

Draft Questions for a National Security and Investment Notification Form

This document provides examples of the types of questions we expect to put into the notification requirements. Comments on these questions can be sent to nsireview@beis.gov.uk. We welcome feedback on the ease of completing the questions and relevance of the questions. Once the questions have been refined they will be put into the online portal prior to the commencement of the regime.

Note for notifying parties: You should complete every section of this form to notify the Secretary of State about an acquisition of control over certain types of entities and assets as set out in the National Security and Investment Bill (Act).

Questions

Section A - Contact details

1. Insert details of representative submitting the notification as authorized by the notifying party. (This person should be prepared to act as the first point of contact for the Investment Security Unit);
 - i) Name of representative
 - ii) Name of company
 - iii) Business address
 - iv) Email
 - v) Telephone
 - vi) Relationship to notifying party (for example are you acting as legal counsel)

2. Will this be the only person representing the notifying party?
 - i) Yes
 - ii) No
 - a. If no:
 - b. Name of representative
 - c. Name of company
 - d. Business address
 - e. Email
 - f. Telephone

Section B - Transaction Details

3. Please provide details of the acquisition/ transaction/ potential trigger event for which you are completing this notification in respect of:
 - i) Name of entity or asset being acquired
 - ii) Description of the asset and its location (if applicable)
 - iii) Legal status of the entity (if applicable)
 - iv) Company number (or equivalent) for entity (if applicable)
 - v) Registered business address of entity (if applicable)

4. Please provide details about the parties to the acquisition/ transaction/ potential trigger event (sellers and acquirers);
 - i) Name of the person/s or entity/ies
 - ii) Legal status of the entity (if applicable)
 - iii) Company number/s (or equivalent) (if applicable)
 - iv) Registered business (or otherwise) address of parties (seller and acquirer)
 - v) Company website addresses

5. Details of the key terms of the acquisition:
 - i) For an entity, please provide details of the controlling ownership structure for the acquired target **before** (if possible) the acquisition/ transaction/ potential trigger event;
 - a. Identity of persons owning the controlling shares / voting rights
 - b. Full name
 - c. Email
 - d. Phone number
 - e. Address

 - ii) For an entity, please provide details of the proposed controlling ownership structure for the acquired target **after** the acquisition/ transaction/ potential trigger event;
 - a. Identity of persons holding controlling shares (equivalent) / voting rights
 - b. Full name
 - c. Email
 - d. Phone number
 - e. Address

- iii) For assets, please provide details of the controlling ownership structure for the target **before** the acquisition/ transaction/ potential trigger event;
 - a. Identity of persons (corporation)
 - b. Full name
 - c. Phone number
 - d. Address

 - iv) For assets, please provide details of the person or entity acquiring the asset or right to use the asset for the target **after** the acquisition/ transaction/ potential trigger event;
 - a. Identity of persons (corporation)
 - b. Full name
 - c. Phone number
 - d. Address

 - v) Details of any other means by which material influence over the policy of the entity has been or may be gained by the acquirer because of the acquisition/ transaction/ potential trigger event;

 - vi) Details of ownership chain of the target (up to the ultimate beneficial owner (including any entity to which the target is a parent i.e. subsidiaries of the target if possible to obtain this information));
 - a. Before:
 - b. After:
6. Completion of acquisition/ transaction/ potential trigger event;
- i) Proposed date completed (if completed) _____
 - ii) Expected completion _____
 - iii) For trigger event in contemplation:
 - a. Expected timescale for exchanging contracts _____ / n/a
 - b. Completion of xx event _____
 - c. Any other dates HMG should be aware of _____
 - iv) Attachments to show in progress / contemplation

7. Has the acquisition/ transaction/ potential trigger event been notified to the other UK regulators? (optional)

- i) Yes
- ii) No
- iii) Don't know

Section C Entity and Asset Description

8. Information related to the entity/ asset being acquired;
 - i) Description of activities
 - ii) Description of the sectors

9. Is any technology owned by XX entity or part of the target asset that has military applications?
 - i) Yes
 - a. If yes, please list which ones (actual aswell as current)
 - ii) No
 - iii) Don't know

10. Is the xx-entity included in any UK Government protected lists?
 - i) Yes
 - a. If yes, please list which List/s
 - ii) No
 - iii) Don't Know

Section D

11. Please provide details of the controlling ownership structure of the acquirer (if applicable);
 - i) What is the identity of the controlling persons holding shares (equivalent) in entity?
 - a. Name
 - b. Address
 - c. Email
 - d. Telephone
 - ii) What are the shareholdings / or equivalent of all persons holding voting rights in the entity and details on their voting rights?
12. Please give relevant information of entity structure i.e. related parents and subsidiaries (if applicable) details of the board members;
 - i) Name
 - ii) Address
 - iii) Nationality
 - iv) Details of directorships held in last five years
13. What is the aggregate percentage of any beneficial ownership by investors by nationality?
14. Does any government (other than the UK government) have a direct role in the operation / decision-making of the acquirer?
 - i) Yes
 - ii) No
 - iii) If yes, name of government and country

Section E

Is there any other information that you (as the notifying parties) consider may be relevant to HMG's assessment of Voluntary / Mandatory notification? E.g. financial statements are encouraged to help government identify risks of potential 3rd country attacks and the nature of the attack.

- i. Free text box and option for attachments
- ii. Confirmation that all information is true and non-deceptive
- iii. Confirmation that the person understands that there are civil and criminal penalties for providing false or misleading information.

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