

Ver. 1.5

# Application and notification form - Screening of foreign direct investments in Denmark

## Information about contact person responsible for the application

### Information about contact person/lawyer

Name

[Click here to enter text]

E-mail

[Click here to enter text]

Phone number

[Click here to enter text]

Which language do you prefer regarding the case processing and decision?

[ ]  Danish

[ ]  English

### Information about the contact person's company

Name of law firm or company in which the contact person is employed

[Click here to enter text]

Address

[Click here to enter text]

City

[Click here to enter text]

Postal code

[Click here to enter text]

Country

[Click here to enter text]

CVR number (in case of a Danish company)

[Click here to enter text]

## Background for the application/notification

1. Indicate whether the submitted form relates to an application or a notification

[ ]  An application for authorisation for a foreign direct investment (section 5 of the Danish Investment Screening Act). If so, please indicate which particularly sensitive sector(s) the target company relates to cf. the executive order on applications[[[1]](#footnote-1)](#End2):

[ ]  Defence sector (ANVBK section 7) (ANVBK: the executive order on application)

[ ]  IT products for securing or processing classified information (ANVBK section 8)

[ ]  Dual-use products (ANVBK section 9).

[ ]  Other critical technology than mentioned above. (ANVBK section 10)

[ ]  Critical infrastructure (ANVBK section 11)

[ ]  A notification of a foreign direct investment (section 10 of the Danish Investment Screening Act). If so, please state the reason for notifying the investment, including how it is assessed to pose a threat to national security or public order:

[Click here to enter text]

* 1. If the investment has been submitted as an application under section 5 of the Danish Investment Screening Act, but the Danish Business Authority has assessed that the said investment is not covered by section 5, should the application be treated as a notification under section 10 of the Danish Investment Screening Act?

[ ]  Yes [ ]  No

## Information about the foreign investment

1. Please provide a summary of the investment

[Click here to enter text]

1. Please state the value of the investment in DKK

[Click here to enter text]

1. Planned date for the completion of the investment (either as a specific date/period or as a result of the completion of an ongoing authorisation process)

[Click here to enter text]

1. Information on the number of shares acquired as a result of the investment, expressed as a percentage and, where applicable, the class to which they belong, the amount of the shares, their nominal value and the voting rights attaching to them

[Click here to enter text]

1. If the foreign investor obtains similar control or significant influence by means other than the acquisition of ownership interests or voting rights, in addition to what is stated in section 3.1, please provide information on the specific circumstances, including which of the following circumstances give rise to control or significant influence in addition to what is stated in section 3.1.

Control of ownership interests or voting rights by virtue of agreements with other investors or group companies in addition to what is stated in section 3.1.

[ ]  Yes [ ]  No

Authority to make or approve decisions on significant management or financial matters or significant development or operational matters in the Danish company or business-critical areas of the company, according to an article of association or agreement, including long-term and non-terminable loan agreements in addition to what is stated in section 3.1.

[ ]  Yes [ ]  No

[ ]  The right to appoint or remove members of the board of directors, the executive board or management bodies with similar powers in the Danish company or entity, under an article of association or agreement or on any other basis in addition to what the acquired ownership interest, cf. section 3.1, entitles to.

[ ]  Yes [ ]  No

[ ]  Control in addition to what is stated in section 3.1. through long-term and non-terminable lease agreements

Please elaborate on the above answer:

[Click here to enter text]

## Information about (A) the target company in which the investment is planned to be carried out or (B) a greenfield investment

OBS: State information on *more* entities, if relevant

1. Investment in an established Danish company

#### Information about the target company

Name

[Click here to enter text]

Address

[Click here to enter text]

City

[Click here to enter text]

Postal code

[Click here to enter text]

Country

[Click here to enter text]

CVR number

[Click here to enter text]

Website

[Click here to enter text]

#### List the current owners and subsidiaries of the target company

[Click here to enter text]

#### Please describe the target company's products, services and any other economic activities before the investment is made,

[Click here to enter text]

#### Indicate what changes are planned to the products, services and any other economic activities mentioned in Question 4.3 after the investment is completed

[Click here to enter text]

#### In continuation of clause 2.1, provide a more detailed description of how the target company belongs to the said sector and how the target company's activities within this sector may be affected by the said investment. If this is a notification, elaborate on how the target company's activities are relevant in relation to Denmark's national security or public order and how these are affected by the said investment.

