**FORMULARIO PARA EL PROCEDIMIENTO DE ESCRUTINIO DE INVERSIONES EXTRANJERAS DIRECTAS EN APLICACIÓN DE LA LEY 19/2003 DE MOVIMIENTO DE CAPITALES**

**Referencia:** Operación

**Destinatario:** Inversor último

**Instrucciones de cumplimentación:** En cumplimiento de la Ley 19/2003 de movimientos de capitales y especialmente en lo referente a los artículos 7 y 7 bis, de la Disposición Transitoria única del RDL 34/2020, así como de la Ley Orgánica 4/2015, de protección de la seguridad ciudadana, se adjunta cuestionario que se deberá presentar a la Subdirección General de Inversiones Exteriores de la Dirección General de Comercio Internacional e Inversiones a través de la correspondiente sede electrónica habilitada y que deberá desarrollar sobre un documento nuevo cuyo índice de contenido se ajuste a lo aquí indicado.

**CUESTIONARIO**:

ÍNDICE DE CONTENIDO

1. **Nombre y razón social del Inversor último en términos del art 7 de la Ley 15/2007, de 3 de julio, de Defensa de la Competencia**
   1. Objeto social
   2. Descripción de la actividad (incluyendo sectores NACE)
   3. Estructura accionarial
   4. Control público: declaración sobre el control directo o indirecto por el gobierno, incluidos los organismos públicos o las fuerzas armadas, de un tercer país, aplicándose a los efectos de determinar la existencia del referido control los criterios establecidos en el artículo 7.2 de la Ley de Defensa de la Competencia.
   5. ¿Recibe financiación el inversor último o las empresas por él controladas, incluidos subsidios o ayudas, por parte del gobierno, fuerzas armadas u organismos públicos de un tercer país? En caso afirmativo, detalle su naturaleza y cuantía.
   6. ¿Ha realizado inversiones o participado en actividades en los sectores que afecten a la seguridad, al orden público y a la salud pública en otro Estado Miembro de la UE, especialmente en los sectores recogidos en el artículo 7bis2 de la Ley 19/2003?
   7. ¿Le ha sido autorizada, denegada o condicionada alguna autorización de inversión extranjera en otro EEMM o tercer país?
   8. ¿El inversor es o ha sido objeto de sanciones internacionales?
   9. ¿Ha sido objeto de sanciones administrativas o judiciales en los últimos tres años, en particular, en ámbitos como el blanqueo de capitales, el medioambiental, el tributario, o la protección de la información sensible?
2. **Nombre y razón social de empresa o identificación de la rama de actividad o los activos adquiridos (en adelante, el objetivo)**
   1. Objeto social
   2. Descripción de la actividad (incluyendo sectores NACE)
   3. Estructura accionarial de la empresa o estructura de la rama de actividad
   4. ¿Tiene el objetivo en la actualidad algún contrato vigente con la Administración Pública u otros organismos públicos? En caso afirmativo, detalle la respuesta
   5. ¿Es la empresa adquirida titular de infraestructuras que figuren en el Catálogo Nacional de Infraestructuras Estratégicas, previsto en la Ley 8/2011, de 28 de abril, por la que se establecen medidas para la protección de las infraestructuras críticas, o de terrenos y bienes inmuebles que sean necesarios para su operación? ¿Comprendela rama de actividad o el activo una infraestructura que figura en el citado Catálogo?
   6. ¿Es titular el objetivo de tecnologías críticas y productos de doble uso, tal y como se definen en el artículo 2, apartado 1, del Reglamento (UE) 2021/821 del Parlamento Europeo y del Consejo de 20 de mayo de 2021 por el que se establece un régimen de la Unión de control de las exportaciones, el corretaje, la asistencia técnica, el tránsito y la transferencia de productos de doble uso? En caso afirmativo, detalle la respuesta.
   7. ¿Lleva el objetivo a cabo actividades relacionadas con tecnologías industriales o de capacitación clave, tecnologías de la información y comunicación (TIC) o tecnologías de capacitación esenciales (TFE), tal y como se recogen en el Reglamento UE 1291/2013, de 11 de diciembre de 2013 por el que se establece Horizonte 2020, Programa Marco de Investigación e Innovación (2014-2020) y por el que se deroga la Decisión 1982/2006/CE.? En caso afirmativo, detalle la respuesta, así como el Reglamento UE 2021/695, de 28 de abril de 2021, por el que se crea el Programa Marco de Investigación e Innovación «Horizonte Europa», se establecen sus normas de participación y difusión, y se derogan los Reglamentos (UE) n.o 1290/2013 y (UE) n.o 1291/2013.
