



REA Central Validation Service

Getting started -Registering your organization, Legal validation, Financial capacity assessment and Ownership control

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Presentation Outline

REA Central Validation Service

Registration of participants

Legal validation and Legal entity appointed representative (LEAR)

Communication

Financial capacity assessment

Ownership control assessment

Guidance documents

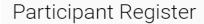


REA Central Validation Service (REA CVS)

- Verifies legal existence and legal statuses of entities
- Validates the appointment of Legal Entity Appointed Representatives (LEARs)
- Validates legal changes of validated entities
- Assesses universal takeovers (UTROs) of validated entities
- Encoding Bank Account requests
- Prepares the Financial Capacity Assessment
- Performs ownership control assessments for specific programmes
- Performs ex-post status verifications (e.g. **SME & MID cap status checks**)



Registration of an organisation (at proposal stage)



Need help?

If you want to participate in a call for proposals or in a call for tenders with eSubmission, your organisation needs to be registered and have a 9-digit Participant Identification Code (PIC). Please quote your PIC in all correspondence with the Commission.

The register contains all participants of EU programmes.

Is your organisation already registered? PIC search

Please check whether your organisation has already been registered. If so, no need to register it again.

Search a PIC

Register your organisation

To register your organisation or as a natural person, you need to login into the Portal or, if you are a new user, create your account.

Check what information you need to register in the Online Manual - and keep it to hand during the registration procedure. To start registration, click on the button below.

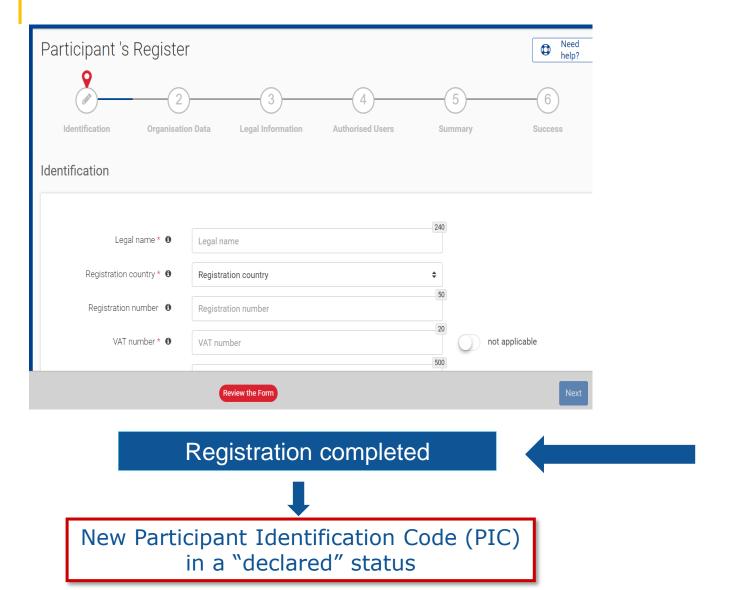
Register your organisation

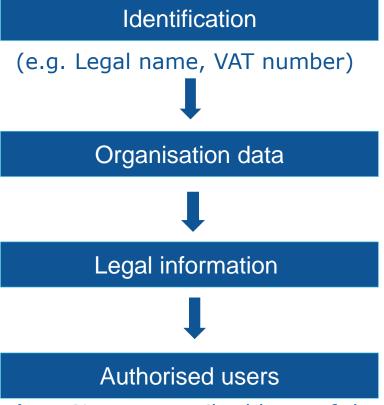
Search for a registered organisation

New registration



How to register in the Participant Register





(e.g. Name, e-mail address of the self-registrant and the back-up)



Validation Process Overview

Registration

Organisations have to register in the Participant Register

Verification & validation of legal data

Based upon legal documents



LEAR

Mandatory for all validated participants

FCA

Financial Capacity
Assessment if
needed

COMMUNICATION VIA PARTICIPANT REGISTER



Legal validation

- Registration data is verified by REA Central Validation Service before the signature of the Grant Agreement or Contract
- The legal validation of a participant is done **once**, when the entity has to sign its first Grant Agreement or Contract and it is reused for future participations in EU grant and procurement actions
- Validation is always performed on the basis of supporting documents, in accordance to EU Financial Regulation and the <u>Rules on Legal Entity Validation</u>, <u>LEAR</u> <u>Appointment and Financial Capacity Assessment</u> for EU Grants and Tenders