[Click here to enter text]

#### Please elaborate if and which other products/services on the market can be used as a possible substitute for the target company's products/services/services listed in 4.4. In addition, list the target company's main national, European and global competitors.

[Click here to enter text]

#### Indicate in which EU countries the target company has subsidiaries and the name of these. In addition, please provide an estimate of the target company's revenue for the last financial year per EU country.

[Click here to enter text]

#### Indicate whether the target company has received, is receiving or is actively seeking financial support from the projects and programs listed in the annex to regulation (EU) 2019/452, see article 8(3). Indicate also if the target company is otherwise participating in these projects and programs.

[Click here to enter text]

1. Greenfield investment

#### Information about the new company

Name

[Click here to enter text]

Address

[Click here to enter text]

City

[Click here to enter text]

Postal code

[Click here to enter text]

Country

[Click here to enter text]

CVR number

[Click here to enter text]

Website

[Click here to enter text]

#### In continuation of clause 2.2 on particularly sensitive sectors and activities according to sections 7 - 11 of the executive order on application, provide a more detailed description of how the company belongs to the sector/activity in question.

[Click here to enter text]

## Information regarding the foreign investor(s)

OBS: State information on *more* entities, if relevant

1. Information about the direct investor

Name

[Click here to enter text]

Address

[Click here to enter text]

City

[Click here to enter text]

Postal code

[Click here to enter text]

Country

[Click here to enter text]

CVR number (in case of Danish company with foreign owners)

[Click here to enter text]

Website

[Click here to enter text]

1. Information about the ultimate investor

Name

[Click here to enter text]

Address

[Click here to enter text]

City

[Click here to enter text]

Postal code

[Click here to enter text]

Country

[Click here to enter text]

Website

[Click here to enter text]

1. Please elaborate on the ownership structure of the direct investor

[Click here to enter text]

1. Indicate whether the direct investor or entities in its chain of ownership are wholly or partially owned or otherwise significantly influenced by foreign state entities?

[Click here to enter text]

## Documents

* Diagram of the target company's ownership structure before the investment (if not a greenfield investment)
* Diagram of the target company's ownership structure after the investment
* Power of attorney for an authorised party (if necessary)

## Guide to filling in the application form

The guide below elaborates on the different questions in the application form.

1. Information about contact person responsible for the application

Question 1.1 Please provide the name of the person responsible for the application. The Danish Business Authority will use this person as a contact person if further information is needed or in connection with sending the decision. The contact person can either be an employee of the investor, an authorised or approved auditor.If the application is submitted by a lawyer without admission to practice law or an unauthorised accountant, a power of attorney from the company must be attached to allow them to handle the case (see section 6 of the application form). In addition, enter the email and phone number of the contact person. It is important that this is an email and phone number that only the contact person has access to. Thus, it should not be a general function mailbox or a main number, etc.

Question 1.2 Provide the name and address (street, house number, city, postal code, country) of the company the contact person represents. This can be either a law firm or an accounting firm representing the offeror or the direct investor if it manages the case itself.

1. Background for the application/notification

Question 2.1 Indicate whether the investment is submitted as an application for authorisation (section 5 of the Danish Investment Screening Act) as the investor assesses that the target company for the investment falls within the particularly sensitive sectors defined in the Danish Investment Screening Act, or whether the investment is submitted as a notification (section 10 of the Danish Investment Screening Act) as the investor assesses that the investment may pose a threat to public order or national security, even though the target company does not fall within the particularly sensitive sectors defined in the Danish Investment Screening Act. If the submitted form relates to an application for authorisation, please indicate which of the particularly sensitive sectors specified in the executive order on application that the application relates to. If the investment is submitted as a notification, the text field should elaborate on which aspects of the investment could potentially pose a threat to national security and/or public order.