   8. ¿Ha recibido la empresa, rama de actividad o activo adquiridos financiación pública (nacional o europea) para el desarrollo de proyectos? En caso afirmativo, detalle la respuesta.
   9. Detalle la legislación sectorial aplicable a la actividad realizada por el objetivo.
   10. ¿Suministra el objetivo o puede ser considerado el mismo un insumo fundamental que resulte indispensable y no sustituible para la prestación de los servicios esenciales relativos al mantenimiento de las funciones sociales básicas, la salud, la seguridad, el bienestar social y económico de los ciudadanos, o el eficaz funcionamiento de las Instituciones del Estado y las Administraciones Públicas, cuya perturbación, fallo, pérdida o destrucción pueda tener un impacto significativo? Detalle la respuesta, aportando información de la importancia de la adquirida en los mercados en que opera.y la disponibilidad de fuentes de suministro equivalentes alternativas.
   11. ¿Tiene el objetivo acceso a datos específicos sobre infraestructuras estratégicas? En caso afirmativo, detalle la respuesta.
   12. ¿Tiene el objetivo acceso a bases de datos relacionadas con la prestación de servicios esenciales de suministro de agua, energía (hidrocarburos, gas o electricidad), servicios de telecomunicaciones o de transporte, servicios sanitarios, servicios esenciales para la seguridad alimentaria, instalaciones de investigación, o del sistema financiero y tributario? En caso afirmativo, detalle la respuesta.
   13. ¿Está la actividad asociada al objetivo obligada a realizar una evaluación de impacto sobre los datos personales de acuerdo con el artículo 35.3 del Reglamento (UE) 2016/679 General de Protección de Datos? En caso afirmativo, detalle la respuesta.
   14. ¿Tiene acceso el objetivo a bases de datos oficiales que no sean de acceso público? En caso afirmativo, detalle la respuesta.
   15. ¿Es titular el objetivo de medios de comunicación? En caso afirmativo, detalle la respuesta.
   16. Últimas cuentas anuales disponibles
3. **La operación:** 
   1. Breve descripción de la operación
   2. Importe de la inversión en España en particular y global si es el caso, porcentaje, en su caso, del capital adquirido, financiación de la inversión y su origen y fecha de formalización y calendario de la operación
   3. ¿La inversión permite o da lugar a la participación efectiva del inversor en la gestión de la empresa, rama de actividad u activo adquiridos?
   4. ¿Qué razones motivan la decisión del inversor de llevar a cabo la presente operación?
   5. Estructura mercantil en España de la inversión formalizada
   6. ¿Supone esta operación inversión en otro/s Estados Miembros?
   7. ¿Debe ser notificada en el ámbito de control de inversiones en otro Estado Miembro?
   8. ¿Está la presente inversión sujeta a otra evaluación, autorización o supervisión en España, en otro Estado Miembro o en un tercer país (por ejemplo, de competencia, supervisión prudencial o autorización sectorial)?
4. **Plan de Negocio del Inversor para los próximos 3 años**
   1. Objetivos económicos del Plan, incluyendo inversiones por parte del inversor posteriores a la operación
   2. Equipo Directivo y Consejeros de la compañía
   3. Perspectivas de empleo en España al final de la ejecución del Plan
   4. Plan de Inversiones del inversor para la empresa adquirida
      1. En España
      2. En el extranjero

Introduction

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

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

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

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

Request for information from the investor

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

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

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

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# General information

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

# Click or tap here to enter text.

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

Click or tap here to enter text.