Legal validation documents

- ✓ **Legal entity form** (template to be completed, dated, stamped and signed)
- ✓ VAT extract (< 1 year)</p>
 - ✓ If not registered for VAT proof of VAT exemption
- ✓ **Registration extract** (< 1 year) for private law bodies
- ✓ **Law/decree/decision** for public law bodies
- ✓ Treaty for international organisations
- ✓ **Statutes** for non-profit organisations



Communication

(e.g. request to submit legal documents or to appoint a LEAR)

All communication is exclusively managed through the Participant Register

European Commission < EC-NO-REPLY-GRANT-MANAGEMENT@nomail.ec.europa.eu>

to me 🕶

Europa / Funding & Tenders Portal notification

Dear User,

You have been granted the role of **Self Registrant** for the organisation arquicios.

In order to access your organisation data on the Funding & Tenders Portal/Supplier portal, you need to log in on the F&T Portal/Supplier Portal. If you did not have an EU Login yet, it was launched automatically for a separate e-mail with a hyperlink to finalise your account.

For more information on the Funding & Tenders Portal roles, please refer to the <u>Online Manual</u> if you participate in the <u>programmes</u> <u>managed on the Funding & Tenders Portal</u>.

For more information on the roles for e-Procurement, please refer to the e-Procurement wiki page, if you participate in a tender call.

With kind regards,

EU Single Electronic Data Interchange Area - F&T Portal team

This email has been auto-generated. Please do not reply to this account. Your email will not be read. For any inquiries please contact the Grants Procurement Systems Support +32 (2) 29 71063 or EC-FUNDING-TENDER-SERVICE-DESK@ec.europa.eu.

Messages are notified via e-mail to the contact person (i.e. self-registrant or the appointed LEAR)



Access lost to a declared or valid PIC

Declared PIC

- In case the self-registrant left the organisation and no one has access to a declared PIC
 - a new PIC needs to be created and REA CVS informed

Valid PIC

 If the LEAR is not available anymore and there are no Account Administrators, a new LEAR needs to be appointed – LEAR recovery procedure

https://ec.europa.eu/research/participants/urf/lear-recovery/request/



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Validation Process Overview

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FCA

Financial Capacity Assessment if needed



COMMUNICATION VIA PARTICIPANT REGISTER



Financial Capacity Assessment (FCA)

Legal basis

- Financial Regulation (2018/1046) articles 196 and 198
- Rules on Legal Entity Validation, LEAR Appointment and Financial Capacity Assessment for EU Grants and Tenders.
- Call for Proposals (see the section "Financial capacity")

When is the FCA needed?

✓ **ALL beneficiaries**, except for:



Financial Capacity Assessment (FCA)

Legal basis

- Financial Regulation (2018/1046) articles 196 and 198
- Rules on Legal Entity Validation, LEAR Appointment and Financial Capacity Assessment for EU Grants and Tenders.
- Call for Proposals (see the section "Financial capacity")

When is the FCA needed?

✓ **ALL beneficiaries**, except for:

public bodies (including local, regional or national authorities)

✓ Individual requested grant amount is greater than EUR 60,000

If FCA must be checked, you will be contacted by the Central Validation Service via Participant Register in the F&T Portal.



and

FCA supporting documents

(via Participant Register)

√ Balance sheet

Balance Sheet

- ASSETS
- LIABILITIES
- EQUITY



FCA supporting documents

(via Participant Register)

- ✓ Balance sheet
- ✓ Profit and loss account

Balance Sheet

Profit & Loss account

- REVENUES
- EXPENSES
- Net result



FCA supporting documents

(via Participant Register)

- √ Balance sheet
- ✓ Profit and loss account
- ✓ Explanatory notes and/or annexes (if available)

Balance Sheet

Profit & Loss account

Explanatory notes

Annexes

to the FS

Details on accounts

Breakdown on items

Additional explanations



- ✓ Balance sheet
- ✓ Profit and loss account
- ✓ Explanatory notes and/or annexes (if available)
- √ Financial audit report

