
Framework Cooperation Arrangement
between
the European Banking Authority ('EBA')
and
the Bank of England ('BoE')
(together with the EBA, 'Parties')

Preamble

- (1) The global financial markets involve financial institutions and groups that operate across borders, with many institutions operating both within two or more Member States of the European Union ('EU') and in the United Kingdom ('UK').
- (2) Following the withdrawal of the United Kingdom from the European Union, the United Kingdom will become a third country within the meaning of European Union law which will cease to apply to the United Kingdom.
- (3) Under the domestic legal frameworks of the Parties' respective jurisdictions, resolution authorities possess resolution tools and powers that can be employed to address circumstances in which a financial institution or group encounters serious financial difficulties.
- (4) In order to ensure the effectiveness of resolution actions in relation to internationally active financial institutions or groups, resolution authorities share information and cooperate in the cross-border development of resolution plans and in the application of resolution tools and powers.
- (5) The EBA is a European Supervisory Authority established under Regulation (EU) N. 2010/1093 of the European Parliament and the Council as subsequently amended, entrusted with various tasks including ensuring an effective and consistent level of regulation and supervision, strengthening international supervisory coordination and developing contacts and entering into administrative arrangements with supervisory authorities, international organisations and the administrations of third countries.
- (6) With a view to promoting the uniform development of cross-border resolution information sharing and cooperation arrangements, Article 97 of Directive 2014/59/EU on Bank Recovery and Resolution ('BRRD')¹ empowers the EBA to conclude framework cooperation arrangements with non-EU supervisory and resolution authorities of jurisdictions where internationally active financial institutions or groups – as identified in paragraph (2) of that Article 97 - carry out part of their activities. The BRRD also requires all the EU national resolution authorities and, with respect to those Member States participating in the Banking Union, the Single Resolution Board ('EU Authorities') to conclude non-binding cooperation

¹ Directive 2014/59/EU of the European Parliament and of the Council of 15 May 2014 establishing a framework for the recovery and resolution of credit institutions and investment firms; OJ L 173 of 12 June 2014, p. 190.

arrangements in line with a framework cooperation arrangement, such as this Framework Cooperation Arrangement ('Framework'). In light of this power, the EBA has entered into this Framework with the BoE.

- (7) A list of all the EU Authorities is included in an Annex to this Framework.
- (8) The Bank of England is the central bank for the UK. Among its responsibilities and objectives, the BoE has a statutory responsibility to protect and enhance the stability of the financial system of the UK. The BoE's role is focused on the stability of the overall financial system. The BoE is also the resolution authority for various financial institutions, including banks, in the UK. It is responsible for the operation of the special resolution regime (SRR) under the Banking Act 2009 and the Bank Recovery and Resolution (No. 2) Order 2014 (as may be amended, restated, supplemented or otherwise modified from time to time), including resolution planning, assessing the resolvability of firms and groups within its jurisdiction and (once the conditions for invoking the SRR are satisfied) deciding whether and which SRR tools to use and overseeing their operation (with the exception of the power to take a firm into temporary public ownership, which HM Treasury may exercise). In its capacity as the Prudential Regulation Authority (PRA) the BoE is also responsible for the authorisation and prudential supervision of individual deposit takers, insurers and certain designated investment firms. The BoE has signed this Framework in its capacity as UK resolution authority.
- (9) The conclusion of this Framework will serve as guidance and facilitate the conclusion of cooperation arrangements between the EU Authorities and the BoE.

1. Objective and scope of this Framework Arrangement

- 1.1. This Framework lays down the principles and the content for future cooperation arrangements between any EU Authority and the BoE (collectively, 'Participating Authorities') in order to support cross-border resolution information sharing and cooperation including, but not limited to, memoranda of understanding, statements of cooperation, and cooperation agreements ('Cooperation Arrangements').