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

Click or tap here to enter text.

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

Click or tap here to enter text.

# Information about the investment

* 1. Description of the investment:[[4]](#endnote-4)

Click or tap here to enter text.

* 1. Approximate value of the investment (in EUR):[[5]](#endnote-5)

Click or tap here to enter text.

* 1. Planned date for completing the transaction:[[6]](#endnote-6)

Click or tap here to enter text.

* 1. Funding of the investment and its source:[[7]](#endnote-7)

Click or tap here to enter text.

* 1. What is the investor’s business strategy behind this acquisition?[[8]](#endnote-8)

Click or tap here to enter text.

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

Click or tap here to enter text.

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

No

Yes, please explain how:

Click or tap here to enter text.

* 1. Participation of the direct investor and its global ultimate owner in the capital of the target undertaking before the transaction (if applicable) and as a result of the transaction:[[9]](#endnote-9)

Click or tap here to enter text.

* 1. If the ownership is less than 100%, please explain how the ownership shares translate to control or participation in the effective management. Please describe the modalities of “joint” exercise of control or participation in the effective management:[[10]](#endnote-10)

Click or tap here to enter text.

* 1. Please explain whether any public entity holds shares and/or exercises some form of control, including indirectly, over the investor.[[11]](#endnote-11)

Click or tap here to enter text.

* 1. Has the transaction been announced to the public?

If available, please provide a link or attach the text of the announcement.

No

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

Click or tap here to enter text.

# Information about the target undertaking.

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

* 1. Name of the company:

Click or tap here to enter text.

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

Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Date of incorporation\*

Click or tap here to enter text.

* 1. Annual turnover: (EUR) \* [[12]](#endnote-12)

Click or tap here to enter text.

* 1. Total number of employees: \*

Click or tap here to enter text.

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

1. Country 1 Click or tap here to enter text.

2. Country 2 Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Role of the company in the transaction:[[13]](#endnote-13)

Click or tap here to enter text.

* 1. Does this company carry on an economic activity in the Member State where the investment is undergoing screening?[[14]](#endnote-14)

Click or tap here to enter text.

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

[RAMON, the Eurostat database for NACE codes](https://ec.europa.eu/eurostat/ramon/nomenclatures/index.cfm?TargetUrl=LST_NOM_DTL&StrNom=NACE_REV2&StrLanguageCode=EN&IntPcKey=&StrLayoutCode=HIERARCHIC)

Click or tap here to enter text.

* 1. Please explain the products, services and business operations of the company before the transaction.[[15]](#endnote-15)

Click or tap here to enter text.

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export?[[16]](#endnote-16)

[Annex I Regulation (EU) 2021/821](https://eur-lex.europa.eu/eli/reg/2021/821/oj)

[Common Military List of the EU](https://op.europa.eu/en/publication-detail/-/publication/1ebbc810-9902-11ec-8d29-01aa75ed71a1)

[CN Codes Annex I Regulation (EEC) No 2658/87](https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX%3A32021R1832)

No

Yes

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

Click or tap here to enter text.

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export?[[17]](#endnote-17)

No

Yes

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

Click or tap here to enter text.

* 1. Please provide information on the sectors in which the target´s customers in all EU Member States are active. \* [[18]](#endnote-18)

Click or tap here to enter text.

* 1. Please explain the products, services, business operations of the company after the transaction is completed. \*[[19]](#endnote-19)

Click or tap here to enter text.

* 1. Do the products and services offered by the target company have unique selling points? \*

If so, please name these points.

Click or tap here to enter text.

* 1. Are there competitors (national, European, global), that offer goods and services comparable to the goods and services of the target company? \*

If so, please provide information on these competitors.

