

## **ACT ON THE MONITORING OF FOREIGN CORPORATE ACQUISITIONS IN FINLAND (172/2012, as amendment by 496/2014); indicative instructions for parties preparing applications for confirmation/notifications**

A precondition for the speedy processing of an application is that all information concerning the acquisition required for the confirmation process is submitted to the Ministry of Employment and the Economy in as complete a form as possible. If necessary, the Ministry will request additional information.

Key pieces of information that the application/notification should always contain are discussed below (the list is not exhaustive):

### **1. SUBJECT**

- does the case involve a corporate acquisition in the defence sector (obligatory confirmation of acquisition referred to in Section 4 required in advance) or some other acquisition (notification referred to in Section 5)?
  - ➔ the subject, the applicant's name and contact details of the applicant's agent should be given in a concise form, for example on the cover page
- the application and its attachments will be confidential under Section 24(1), paragraph 20, of the Act on the Openness of Government Activities (621/1999)

### **2. KEY DETAILS CONCERNING THE CORPORATE ACQUISITION**

- background to the acquisition in brief
- votes conferred by the shares purchased of the aggregate number of votes or corresponding decision-making authority (as a percentage)
- is a listed company a party to the acquisition? could this be a public takeover offer?
- any shareholding/contractual arrangements
- the current situation of the acquisition, the intended date on which the acquisition will go ahead and progress made in the sale (e.g. signing of a letter of intent); proof of the maturity of sale
- any conditions for approving the sale (for example, the corporate acquisition requires approval by a General Meeting, any official approval processes before the shareholding arrangements become valid)
- any public releases concerning the matter (appended to the application)
- other requisite additional information on a case by case basis

### **3. INFORMATION ON THE PARTY SUBMITTING THE NOTIFICATION/ APPLICATION (foreign owners)**

- the company's branch of industry, year of establishment, turnover and number of employees
- the applicant's domicile/registered office, contact details
- contact details of the applicant's agent (incl. e-mail address, telephone number)
- current ownership structure (incl. the largest individual shareholders); e.g. a more detailed description of the corporation's internal ownership structure and shareholdings clearly indicated in a diagram

### **4. INFORMATION ON THE COMPANY TO BE ACQUIRED**

- the company's branch of industry, year of establishment, turnover and number of employees
- domicile/registered office of the company, contact details
- current ownership structure
- any listings on stock exchanges and operations in other countries
- any ownership arrangements related to the acquisition

### **5. SPECIAL CONSIDERATIONS IN CORPORATE ACQUISITIONS IN THE DEFENCE SECTOR**

- a detailed description of individual goods/services delivered e.g. to the Finnish Defence Forces or the Border Guard in a separate appendix
- production of any dual-use goods
- the buyer's intentions after the corporate acquisition has been completed; how can securing deliveries to the Finnish Defence Forces, for example, be guaranteed in the future regardless of the acquisition?
- an assessment of how the acquisition will affect national security/security of supply?

### **DATES AND SIGNATURES**

**The application must be delivered to the Registry of the Ministry of Employment and the Economy in Finnish or Swedish. Any appendices, however, can also be delivered in English if necessary.**

**Ministry of Employment and the Economy's contact information:**

**Postal address:** P.O. Box 32, 00023 GOVERNMENT  
**Telephone exchange:** +358 29 506 0000  
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