Question 2.2 If the investment was initially submitted as an application, but the Danish Business Authority during its processing of the case assesses that the investment does not fall within the particularly sensitive sectors, the Danish Business Authority will send a cancellation to the investor. However, the Danish Business Authority has the option to treat the same investment as a notification if the investment was not initially assessed as being within the particularly sensitive sectors. If the investor wants the Danish Business Authority to treat the investment as a notification rather than potentially sending a cancellation, the 'yes' box must be ticked. Many investors prefer to have clarified whether the proposed investment may pose a threat even if it has not been assessed as falling within the particularly sensitive sectors, and it can therefore be an advantage to ensure that the investment is treated as a notification in cases where the decision on the original application for authorisation would otherwise have been a cancellation.

1. Information about the foreign investment

Question 3.1 Please provide a summary of the investment - state who is investing in the target company, the reason for the investment, the financing of the investment and the activities of the target company.

Question 3.2 Please state the full value of the investment in DKK.

Question 3.3 Specify the date on which the investment is expected to be completed. If the completion date of the investment is subject to regulatory approval in Denmark or other countries, please state this.

Question 3.4 If the investment results in direct or indirect control or significant influence over the Danish company or entity through direct or indirect ownership or control of ownership interests or voting rights, state the percentage, class, size, value and any associated voting rights.

Question 3.5 Please indicate whether the investor obtains control of the target company through means other than the acquisition of shares in the target company.

In addition to the acquisition of ownership shares, similar control or significant influence in a target company can be obtained, for example, through contractual control and influence, by purchasing assets in the Danish company or by long-term loans.

There will be equivalent control by other means if the foreign investor directly or indirectly obtains control or significant influence over the Danish company or entity by:

Control of voting rights by virtue of agreements with other investors, corresponding to at least 10% of the capital share or voting rights

Authority to make significant decisions on management, operational, financial and developmental matters according to an article of association or agreement, or in the case of long-term and non-terminable loan agreements

Right to appoint or remove board members

Acquisition of all or a significant part of the assets of the Danish company/entity

Control over all or a significant part of the assets due to long and non-terminable lease agreements

The existence and effect of potential voting rights, including subscription rights and purchase options on equity investments, must be taken into account when assessing whether the foreign investor obtains equivalent control through other means

1. Information about (A) the Danish company or entity in which the investment is planned to be made or regarding (B) a greenfield investment

Question 4.1 Specify the name of the Danish company that is the target of the investment. If the Danish target company has Danish subsidiaries, these must also be stated here. Please also provide the address (street, house number, city, postal code) of the target company and any Danish subsidiaries. Please also provide the CVR number of the Danish target company and its Danish subsidiaries. Finally, state the target company's website and the website of any Danish subsidiaries (if available).

Question 4.2 Describe the current owners and subsidiaries of the Danish target company. Elaborate on the ownership structure from the target company to the ultimate owner and the target company's subsidiaries.

Question 4.3 Describe in general terms the products/services that the target company produces and/or provides prior to the implementation of the proposed investment. This also applies to any products and services that are not deemed to fall within the particularly sensitive sectors.

Question 4.4 Describe in general terms the intended changes that are expected to occur to the products/services mentioned in Question 4.3 after the investment is completed. If the target company will produce new products or offer new solutions that fall within sections 7 - 11, this must also be described in detail. If the target company or its subsidiaries are not expected to change the products and solutions they produce and offer after the investment, this must also be stated.

Question 4.5 Describe how the target company falls within the particularly sensitive sectors based on the executive order on application. Elaborate on what products/activities/solutions the target company offers and how these specifically relate to the provisions listed in sections 7 - 11 of the executive order on application. In the case of a notification, elaborate instead on how the investment could potentially affect Denmark's national security or public order.

Question 4.6 Indicate whether the products/services provided by the target company are substitutable for its customers. This means that there are competing companies that can provide similar products or services and that switching to such a competing company should not have a significant impact on customers' business. In addition, list the main competitors of the target company in Denmark, Europe and globally.

Question 4.7 Indicate in which EU countries the target company has subsidiaries and the name of these subsidiaries. In addition, provide an estimate of the target company's earnings for the most recent reported financial year, broken down per EU country.