Click or tap here to enter text.

* 1. Does the company own any patents or other intellectual property rights relevant for a security or public order analysis? \* [[20]](#endnote-20)

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

Click or tap here to enter text.

* 1. Please list the EU Member States in which the company conducts substantive business operations (e.g., through subsidiaries, branches, and please provide the name(s) of those undertaking(s).

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* 1. Does the target undertaking maintain business relations with a project or programme of Union interest?[[21]](#endnote-21)

No

Yes

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

Click or tap here to enter text.

* 1. Has the company received funding from projects or programmes of Union interest or participates directly or indirectly in the implementation of such projects or programmes?[[22]](#endnote-22)

[Financial Transparency System (FTS)](https://ec.europa.eu/budget/fts/index_en.htm)

No

Yes

Please specify amount and relevant EU project or programme:

Click or tap here to enter text.

* 1. Are there natural or legal persons or entities of third countries subject to EU restrictive measures involved in the management or control of the EU target?[[23]](#endnote-23)

[Financial Sanctions Files](https://webgate.ec.europa.eu/europeaid/fsd/fsf)

[EU Best Practices for the effective implementation of restrictive measures](https://data.consilium.europa.eu/doc/document/ST-8519-2018-INIT/en/pdf)

[Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014](https://ec.europa.eu/info/sites/info/files/200619-opinion-financial-sanctions_en.pdf)

<http://www.sanctionsmap.eu/>

Click or tap here to enter text.

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

Click or tap here to enter text.

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

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

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

* 1. Name of the company:

Click or tap here to enter text.

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

Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Annual turnover: (EUR) \* [[24]](#endnote-24)

Click or tap here to enter text.

* 1. Total number of employees: \*

Click or tap here to enter text.

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

1. Country 1 Click or tap here to enter text.

2. Country 2 Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Role of the company in the transaction:[[25]](#endnote-25)

Click or tap here to enter text.

* 1. Does this company carry on an economic activity in the Member State where the investment is undergoing screening?[[26]](#endnote-26)

Click or tap here to enter text.

* 1. Description of the economic activity carried out by the company including NACE codes:[[27]](#endnote-27)

[RAMON, the Eurostat database for NACE codes](https://ec.europa.eu/eurostat/ramon/nomenclatures/index.cfm?TargetUrl=LST_NOM_DTL&StrNom=NACE_REV2&StrLanguageCode=EN&IntPcKey=&StrLayoutCode=HIERARCHIC)

Click or tap here to enter text.

* 1. Please explain the products, services and business operations of the company before the transaction.[[28]](#endnote-28)

Click or tap here to enter text.

* 1. Does the company own technology, or produce or sell goods subject to export control under EU law or in any EU Member State from which they export?[[29]](#endnote-29)

[Annex I Regulation (EU) 2021/821](https://eur-lex.europa.eu/eli/reg/2021/821/oj)

[Common Military List of the EU](https://op.europa.eu/en/publication-detail/-/publication/1ebbc810-9902-11ec-8d29-01aa75ed71a1)

[CN Codes Annex I Regulation (EEC) No 2658/87](https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=CELEX%3A32021R1832)

No

Yes

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

Click or tap here to enter text.

* 1. Does the company own technology, or produce or sell goods subject to export controls of the country of origin of the investor?[[30]](#endnote-30)

No

Yes

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

Click or tap here to enter text.

* 1. Please provide information on the sectors in which the target´s customers in all EU Member States are active.[[31]](#endnote-31)

Click or tap here to enter text.

* 1. Please explain the products, services, business operations of the company after the transaction is completed. \* [[32]](#endnote-32)

Click or tap here to enter text.

* 1. Do the products and services offered by the target company have unique selling points? \*

If so, please name these points.

Click or tap here to enter text.

* 1. Are there competitors (national, European, global), that offer goods and services comparable to the goods and services of the target company? \*

If so, please provide information on these competitors.

Click or tap here to enter text.

