which the position of controller is to be acquired.

F3. Full details of all financial transactions which have been, or will be, entered into to enable the proposed controller to attain control.

G: Conduct of business by the position holder

Note:

* This information shall be provided in respect of any such events within the last ten years both in the United Kingdom and elsewhere.

G1. Nature of the position holder's business.

G2. * Details of any authority (as defined) held from a supervisory body to carry on business.

G3. * Details of any draft or formal application made for an authority from a supervisory body to carry on business other than an authority already mentioned in response to F2 above. If any such application was, for any reason, refused or withdrawn, particulars of the refusal or withdrawal.

G4. * Details of any case of failure to satisfy a judgement debt under a court order within a year of the making of the order.

G5. * Details of any compromise or arrangement with creditors or other failure to satisfy creditors in full.

G6. * Details of the appointment of any receiver or administrative receiver or the substantial equivalent of any such person including whether that person is still acting under the appointment.

G7. * Details of any petition served on the position holder for an administration order or the substantial equivalent.

G8. * Details of any case of warning, censure, prosecution, criticism, or court order made at the instigation of any regulatory body.

G9. * Details of any refusal of entry to any professional body or trade association or of any case where an application was not made following an initial approach to any professional body or trade association.

G10. Details of any current, pending or proposed litigation, which is likely to proceed, whether in the United Kingdom or elsewhere, and which may have a material effect on the position holder.

H: Exercise of controllership

Notes:

These particulars shall not apply if the notification is made as part of an application for authorisation.

* These particulars are required only if the information is known when this notice is served.

H1. Reasons for seeking to become a controller of the authorised insurance company.

H2. Intended changes (if any) to the business strategy of the authorised insurance company; a proposed business plan if there are intended changes.

H3. * Any intended appointments of, removals of, or changes in the responsibilities of, the directors, the chief executive, managers and main agent (as defined in section 96E of the Act) of the authorised insurance company.

H4. * Intended changes (if any) to the sources of business of the authorised insurance company (insurance brokers, agents, own employees or direct selling).

H5. * Intended changes (if any) to the authorised insurance company's guiding principles concerning reinsurance.

H6. * Details of any transactions or arrangements in which the proposed controller is engaged or expects to engage with the authorised insurance company (excluding receipt of dividends).

I. Other details

I1. Any other details relevant to the Secretary of State's consideration of this notification.

Notices

Notes:

* Insert name of body named at C1 above

** Insert name of the authorised insurance company

... .. Insert name of partnership

† Delete as appropriate

§ Insert date of appointment (in the order **day/month/year**)

Notice 1

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**** proposes to appoint *†/ a partnership named.....of which * is a partner†, as its managing director†/chief executive†/principal United Kingdom executive†.**

Signed (Director†/Secretary† of the insurance company)

Date

The particulars provided in this notice are complete and true to the best of my knowledge, information and belief. This notice is served with my knowledge and consent.

Signed (Director†/Secretary† of*)

Date

Notice 2

***†/the partnership namedof which * is a partner, proposes to become a controller (other than managing director or chief executive) of **.**

The particulars provided in this notice are complete and true to the best of my knowledge, information and belief.

Signed (Director†/Secretary† of*)

Date

Notice 3

The particulars provided in this notice are complete and true to the best of my knowledge, information and belief. *†/ A partnership namedof which * is a partner† was appointed on §.

Signed (Director†/Secretary† of*)

Date