2. Principles for Cooperation Arrangements

a) Purpose of Cooperation Arrangements

- 2.1. Cooperation Arrangements should provide that Participating Authorities will interact, cooperate and exchange information for purposes of facilitating, among other things, the planning and orderly resolution of internationally active institutions or groups. To that end, the Participating Authorities will interact, cooperate and share information on a regular basis both during business-as-usual and in times of crisis, under the mutual understanding that a more intense cooperation and exchange of information are needed in time of crisis.

b) Scope of Cooperation Arrangements

- 2.2. Cooperation Arrangements which are entered into for purposes of facilitating the Crisis Management Group ('CMG') for such institution should be guided by the Financial Stability Board's ('FSB') Key Attributes of Effective Resolution Regimes for Financial Institutions ('Key Attributes') (including Key Attribute 9 on institution-specific cross-border cooperation agreements and Annex I on the essential elements of institution-specific cross-border cooperation agreements).
- 2.3. Cooperation Arrangements will cover all areas of cooperation and sharing of information included in and consistent with the terms of this Framework in order to support effective cross-border resolution planning and resolution action, having regard to Participating Authorities' scope of competence and powers.
- 2.4. Without prejudice to the coverage of all areas included in the Framework consistent with the terms set therein, Cooperation Arrangements should give consideration to the size, nature and complexity of the entities covered, the materiality of the entity to the group, to the systemic importance and to the impact on financial stability of its resolution in the jurisdictions of any of the Participating Authority, and the relevance of each concerned Participating Authority's involvement in the resolution planning or actions.
- 2.5. Subject to the principle of proportionality in section 2.4, sharing of information should include, but should not be limited to, loss absorption and recapitalisation capacity, funding, continuity of critical functions, and operational continuity.
- 2.6. Cooperation Arrangements may address the principles set forth in this Framework by cross-reference to the applicable provisions of the FSB Key Attributes, this Framework or other appropriate acts or sources.
- 2.7. This Framework is without prejudice to the Cooperation Arrangements including additional areas of cooperation not specified in this Framework.

c) General provisions

- 2.8. Cooperation Arrangements should provide that they are legally non-binding; that they are based on reciprocity; that they do not create enforceable rights, obligations, or liabilities; and that they do not constitute waivers of immunity or privilege.
- 2.9. Cooperation Arrangements may provide for their review and amendment from time to time by mutual consent, and may specify that they do not modify or supersede prior similar arrangements, such as memoranda of understanding, statements of cooperation, cooperation agreements, and technical assistance agreements and that each Participating Authority may withdraw from the Cooperation Arrangement with reasonable prior written notice.

d) Resolution planning

- 2.10. Cooperation Arrangements should set forth that Participating Authorities will cooperate and exchange information for the development, sharing and update of resolution plans and resolvability assessments, subject to the principle of proportionality in Section 2.4, with a

view to achieving an orderly and coordinated resolution and to maintaining financial stability. In this context, Participating Authorities should cooperate in order to achieve a coordinated resolution strategy consistent with Participating Authorities' legal frameworks and respective responsibilities.

- 2.11. Along the same lines, such cooperation and sharing of information will also aim at identifying the existence of cases where the resolution plan may materially adversely affect the financial stability or the domestic depositors or creditors of that other Participating Authority(ies) and where consistent with Participating Authorities' responsibilities and legal frameworks, the necessary and appropriate steps to mitigate such cases.

e) Sharing of information in time of crisis

- 2.12. Cooperation Arrangements should envisage that Participating Authorities will intensify cooperation and exchange of information in time of crisis and that, subject to applicable confidentiality requirements and cooperation arrangements between the Participating Authorities and the respective supervisory authority of the same jurisdiction, such exchange of information, occurs at a sufficiently early stage to ensure effective cooperation and coordination in the development (to the extent possible having regard to the circumstances) and execution of the resolution action(s). Subject to the principle of proportionality in Section 2.4, cooperation and sharing of information in time of crisis should include resolution conditions assessments, the details concerning the application of the specific resolution tools and powers and the resolution strategy, and, as the case may be, the legal requirements and legal obstacles to the recognition, support or provision of effects of resolution actions in the other Participating Authority(ies) jurisdiction, if such actions contribute to a more orderly resolution.
- 2.13. Such exchange of information may occur bilaterally or in the appropriate fora such as CMGs or other relevant venues.