* 1. Does the company own any patents or other intellectual property rights relevant for a security or public order analysis? \* [[33]](#endnote-33)

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

Click or tap here to enter text.

* 1. Please list the EU Member States in which the company conducts substantive business operations (e.g. through subsidiaries, branches, and please provide the name(s) of those undertaking(s).

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* 1. Does the target undertaking maintain business relations with a project or programme of Union interest?[[34]](#endnote-34)

No

Yes

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

Click or tap here to enter text.

* 1. Has the company received funding from projects or programmes of Union interest or participates directly or indirectly in the implementation of such projects or programmes?[[35]](#endnote-35)

[Financial Transparency System (FTS)](https://ec.europa.eu/budget/fts/index_en.htm)

No

Yes

Please specify amount and relevant EU project or programme:

Click or tap here to enter text.

* 1. Are there natural or legal persons or entities of third countries subject to EU restrictive measures involved in the management or control of the EU target?[[36]](#endnote-36)

[Financial Sanctions Files](https://webgate.ec.europa.eu/europeaid/fsd/fsf)

[EU Best Practices for the effective implementation of restrictive measures](https://data.consilium.europa.eu/doc/document/ST-8519-2018-INIT/en/pdf)

[Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014](https://ec.europa.eu/info/sites/info/files/200619-opinion-financial-sanctions_en.pdf)

<http://www.sanctionsmap.eu/>

Click or tap here to enter text.

# Information about the Greenfield investment (if applicable)

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

* 1. Name of the new company:

Click or tap here to enter text.

* 1. Location/Address of the new undertaking:

Click or tap here to enter text.

* 1. Country where the new undertaking is headquartered:

Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Date of incorporation: \*

Click or tap here to enter text.

* 1. Description of the economic activity carried out by the company including NACE codes:[[37]](#endnote-37)

[RAMON, the Eurostat database for NACE codes](https://ec.europa.eu/eurostat/ramon/nomenclatures/index.cfm?TargetUrl=LST_NOM_DTL&StrNom=NACE_REV2&StrLanguageCode=EN&IntPcKey=&StrLayoutCode=HIERARCHIC)

Click or tap here to enter text.

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

Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Estimated total number of employees: \*

Click or tap here to enter text.

* 1. Website of the company: \*

Click or tap here to enter text.

* 1. Ownership structure of the new undertaking – information on the ultimate owner and participation in the capital after the notified transaction:[[38]](#endnote-38)

Click or tap here to enter text.

# Information about the investor

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

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

* 1. Role of the company in the transaction:[[39]](#endnote-39)

Click or tap here to enter text.

* 1. Name:

Click or tap here to enter text.

* 1. Address/domicile/registered office:

Click or tap here to enter text.

* 1. Country under whose laws the company is duly constituted or otherwise organised:[[40]](#endnote-40)

Click or tap here to enter text.

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

Click or tap here to enter text.

* 1. Date of incorporation: \*

Click or tap here to enter text.

* 1. Annual turnover: \*[[41]](#endnote-41)

Click or tap here to enter text.

* 1. Total number of employees: \*[[42]](#endnote-42)

Click or tap here to enter text.

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

1. Country 1 Click or tap here to enter text.

2. Country x Click or tap here to enter text.

* 1. Website of the company. \*

Click or tap here to enter text.

* 1. Branch of industry/economic activities carried out:[[43]](#endnote-43)

[RAMON, the Eurostat database for NACE codes](https://ec.europa.eu/eurostat/ramon/nomenclatures/index.cfm?TargetUrl=LST_NOM_DTL&StrNom=NACE_REV2&StrLanguageCode=EN&IntPcKey=&StrLayoutCode=HIERARCHIC)

Click or tap here to enter text.

* 1. Please explain the products, services and business operations of the company.[[44]](#endnote-44)

Click or tap here to enter text.

* 1. Does the investor receive directly or indirectly significant funding from a non-EU government?[[45]](#endnote-45)

Click or tap here to enter text.