Financial Audit report

Opinion

- Unqualified
- Qualified
- Adverse
- Disclaimer

Balance Sheet Profit & Loss account

Explanatory notes

Annexes

to the FS



- √ Balance sheet
- ✓ Profit and loss account.
- ✓ Explanatory notes and/or annexes (if available)
- √ Financial audit report

...or <u>Self Declaration</u> on the accounts

if the requested EU-contribution exceeds EUR 750.000 (art. 196 FR)

Financial Audit report

Opinior

- Unqualified
- Qualified
- Adverse
- Disclaimer

Self Declaration on the accounts

I, the undersigned declare that the accounts are:

- VALID
- no audit required

Signed

Balance Sheet

Profit & Loss account

Explanatory notes

Annexes

to the FS



- ✓ Balance sheet
- ✓ Profit and loss account
- ✓ Explanatory notes and/or annexes (if available)
- √ Financial audit report

Balance Sheet

Profit & Loss account

Profit & Loss account

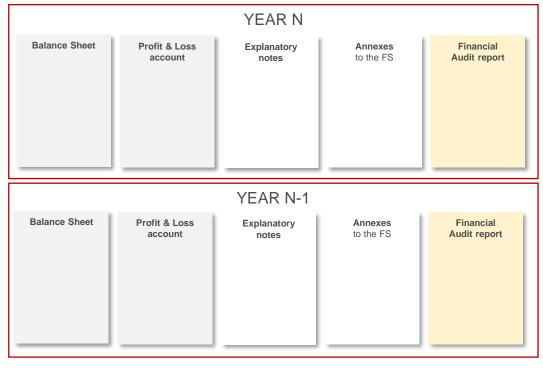
Explanatory notes

Annexes to the FS

Financial Audit report



- ✓ Balance sheet
- ✓ Profit and loss account.
- ✓ Explanatory notes and/or annexes (if available)
- √ Financial audit report



For the 2 most recent closed and approved financial years

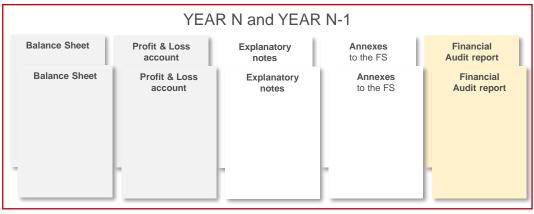
- official language
- dated
- signed



- ✓ Balance sheet
- ✓ Profit and loss account
- ✓ Explanatory notes and/or annexes (if available)
- √ Financial audit report

Newly established entities

✓ Business plan



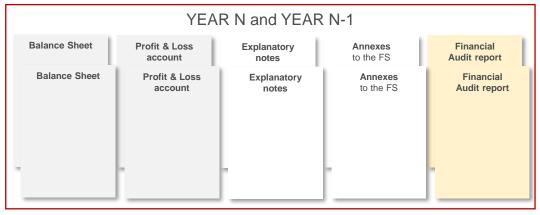
For the 2 most recent closed and approved financial years

- official language
- dated
- signed

Business plan



- ✓ Balance sheet
- ✓ Profit and loss account
- ✓ Explanatory notes and/or annexes (if available)
- ✓ Financial audit report



