

# FA3 - Entity manager owner application



Use this form to apply for approval of an entity as a manager and/or owner in an SRA authorised body where the entity is not deemed to be approved under rule 13.2 of the SRA Authorisation of Firms Rules.

In this form, 'Candidate Entity' means the entity requiring approval. 'Applicant Firm' means the authorised body that the Candidate Entity will be a manager/owner in if it is approved.

## Section 1 - Application details

1.1 Applicant Firm	<input type="text"/>
1.2 Applicant Firm SRA no	<input type="text"/>
1.3 Candidate Entity name	<input type="text"/>
1.4 The Candidate Entity is applying for approval as a:	
<b>Manager</b>	<b>Owner</b>
1.5 Upload a document with details of:	
(a) The ownership and governance structure of the Candidate Entity	<b>Yes</b>
(b) The current and proposed structures of the Applicant Firm	<b>Yes</b>
1.6 Is this application related to an acquisition of or by another authorised body?	<b>Yes</b> <b>No</b>

## Section 2 - Candidate Entity details

2.1 What is the primary business activity of the Candidate Entity?

2.2 Has the Candidate Entity made an application to the SRA previously? **Yes** **No**

If **Yes**, what was the application for and when was it made?

2.3 Is the Candidate Entity regulated, or has it ever been regulated, by any other regulator? **Yes** **No**

If **Yes**, which regulator and what was its registration number?

2.4 Is the Candidate Entity incorporated or registered? **Yes** **No**

If **Yes**,

Country of registration

Registration number

2.5 Registered address (or main address for unincorporated or unregistered bodies)

Address

Postcode

Email address

Phone

**Areas of work**

- 2.6 Will the Candidate Entity engage in legal activities? **Yes** **No**
- 2.7 Will the Candidate Entity, or any non-authorised entity of which it is a manager, owner or member of the governing body of, carry out claims management activities? **Yes** **No**
- 2.8 Will clients, or aspects of their case, be referred, signposted or transferred from the Applicant Firm to the Candidate Entity? **Yes** **No**
- 2.9 Will the Candidate Entity be jointly advertised or promoted with the Applicant Firm (including sharing a website, offering joint services or bidding for work together)? **Yes** **No**

**Separate businesses**

2.10 Will the Candidate Entity own, actively participate in or be connected with a separate business:

- (a) That will engage in legal activities? **Yes** **No**
- (b) That will engage in claims management activities? **Yes** **No**
- (c) To which clients, or aspects of their case, will be referred, signposted or transferred? **Yes** **No**
- (d) Which are jointly advertised or promoted with authorised businesses (including sharing a website, offering joint services or bidding for work together)? **Yes** **No**

If **Yes** to any of the above, provide details in the following table.

Business name	Regulator	Relationship with Candidate	Type of work undertaken	Will it stay separate or amalgamate with the Applicant Firm?

## Section 3 - Owners

Complete this section if you are applying for our approval for the Candidate Entity to be an owner of the Applicant Firm

3.1 How will the interest be held?

3.2 Percentage held

3.3 Will the Candidate Entity hold this share as a nominee?

**Yes**

**No**

If **Yes**, provide details below

3.4 If the Candidate Entity will be an owner that constitutes a parent undertaking for the purposes of section 420 of the Financial Services and Markets Act 2000, list any shareholders that hold a material interest (alone or by association) and any beneficial owners below.

3.5 Is the Applicant Firm a body:

With share capital?

**Yes**

**No**

With capital but no share capital?

**Yes**

**No**

Without capital?

**Yes**

**No**

3.6 To help us to understand the structure of your business and what approval is needed, upload each of the following documents applicable to the Applicant Firm:

Corporate structure chart showing current and proposed managers and owners

If the Applicant Firm is a body with capital, but with no share capital, a document that confirms the percentages that persons hold the:

- rights to share in the capital of the body, and
- entitlement to exercise or control the exercise of the voting power/ rights.

If the Applicant Firm is a body without capital, a document that confirms the percentages that persons hold the:

- rights to share in the profits, and/or
- liability to contribute to the losses, and/or
- an obligation to contribute to debts or expenses in the event of a winding up, and/or
- an entitlement to exercise or control the exercise of the voting power/ rights.

## Section 4 - Suitability test

We have a responsibility to make sure that those who hold certain roles are fit and proper to do so. We use the term “character and suitability” in this context. The SRA Assessment of Character and Suitability Rules set out the kind of factors we will consider when assessing character and suitability.