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

Click or tap here to enter text.

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

BE BG CZ DK DE EE IE

EL ES FR HR IT CY LV

LT LU HU MT NL AT PL

PT RO SI SK FI SE

* 1. Is the company subject to EU financial restrictive measures (sanctions)?[[46]](#endnote-46)

[Financial Sanctions Files](https://webgate.ec.europa.eu/europeaid/fsd/fsf)

[EU Best Practices for the effective implementation of restrictive measures](https://data.consilium.europa.eu/doc/document/ST-8519-2018-INIT/en/pdf)

[Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014](https://ec.europa.eu/info/sites/info/files/200619-opinion-financial-sanctions_en.pdf)

<http://www.sanctionsmap.eu/>

Click or tap here to enter text.

* 1. Is the company subject to restrictive measures by third countries? \* [[47]](#endnote-47)

[OFAC Sanctions List Search](https://sanctionssearch.ofac.treas.gov/)

Click or tap here to enter text.

* 1. Ownership structure of the investor, including information on its ultimate owner(s) and participation in the capital *(cf. Article 9(2)(a))*[[48]](#endnote-48)

Click or tap here to enter text.

# Other scrutiny proceedings pursuant to EU or national rules

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

Yes

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

No

Click or tap here to enter text.

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

Database for Merger Cases (Competition Policy)

Click or tap here to enter text.

* 1. Is the investment subject to another assessment, authorisation or monitoring in the Member State undertaking the screening, in another Member State or in a third country)? \*[[49]](#endnote-49)

No

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

Click or tap here to enter text.

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

Click or tap here to enter text.

# Notes

1. 1.1. Please provide the name in the Latin alphabet and any local alphabets used in the company´s country of origin. [↑](#endnote-ref-1)
2. 1.2. Please provide the name in the Latin alphabet and any local alphabets used in the company´s country of origin. [↑](#endnote-ref-2)
3. 1.3. Please provide the name of the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State. [↑](#endnote-ref-3)
4. 2.1. Please describe the structure of the transaction and explain how the change in ownership or control of the target company is executed and how the new assets will fit into the company structure of the investor. [↑](#endnote-ref-4)
5. 2.2. If the investment subject to this notification is part of a broader transaction, please disclose the total value and the investment provided to the undertaking(s) on the territory of the Member State undertaking the screening separately.

   Value of global transaction:

   Value of investment provided to the national target undertaking: [↑](#endnote-ref-5)
6. 2.3. Please provide information either as a specific date/period or in function of the completion of ongoing authorisation processes. [↑](#endnote-ref-6)
7. 2.4. On the basis of the best information available, cf. Article 9(2)(e)) please explain the origin of the funds and the degree to which they come from external sources. If the investment subject to this notification is part of a broader transaction, please specify the funding of the investment into the companies established in the territory of the Member State undertaking the screening, as well as sources of funding for the transaction as a whole. [↑](#endnote-ref-7)
8. 2.5. Please explain why the investor is interested in making the investment and the circumstances of the investment by the target. [↑](#endnote-ref-8)
9. 2.8. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc.

   Before:

   As a result of the transaction: [↑](#endnote-ref-9)
10. 2.9. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc., or any other source of influence beyond voting or appointment rights. [↑](#endnote-ref-10)
11. 2.10. Please specify the votes conferred by the shares purchased as a percentage of the total number of votes, whether there are any specific voting rights arrangements, regime concerning effective participation in the management like veto rights or the right to appoint Board Members etc. [↑](#endnote-ref-11)
12. 3.4. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year. [↑](#endnote-ref-12)
13. 3.8. For example:

    - direct recipient of the investment (target)

    - significant intermediate entity

    - global ultimate owner

    - company group… [↑](#endnote-ref-13)
14. 3.9. Art. 2.1 Regulation (EU) 2019/452: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity. [↑](#endnote-ref-14)
15. 3.11. Art. 2.1 Regulation (EU) 2019/45: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity. [↑](#endnote-ref-15)
16. 3.12. Where available please provide the relevant classification of the products supplied by the target such as