For the 2 most recent closed and approved financial years

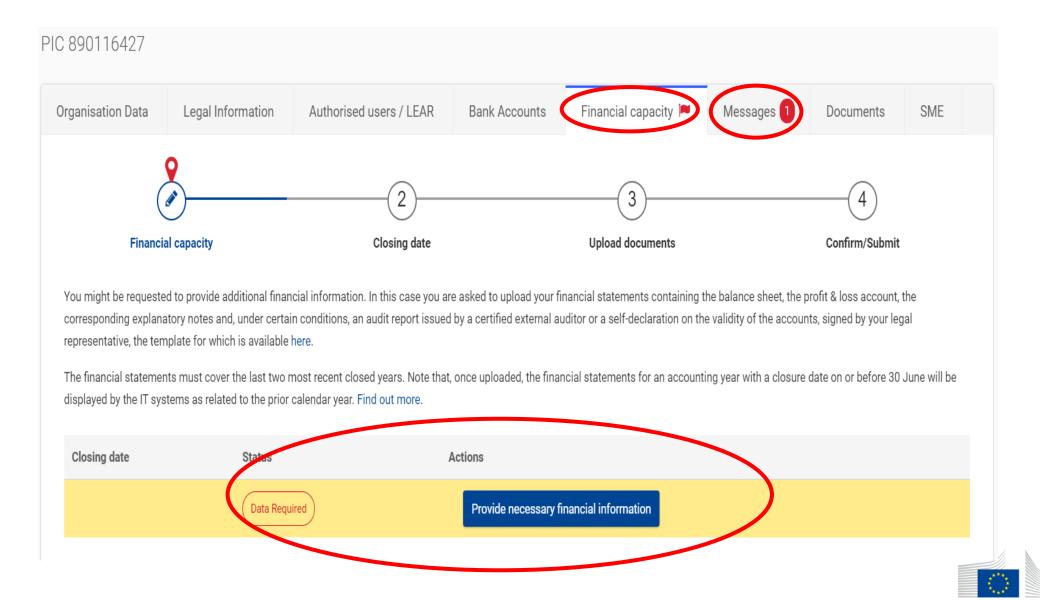
- official language
- dated
- signed



Once completed, the assessment is valid for 18 months from the closing date



Financial Capacity Assessment: Requests in Participant Register



European Commission

Financial Capacity Assessment: Requests in Participant Register

PIC 890116427 Financial capacity | SME Organisation Data Legal Information Authorised users / LEAR Bank Accounts Documents Messages 1 • New message Messages Read messages of your organisation and send messages to the EC ValidationServices. Subject * Context \$ Date \$ Actions Message * Financial capacity assessment -Pear Participant, Following your Financial capacity assessment 06/07/2021 ✓ View Request for documents ecent a...







Legal basis:

- 1. Regulation (EU) 2021/695 of The European Parliament and of the Council of 28 April 2021.
- 2. Rules on Legal Entity Validation, LEAR Appointment and Financial Capacity Assessment for EU Grants and Tenders.
- 3. <u>Guidance on Participation in Digital Europe Programme (DEP), Horizon Europe (HE) and European Defence Fund (EDF) restricted calls.</u>

• **Exceptions** - OCA is not performed for:

- Entities which are <u>validated</u> as **public bodies**, which are considered as controlled by their country.
- > Entities which self-declare to be controlled by a **non-eligible country**.



Ownership Control Declaration:

- Submitted with proposal and presenting the current ownership structure and corporate governance based on official supporting documents.
- > Ownership structure: complete ownership structure, i.e., including all layers of ownership/control up to the ultimate owners.
- ➤ Corporate governance: the decision-making bodies, rules regarding election, appointment, nomination or tenure, decision-making procedures within your organisation and its shareholders up to the ultimate owners.
- Commercial and financial links or other sources conferring control: if applicable.



Ownership Control Declaration:

EU Grants: Ownership control declaration: V3.0 – 01.10.2023

OWNERSHIP CONTROL DECLARATION

(To be filled in by the project participants as part of the application. All declarations must be assembled by the coordinator and uploaded in a single file in the Portal Submission System.

Beneficiaries and affiliated entities must always provide the form; associated partners and subcontractors must provide it only if required by the call conditions (for HE, associated partners always). Entities that are validated as public bodies the Central Validation Service are exempted since they will automatically be considered as controlled by their country. Supporting documents do not have to be provided at application stage, but will be requested later on. You will receive a task notification asking you to upload the documents to your PIC account in the Portal Participant Register.

- A The supporting documents should reflect the situation at the moment you sign this declaration. Please be aware that additional evidence may also be requested later on, in case there are open questions about your ownership/control status.
- A Please note that the information in this declaration may be reused in case you apply to other EU calls that have ownership/control restrictions.
- A Please also note that you must inform the granting authority in case of changes in your shareholding during the project implementation, if these could impact the ownership/control requirements.)