f) Sharing information, cooperation and implementation of resolution measures

- 2.14. Cooperation Arrangements should envisage that Participating Authorities will cooperate and exchange information in order to address the existing circumstances in a comprehensive manner with a view to delivering a coordinated orderly resolution of internationally active financial institutions or groups and to preserve financial stability, consistent with Participating Authorities' responsibilities and legal frameworks.
- 2.15. Cooperation Arrangements should provide that Participating Authorities will endeavour to avoid actions that could reasonably be expected to materially interfere with the resolution plan, trigger instability elsewhere in the internationally active financial institution or group, or in the financial system of the other Participating Authority's jurisdiction and to ensure continuity of critical functions and minimisation of destruction in value, while protecting public funds. Consistently with the purpose of Cooperation Arrangements, Participating Authorities should cooperate in order to deliver a coordinated orderly resolution; this should not prejudice the right of each Participating Authority to act on its own initiative if

necessary to preserve domestic financial stability or achieve any other domestic resolution objective.

- 2.16. Cooperation Arrangements should envisage that Participating Authorities will endeavour to achieve a consistent and effective external public communication related to resolution actions, which may be included in resolution plans. Participating Authorities should aim to develop communication plans, including within the context of appropriate fora such as Crisis Management Groups or other relevant venues such as resolution colleges, which may include contact information, processes and roles of the respective Participating Authorities involved in the resolution.
- 2.17. Cooperation Arrangements should envisage that Participating Authorities will continue to share information and cooperate in the preparation and implementation of the reorganisation of the entity under resolution following the execution of resolution tools and powers.

g) Resolution fora and preparedness

- 2.18. Cooperation Arrangements should acknowledge that Participating Authorities may establish or maintain in existence Crisis Management Groups or other relevant venue such as resolution colleges, structured meeting or forum where Participating Authorities that are admitted to participate share information and cooperate on a regular basis to develop resolution plans, as well as exchange information, cooperate and co-ordinate with regard to crisis management and resolution implementation. Cooperation could occur via in person meetings, or other means, and through exchange of information via secure telecommunication means.
- 2.19. Cooperation Arrangements should provide that a home Participating Authority establishing or which has established a Crisis Management Group will define its composition in line with the FSB's standards and guidelines. It will promptly consider a membership request from a host Participating Authority in good faith and consistent with such FSB's standards, in particular taking into consideration the criterion of materiality of the hosted entity to the resolution of the group. Cooperation Arrangements should also provide that a home Participating Authority will consider a request for membership of a relevant venue such as resolution colleges, structured meetings or other forum in good faith and consistent with the applicable legal framework.
- 2.20. Cooperation Arrangements should also envisage that the Participating Authorities intend to communicate to each other and, as the case may be, to the participants in the resolution forum, any material changes to the Participating Authorities' prudential or resolution frameworks impacting internationally active financial institutions or groups.
- 2.21. To enhance preparedness and smooth cooperation, Cooperation Arrangements should envisage that Participating Authorities should maintain up-to-date contact lists including contact details for key senior and working-level staff of the Participating Authorities or other participants in the resolution forum.

2.22. Cooperation Arrangements may, where appropriate, envisage the possibility of employing periodic simulations or other scenario exercises within or separately from the resolution forum, in order to assess the soundness of resolution plans and enhance preparedness for a coordinated resolution of an internationally active financial institution or group.

h) Protection of confidential information

2.23. Cooperation Arrangements should provide that information shared by Participating Authorities in accordance with the Cooperation Arrangement should be considered as confidential information in accordance with the applicable laws and regulations, unless the Participating Authority providing the information indicates otherwise.

2.24. Cooperation Arrangements should set forth that confidential information may only be shared if the recipient Participating Authority will treat such information as confidential in accordance with confidentiality requirements and safeguards appropriate to the nature and the level of sensitivity of that confidential information. They should also envisage that the Participating Authorities will assess and/or monitor – as regards the EU Authorities, in coordination with the EBA - the equivalence of the confidentiality and professional secrecy requirements and regimes in respect of the Participating Authorities.

2.25. Cooperation Arrangements should provide that confidential information received by each Participating Authority will only be used for the purposes of carrying out functions relating to the areas covered by this Framework and that access to such confidential information will be restricted by each Participating Authority to those staff members and agents bound by professional secrecy obligations in compliance with the applicable legal framework, and to any other persons retained by contract - under confidentiality requirements similar to those applicable to each Participating Authority - to provide services to such Participating Authority, that have a genuine need for such access in order to perform their functions relating to resolution planning and resolution action.