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

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

    •CN Codes according to Annex I to Council Regulation (EEC) No 2658/87 on the tariff and statistical nomenclature and on the Common Customs Tariff [↑](#endnote-ref-16)
17. 3.13. If there is more than one company from a third country in the investor chain, please provide this information for all foreign investors. [↑](#endnote-ref-17)
18. 3.14. To the extent possible, please provide information of all sectors in which the customers of the target are active including indirect customers where this information is available. Alternatively, please provide a list of (direct and to the extent possible indirect) customers of the target in the EU. [↑](#endnote-ref-18)
19. 3.15. This is applicable to FDI resulting in a change of operations in the target undertaking. [↑](#endnote-ref-19)
20. 3.18. Such patents or other intellectual property might include those in relation to critical infrastructure, critical technologies, or critical inputs. Criticality of a patent can be established by the level of the reliance of companies on the licences to it. [↑](#endnote-ref-20)
21. 3.20. Please explain e.g. whether the target undertaking supplies goods, services, technology, etc. to the project or programme or to participants in these projects or programmes. [↑](#endnote-ref-21)
22. 3.21. The list of projects or programmes of Union interest is set out in the Annex of Regulation (EU) 2019/452. The Financial Transparency System (FTS) (<https://ec.europa.eu/budget/fts/index_en.htm> ) allows to search the beneficiaries of funding from the EU budget implemented directly the Commission (at Headquarters or in EU delegations to non-EU countries) and other EU bodies such as executive agencies ('direct management'), and beneficiaries of the European Development Fund. Please note that the FTS does not provide information on funding from the EU budget implemented by both the Commission and Member States ('shared management') or implemented indirectly by other international organisations or non-EU countries ('indirect management'). [↑](#endnote-ref-22)
23. 3.22. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions. [↑](#endnote-ref-23)
24. 4.4. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year. [↑](#endnote-ref-24)
25. 4.8. For example:

    - direct recipient of the investment (target)

    - significant intermediate entity

    - global ultimate owner

    - company group… [↑](#endnote-ref-25)
26. 4.9. Art. 2.1 Regulation (EU) 2019/452: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity. [↑](#endnote-ref-26)
27. 4.10. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

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

    Description of Activity 1 and NACE code\*

    Description of Activity 2 and NACE code\*

    Description of Activity x and NACE code\* [↑](#endnote-ref-27)
28. 4.11. Art. 2.1 Regulation (EU) 2019/45: ‘foreign direct investment’ means an investment of any kind by a foreign investor aiming to establish or to maintain lasting and direct links between the foreign investor and the entrepreneur to whom or the undertaking to which the capital is made available in order to carry on an economic activity in a Member State, including investments which enable effective participation in the management or control of a company carrying out an economic activity. [↑](#endnote-ref-28)
29. 4.12. Where available please provide the relevant classification of the products supplied by the target such as:

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

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

    •CN Codes according to Annex I to Council Regulation (EEC) No 2658/87 on the tariff and statistical nomenclature and on the Common Customs Tariff [↑](#endnote-ref-29)
30. 4.13. If there is more than one company from a third country in the investor chain, please provide this information for all foreign investors. [↑](#endnote-ref-30)
31. 4.14. To the extent possible, please provide information of all sectors in which the customers of the target are active including indirect customers where this information is available. Alternatively, please provide a list of (direct and to the extent possible indirect) customers of the target in the EU. [↑](#endnote-ref-31)
32. 4.15. This is applicable to FDI resulting in a change of operations in the target undertaking. [↑](#endnote-ref-32)
33. 4.18. Such patents or other intellectual property might include those in relation to critical infrastructure, critical technologies or critical inputs. Criticality of a patent can be established by the level of the reliance of companies on the licences to it. [↑](#endnote-ref-33)
34. 4.20. Please explain e.g. whether the undertaking supplies goods, services, technology, etc. to the project or programme or to participants in these projects or programmes. [↑](#endnote-ref-34)
35. 4.21. The list of projects or programmes of Union interest is set out in the Annex of Regulation (EU) 2019/452. The Financial Transparency System (FTS) (<https://ec.europa.eu/budget/fts/index_en.htm>) allows to search the beneficiaries of funding from the EU budget implemented directly the Commission (at Headquarters or in EU delegations to non-EU countries) and other EU bodies such as executive agencies ('direct management'), and beneficiaries of the European Development Fund. Please note that the FTS does not provide information on funding from the EU budget implemented by both the Commission and Member States ('shared management') or implemented indirectly by other international organisations or non-EU countries ('indirect management'). [↑](#endnote-ref-35)
36. 4.22. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions. [↑](#endnote-ref-36)
37. 5.6. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

