

Application under MIFIDPRU 3.3A.3R(1)(a) for permission to classify an issuance of capital instruments as common equity tier 1 (CET1) capital

1. Please confirm which of the following the applicant firm is:

- a. MIFIDPRU investment firm that is not a consolidating UK parent entity or a GCT parent undertaking
- b. MIFIDPRU investment firm that is a consolidating UK parent entity
- c. MIFIDPRU investment firm that is a GCT parent undertaking
- d. Consolidating UK parent entity (other than a MIFIDPRU investment firm)
- e. GCT parent undertaking (other than a MIFIDPRU investment firm)

If the application concerns more than one firm in the investment firm group, please submit separate applications for each firm.

For applications on consolidated basis, references to firm should be interpreted as to a consolidated situation of the UK parent.

2. For the instrument you would like to classify as CET1 capital, please provide the following information:

a. Type of instrument (e.g. ordinary shares, partnership capital):

b. If there is more than one class of the instrument, please list the different instrument classes:

c. Total number of shares/units of instrument that have been issued or will be issued:

d. Nominal value per share/unit of instrument:

e. Share premium per share, if applicable:

£

f. Total amount of capital being raised:

£

g. Proposed date to be issued:

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h. Total expected CET 1 after the inclusion of the amounts to which this application relates (please complete for all that apply):

MIFIDPRU investment firm (solo CET1)	£
GCT parent undertaking (expected value of own funds instruments as specified in MIFIDPRU 2.6.2R(1))	£
Consolidating UK parent undertaking basis (consolidated CET1)	£

3. For capital instruments to qualify as CET 1 instruments, all of the conditions in MIFIDPRU 3.3A.5R to MIFIDPRU 3.3A.16R must be met. Please confirm that the following conditions are met by answering 'yes' to confirm that the condition is met:

a. The instruments meet all of the following conditions as regards their classification:

i. The instruments are classified as equity within the meaning of the applicable accounting framework;

Yes/No

ii. The firm's obligations under the instruments do not constitute a liability (including a contingent or prospective liability) that would be relevant for the purposes of section 123(2) of the Insolvency Act 1986.

Yes/No

iii. The owners of the instruments have no right arising from the non-payment of any sums connected to the instrument to petition for winding up, administration or any similar procedure.

Yes/No

- iv. The instruments are not secured by, or subject to, a guarantee or other arrangement which enhances the legal or economic seniority of the claim.

Yes/No

- v. The instruments rank below all other claims in the event of liquidation, except for claims from holders of other ordinary shares which rank pari passu with the instruments.

Yes/No

- vi. The instruments entitle their owners to a claim on the residual assets of the firm which, in the event of liquidation and after payment of all senior claims, is proportionate to the amount of such instruments issued and is not fixed or subject to a cap, except that a claim specified as a percentage of residual assets does not constitute a fixed or capped claim.

Yes/No

- vii. Each instrument absorbs losses to the same degree as all other common equity tier 1 instruments, and all common equity tier 1 instruments absorb losses before any other own funds instruments issued by the firm.

Yes/No

- b. The instruments are fully paid and the proceeds of issue are immediately and fully available to the firm (relevant guidance is provided in MIFIDPRU 3.3A.8G).

Yes/No

- c. The instruments are not funded directly or indirectly by the firm, unless funding is provided in the ordinary course of business (relevant guidance is provided in MIFIDPRU 3.3A.10G):

Yes/No

- d. The instruments are perpetual:

Yes/No

- e. The principal amount of the instruments may not be reduced or repaid except:

- i. in liquidation; or
ii. in a reduction of capital which complies with MIFIDPRU 3.6A.4R or MIFIDPRU 3.6A.6R.

Yes/No

- f. The firm has not done anything to create an expectation that it will or might reduce or repay the principal amount, and the statutory or contractual terms of the instrument do not contain any feature which would or might give rise to such an expectation (relevant guidance is provided in MIFIDPRU 3.3A.12G):

Yes/No

- g. The instruments meet the following conditions regarding distributions:

- i. the instruments do not provide or allow for the payment of preferential distributions over other common equity tier 1 instruments or any other capital instruments (relevant guidance is provided in MIFIDPRU 3.3A.15G(1)):

Yes/No

- ii. the conditions governing the instruments do not include a cap or other restriction on the maximum amount payable:

Yes/No

- iii. the level of distributions is not linked to the amount for which the instruments were purchased at issuance:

Yes/No

- iv. there are no circumstances in which distributions are obligatory, including where non-payment triggers some other obligation (for example, to make payments in kind):

Yes/No

- v. failure to make distributions does not constitute an event of default (relevant guidance is provided in MIFIDPRU 3.3A.15G(2)):

Yes/No

4. Partnership capital (this section should only be completed by partnerships).

Is the capital contributed in accordance with MIFIDPRU 3.3A.13R?

Yes/No

5. Please confirm whether the capital issuance to which this application relates meets the criteria required by MIFIDPRU 3-

Yes/No

Please note that the FCA may request a copy of the terms of the instrument, or further information.