The Candidate Entity must disclose all matters, wherever they have taken place (including overseas), which are relevant to our assessment of its character and suitability. This includes, where practicable, any information set out in Table 4 of the SRA Assessment of Character and Suitability Rules which is relevant to the matter in question.

The Candidate Entity has an ongoing obligation to tell us promptly about anything that raises a question as to its character and suitability, or any change to information previously disclosed to us in support of this application, after it has been made.

This obligation continues once the Candidate Entity’s designation has been approved.

The Candidate Entity must provide any evidence relevant to our consideration of its character and suitability.

Table 3 of the SRA Assessment of Character and Suitability Rules sets out the types of aggravating and mitigating factors we will consider when assessing character and suitability questions.

Failure to disclose relevant information will be considered when making our determination.

4.1 The Candidate Entity has read and understood the above statements **Yes**

### Criminal conduct

You must tell us about all “spent convictions or cautions” unless they are protected as defined by the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975 (as amended in 2013). Section 3.1 of SRA Assessment of Character and Suitability Rules gives more information about when a conviction or caution is protected.

4.2 Does the Candidate Entity have any convictions (that are not protected as set out above):

- |   |            |           |
|---|------------|-----------|
| (i) involving dishonesty, fraud, perjury and/or bribery?                  | <b>Yes</b> | <b>No</b> |
| (ii) associated with obstructing the course of justice?                   | <b>Yes</b> | <b>No</b> |
| (iii) which demonstrated behaviour showing discrimination towards others? | <b>Yes</b> | <b>No</b> |
| (iv) associated with terrorism?   | <b>Yes</b> | <b>No</b> |

Has the Candidate Entity been convicted by a court of more than one criminal offence?	<b>Yes</b>	<b>No</b>
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### **These are the most serious, and finding is likely to result in refusal**

4.3 Has the Candidate Entity been convicted of, or accepted a caution for, any other offence (which is not protected as set out above)?	<b>Yes</b>	<b>No</b>
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Is the Candidate Entity currently subject to a conditional discharge or bind over by a court?	<b>Yes</b>	<b>No</b>
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4.4 Is the Candidate Entity currently facing any criminal charges? **Yes** **No**

If the Candidate Entity answers **Yes** to 4.4, it must disclose details of the charge(s).

**These are serious, and finding may result in refusal**

**If you answer yes to 4.2, 4.3 and/or 4.4, you will need to provide the following evidence:**

- At least one independent report relating to the event such as a report from the police, a court, or a solicitor.
- Any sentencing remarks for the Candidate Entity's case.
- Any Memorandum of an Entry on the Court Register.
- Proof the Candidate Entity has paid any penalty or fine imposed or costs ordered for the Candidate Entity to pay as a result of the matter disclosed.

### **Other conduct and behaviour**

Refer to rule 4.1 and Table 2 of the SRA Assessment of Character and Suitability Rules.

### **Integrity and independence**

4.5 Has the Candidate Entity behaved in a way:

- |   |            |           |
|---|------------|-----------|
| (i) Which is dishonest?   | <b>Yes</b> | <b>No</b> |
| (ii) Which is threatening or harassing?                         | <b>Yes</b> | <b>No</b> |
| (iii) Where there is evidence of discrimination towards others? | <b>Yes</b> | <b>No</b> |

Has the Candidate Entity misused its position to gain pecuniary advantage? **Yes** **No**

Has the Candidate Entity misused its position of trust in relation to vulnerable people? **Yes** **No**

Is the Candidate Entity aware of any evidence reflecting adversely on the honesty and integrity of a person the Candidate Entity is related to, affiliated with, or acts together with where that person may have an influence over the way in which the Candidate Entity will exercise its role? **Yes** **No**

### **Financial conduct/events**

4.6 Has the Candidate Entity deliberately sought to avoid responsibility for its debts? **Yes** **No**

Has the Candidate Entity managed its finances dishonestly? **Yes** **No**

Has the Candidate Entity been declared bankrupt, entered into any corporate voluntary arrangements, had a current county court judgment (CCJ) or a winding up order issued against it or otherwise been wound up or put into administration in circumstances of insolvency? **Yes** **No**

Is the Candidate Entity subject to possession proceedings?	<b>Yes</b>	<b>No</b>
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**If you answer yes to 4.6 you will need to provide the following evidence:**

- In relation to CCJs or corporate voluntary arrangements, proof that agreement has been met in full or that it continues to be met; a copy of any judgment; a certificate of satisfaction from the court or a Registry Trust Limited report; and a credit report of no more than one month old.
- In relation to insolvency, a copy of the winding up order; and a credit report no more than one month old.
- Details of any actions taken to clear any debts and to satisfy any judgments.