Question 4.8 Indicate whether the target company receives, has received or is actively seeking EU funding from official EU programs and projects. Describe what the funding has been used for, which projects/programs the funding originates from and what amounts the target company has received in this connection. If the target company is currently actively seeking EU funding, details of this should also be provided. It is only relevant to provide information on EU programs/projects listed in the annex to regulation (EU) 2019/452, see article 8(3) of the regulation. If the target company participates or has participated in these programs/projects other than through the receipt of financial support, this must also be stated.

Question 4.9 Enter the name under which the newly established company will operate. In addition, enter the address of the newly established company. If there is no specific address, enter the planned geographical location of the newly established company, e.g. through coordinates.

Please also enter the CVR number and website (if available) of the newly established company.

Question 4.10 Describe how the newly established company falls within the particularly sensitive sectors based on the application order. Elaborate on what products/activities/solutions the target company offers and how these specifically relate to the provisions listed in sections 7 - 11 of the executive order on application.

1. Information about the foreign investor

Question 5.1 Enter the name of the direct investor, i.e. the company/individual making the said investment. Please also provide the address of the direct investor, i.e. street, house number, city, postal code, country. If the direct investor is a Danish company, the CVR number of this company must be stated. Finally, State the direct investor's website (if available). If several entities are making the investment together, please describe all of them.

Question 5.2 State the name of the ultimate investor(s), i.e. any company, person or government entity that owns 10% or more of the direct investor. If there are companies, persons or governmental entities that control or influence the investor other than through ownership, these must also be stated. If the direct and ultimate investor are the same entity, this must be stated. Then state the address of the ultimate investor(s), i.e. street, house number, city, postal code, country. Finally, list the website(s) of the ultimate investor(s) (if available).

Question 5.3 Describe the ownership structure of the direct investor by elaborating on the ownership structure as shown in the attached structure diagram. In addition, provide a total statement of what percentage of the ownership of the direct investor is held by shareholders with less than 10% of the ownership and whether these are spread across multiple companies, individuals or state entities. Remember to indicate if there are companies in the direct investor's ownership that gain control by other means (see Question 3.5 for possible ways of gaining control through other means). All entities from the direct investor to the ultimate investor must be elaborated.

If ownership is placed in a fund or similar structure with a manager attached, information must be provided both about the location of the formal ownership in the fund (capital contributors) and about the manager.

Question 5.4 Identify any governmental entities, national authorities and bodies, including public institutions and state-owned investment funds or armed forces - that through ownership or financing have control of or significant influence with the direct investor or entities in its ownership structure. If government entities have the right to appoint board members or otherwise influence the strategic decisions of the direct investor, this must also be disclosed.

1. Documents

Diagram of the ownership structure of the target company before the investment: The diagram must include all companies that own at least 10% of the shares of the target company and all underlying companies in which the target company owns at least 10% of the shares.

Diagram of the target company's ownership structure after the investment: The diagram must include all companies that own or indirectly own at least 10% of the total aggregated ownership shares of the target company after the investment is completed. Companies that gain control of the target company by means other than ownership interests after the investment has been made must also be included in the diagram. Also indicate the combined percentage of ownership shares held by entities with less than 10% of the total ownership. If parts of the company are held through portfolio investments, the total share of these must also be disclosed.

In the diagram, also indicate how the Danish target company will be integrated into the investor's company structure after the investment. This is done by indicating where the Danish target company is intended to be included in the investor's corporate structure after the investment is completed. The target company's underlying companies must also be shown in the diagram if these are also transferred to the investor as a result of the transaction.

Power of attorney for authorised representative, if any: A power of attorney must be attached in the application portal if the application is not submitted by the investing company itself and the lawyer/auditor submitting the application is not admitted to practice law/authorised.

1. [Executive Order on the delimitation of the scope of application of the Act on screening of certain foreign direct investments, etc. in Denmark (Investment Screening Act)](https://assets.ctfassets.net/kunz2thx8mib/37hAG0P0wmyKAMCNmftFzA/bc300367195498e0dcc6c2fc96dd34e9/Executive_Order_on_the_delimitation_of_the_scope_of_application_of_the_Act_on_screening_of_certain_foreign_direct_investment.pdf) [↑](#footnote-ref-1)