DECLARATION ON OWNERSHIP AND CONTROL					
Participant					
Legal name:					
PIC:					
Legal registration number:					
Place of establishment: (country of registration; full address)					
Headquarters					
Location of global headquarters/head office: (full address)					
Location of the executive management structure: (If different from the location of global headquarters/head office; full address) *Executive management structure means a body appointed in accordance with national law, and, where applicable, reporting to the chief executive officer, without in empowered to establish the strategy. Objectives and overall direction, and who overaces and monitour management decision-making.					
Listed, subsidiary or controlled Supporting documents: report/minutes of the last three shareholders meetings, for each of the listed companies.					
Are you listed on a stock exchange?	Yes/No				
Are you a subsidiary of a listed company?	Yes/No				
Are you controlled by a listed company?	Yes/No				
If the reply is YES to any of these three questions, please provide:					
Which stock exchange?					
Legal name of the listed company:					

FU Grants: Ownership control declaration: V3.0 - 01.10.202

Share of the float in the total outstanding shares:

Floating stock is the result of subtracting closely-held shares from the total number of issued shares. It represents the portion available for unrestricted trade on a regulated stock

Ownership structure and specific rights

In the table below, detail any owners that:

- detain, directly or indirectly, at least 5% in the capital or at least 5% of the voting rights, including through any content, understanding, relationship⁽¹⁾ or/and intermediary
- have one or more of the following specific rights in relation to their ownership:
 - right to veto a transfer of shares
 - pre-emption rights
 - right to purchase additional shares or investment subject to conditions
- right to sell shares (only for owners that are not established in eligible countries (i.e. legal entity) or do
 not have the nationality of one of the eligible countries (i.e. individual) and holding more than 5% of the
 voting rights).

Supporting documents:

- commercial registry extracts, shareholders book or a declaration signed by the legal representative of the
 organisation and any other relevant document containing clear mention of the shareholders and their
 percentage of interest/violing rights.
- shareholders' agreement, memorandum of understanding among shareholders, statutes, articles of association or other relevant locuments regarding the decision-making procedures within the legal entity, investment agreements between the shareholders, etc.
- If there are legal persons as shareholders^[1], please provide also a graph describing the different ownership layers/chain of control until the ultimate owners.
- A. The supporting documents must show the complete ownership structure, for the entity and all its layers of ownership, up to the ultimate owners and should reflect the situation at the moment you sign this declaration.
- M This includes voting agreements between shareholders that would together have more than 6% of the voting rights or 6% of the capital.
- (N) Detaining at least 5% in the capital or at least 5% of the voting rights.

Owner name	Country of establishment/ or nationality	How is the ownership/control held		Specific rights attached to shares
nationality	by share [%]	by voting right [%]		

Corporate governance

Describe briefly:

- the decision-making bodies, their composition as well as their nationality or place of establishment (where applicable);
- the rules regarding election, appointment, nomination or tenure of members of the decision-making bodies or other management positions;
- the decision-making procedures, including information regarding the required majority and/or quorum needed for decisions.

Supporting documents: Documents establishing/describing the decision-making bodies, rules regarding election, appointment, nomination or tenure, decision-making procedures within the legal entity (e.g. articles of association bylaws, reports on corporate governance, etc).

You can refer to specific sections of your supporting documents.

The same documents and information should be provided for each intermediate legal entity holding directly or indirectly 5% or more of the capital or voting rights, up to the ultimate owners of all the layers involved.



Supporting documents:

- ➤ Ownership structure: official documents demonstrating all direct and indirect shareholders, up to the ultimate owners. For instance: trade register extracts, shareholders' book, ...
- ➤ Corporate governance: official documents describing the decision-making processes within your organisation and its shareholders up to the ultimate owners. For instance: statutes, articles of association, shareholders' agreement, ...
- ➤ Confidentiality: All data and documents provided in the context of validation processes, including ownership control assessment are treated as confidential.



Guidance documents



Rules on Legal validation, LEAR appointment and financial capacity assessment: https://ec.europa.eu/info/funding-tenders/opportunities/docs/2021-2027/common/guidance/rules-lev-lear-fca_en.pdf



How to register in the Participant Register: https://webgate.ec.europa.eu/funding-tenders-opportunities/display/OM/Online+Manual



Online Manual, IT How to, IT and RES Helpdesk and specific FAQs on the Funding and Tenders Portal:

https://ec.europa.eu/info/funding-tenders/opportunities/portal/screen/support/support



Legal notice on the Funding and Tenders Portal (terms and conditions, data protection): https://ec.europa.eu/info/funding-tenders/opportunities/portal/screen/support/legalnotice



Questions, please...