**Regulatory or disciplinary findings**

4.7 Has the Candidate Entity been made the subject of a serious disciplinary or regulatory finding, sanction or action by a regulatory body and/or any court or other body hearing appeals in relation to regulatory or disciplinary findings?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity failed to disclose information to a regulatory body (including the SRA) when required to do so or provided false or misleading information?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity significantly breached the requirements of a regulatory body?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity failed to comply with the reasonable requests of a regulatory body resulting in a finding against the Candidate?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity been rebuked, reprimanded or received a warning about their conduct by a regulatory body?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity been removed and/or disqualified as a company director?	<b>Yes</b>	<b>No</b>
Has the Candidate Entity committed an offence under the Companies Act?	<b>Yes</b>	<b>No</b>
Is the Candidate Entity currently facing any disciplinary proceeding(s) or investigation(s)?	<b>Yes</b>	<b>No</b>

**If the Candidate answers Yes to questions 4.2-4.7, they will need to provide, in addition to any specific evidence detailed above, the following general information and evidence relevant to the matters disclosed:**

- Credible references, where possible written in the knowledge of the matters reported by an independent person who knows the Candidate Entity
- Evidence of any rehabilitation that shows the Candidate Entity has learnt from an event.
- Documentary evidence in support of the Candidate Entity's case and, where possible, an independent corroboration of its account of the event.
- A statement from the Candidate including details of the event leading up to the matter disclosed and which reflects the Candidate's attitude towards the event.
- Proof that the Candidate Entity has also disclosed the matter to any professional or other body to which the Candidate Entity has an obligation to do so.
- Details of any ongoing disciplinary proceedings or investigations.

## Section 5 - Declaration

An individual manager of the Applicant Firm must complete this section.

Knowingly or recklessly giving false or misleading information, or failing to inform us of significant information could lead us to reject the application, revoke the authorisation of the Applicant Firm, withdraw approval of a role holder and/or take disciplinary action.

You should not assume that information is known to us because it is in the public domain, or has previously been disclosed to us or another regulatory body. If you are in any doubt about the relevance of information, you should include it in this application.

The submission of this form constitutes a proper application and the act of submission is evidence of a binding signature.

We may make enquiries and seek further information considered necessary in determining this application.

### In making this application on behalf of the Applicant Firm:

- 5.1 I confirm that I have read and understood the guidance.
- 5.2 The information in this application about the Candidate Entity is correct and complete to the best of my knowledge and belief.
- 5.3 I confirm that I have the authority to make this application and the declarations on behalf of the Applicant Firm and the Candidate Entity.
- 5.4 I have obtained the necessary consents from the Candidate Entity for you to disclose to the Applicant Firm the results of any checks and any documents held in respect of the Candidate Entity.
- 5.5 I confirm that I will notify you as soon as any information provided in this application changes
- 5.6 I confirm that the Applicant Firm believes, on the basis of due and diligent enquiry, that the Candidate Entity is fit and proper.

### Individual manager

Provide details of the individual manager making this declaration. If the Applicant Firm does not have any individual managers, a manager of a corporate manager can make this declaration.

Forename(s)	<input type="text"/>	Surname	<input type="text"/>		
Title	<input type="text"/>	Date of birth	<input type="text"/>	SRA no	<input type="text"/>
Role	<input type="text"/>	Email	<input type="text"/>		
		Date	<input type="text"/>		

## Section 6 - Returning the form

Once completed you must upload and submit this form via mySRA.

## Section 7 - What we will do with your data

### Privacy notice

The Solicitors Regulation Authority Limited (SRA) is the 'data controller' of the personal information we hold for the purposes of the UK General Data Protection Regulation (the UK GDPR) and the Data Protection Act 2018 (the Data Protection Act).

We collect, use and share data primarily in the exercise of our regulatory functions. More information about how we handle your data is available in our [Privacy Notice](#).