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

    Description of Activity 1 and NACE code\*

    Description of Activity 2 and NACE code\*

    Description of Activity x and NACE code\* [↑](#endnote-ref-37)
38. 5.11. - If the ownership structure is complex, please provide details on the direct beneficiary, its ultimate owner and any significant intermediate entities to the extent available.

    - If available, please provide an organigram to explain the horizontal and vertical relationship between the companies referred and the overall structure of the company group before and after the transaction. The information can also be presented in the form of a chart (as an Annex). [↑](#endnote-ref-38)
39. 6.1. For example:

    - direct investor

    - holding company created for the purpose of executing the investment

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

    - significant intermediate entity

    - global ultimate owner

    … [↑](#endnote-ref-39)
40. 6.4. If the entity is a natural person, please indicate the nationality/ies of this natural person. [↑](#endnote-ref-40)
41. 6.7. Please provide the EUR amount over the last fiscal year and please indicate if the fiscal year does not correspond to the calendar year.

    In case the investor is part of a larger corporate group, please provide the information for the entire corporate group as well, if available. [↑](#endnote-ref-41)
42. 6.8. In case the investor is part of a larger corporate group, please provide the information for the entire corporate group as well, if available. [↑](#endnote-ref-42)
43. 6.11. Please provide a brief description of the activities being carried out and include the relevant NACE sub-category to the greatest possible granularity (4-digits).

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

    Description of Activity 1 and NACE code\*

    Description of Activity 2 and NACE code\*

    Description of Activity x and NACE code\* [↑](#endnote-ref-43)
44. 6.12. If available, please explain if the investment is likely to result in a significant change in the profile or main activities of the investor. [↑](#endnote-ref-44)
45. 6.13. E.g. also by infusion of equity capital, grants, preferential loans, preferential taxes, etc. [↑](#endnote-ref-45)
46. 6.16. The consolidated list of persons, groups and entities subject to EU financial sanctions can be downloaded from Financial Sanctions Database - FSF platform accessible via the following address: <https://webgate.ec.europa.eu/europeaid/fsd/fsf>. In order to access this platform you need to have an "EU Login" account. For further background on ownership and control in the context of EU sanction, please consult the EU Best Practices for the effective implementation of restrictive measures and Commission Opinion of 19.6.2020 on Article 2 of Council Regulation (EU) No 269/2014. Please note that additional sectorial sanctions (not included in the FSF platform) could apply to the proposed transaction. Please visit www.sanctionsmap.eu for a full list of EU sanctions. [↑](#endnote-ref-46)
47. 6.17. Possible source of information for U.S sanctions: <https://sanctionssearch.ofac.treas.gov/> [↑](#endnote-ref-47)
48. 6.18. • If the ownership structure is complex, please provide details on the direct acquirer, the ultimate owner and any significant intermediate entities.

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

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

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

    **Please provide any information available about the ultimate investor.** [↑](#endnote-ref-48)
49. 7.3. E.g. domestic competition control, prudential supervision, sectoral authorisation or certification [↑](#endnote-ref-49)