2.26. Without prejudice to sections 2.27, 2.29 to 2.32, Cooperation Arrangements should provide that confidential information will not be shared with any other person, entity or authority, unless the Participating Authority that originally produced the confidential information has given prior written consent.

2.27. Cooperation Arrangements should provide that where a Participating Authority receiving confidential information is required by statute, law or by a legally enforceable demand to disclose confidential information provided pursuant such Cooperation Arrangement, the receiving Participating Authority will notify the Participating Authority that originally produced the confidential information about such onward disclosure request. Where practicable, such notification should be carried out in advance of any such onward disclosure. If the Participating Authority that originally produced the confidential information objects to such onward disclosure, the receiving Participating Authority will take reasonable steps, if permitted by its laws, to resist disclosure, including by asserting all legal exemptions or privileges as may be available to challenge the requirement or demand

to disclose confidential information. The receiving Participating Authority will communicate the other Participating Authority any actual disclosure made.

- 2.28. Cooperation Arrangements should provide that the Participating Authority which transmits onwards the confidential information in accordance with terms of such Cooperation Arrangements will obtain assurance from the authority receiving such confidential information that, in addition to professional secrecy requirements as may be required by law, the confidential information will not be further disclosed by that authority.
- 2.29. Cooperation Arrangements should provide that prior consent will not be required where information is transmitted by a Participating Authority to an authority responsible for the prudential supervision, recovery or early intervention of an internationally active institution or group subject to the resolution regime or a central bank or a ministry of finance or an authority competent for the resolution financing arrangement or an authority competent for a deposit guarantee scheme or an authority competent for the approval of the granting of State aid of the Participating Authority's jurisdiction and as regards the EU Authorities, the European Commission and the EBA, provided that such transmission is made solely to the extent and within the limits of the statutory role of the authority in the operation of the resolution regime in accordance with that Participating Authority's jurisdiction applicable laws and regulations.
- 2.30. The Cooperation Arrangements should acknowledge that Participating Authorities may disclose confidential information to the authorities listed in paragraph 2.29 on a need to know basis provided the originating authority is informed in writing. However, where information is shared with an authority responsible for prudential supervision, recovery or early intervention, or in the case of the SRB, with the European Commission in its capacity as permanent observer in the SRB's decision making bodies, Cooperation Arrangements may provide that no such notification is required or that such notification is provided on a periodic basis. In addition to such professional secrecy requirements as may be required by law, Participating Authorities will obtain assurances from such authorities that the confidential information will be shared internally only between persons directly involved in the resolution process, will not be used for purposes other than for resolution, and will not be further disclosed unless otherwise authorised by the originating Participating Authority.
- 2.31. The Cooperation Arrangement between the BoE and the SRB should acknowledge that the SRB is required by Article 30(2) of Regulation (EU) 806/2014, to disclose confidential information both during business as usual and in case of resolution (for example, to individual members of internal resolution teams) with those national resolution authorities designated by a Member State to participate to the Single Resolution Mechanism as defined in Regulation (EU) No 806/2014 (the "Onward Sharing Recipients"). The Cooperation Arrangement should therefore acknowledge that the SRB may disclose confidential information to the Onward Sharing Recipients on a need to know basis pursuant to this requirement. Moreover, the Cooperation Arrangement should allow the SRB to share information with the European Commission under the same terms provided in section 2.30

for information sharing with authorities responsible for prudential supervision, recovery or early intervention.

Before disclosing confidential information to the Onward Sharing Recipients, the SRB will obtain assurance from each Onward Sharing Recipient receiving such confidential information that, in addition to such professional secrecy requirements as may be required by law, the confidential information will not be further disclosed by the Onward Sharing Recipient, except to other Onward Sharing Recipients on a need-to-know basis.

- 2.32. Cooperation Arrangements should envisage that the requirements for onward disclosure set out in 2.26, 2.27, 2.28 and 2.30 might not apply in whole or in part to the sharing of confidential information within the relevant resolution forum (CMGs, other relevant venue such as resolution college), in accordance with and to the extent permitted in the specific arrangements agreed upon by the Participating Authorities in the rules governing such resolution forum.
- 2.33. Cooperation Arrangements should acknowledge that no privilege or confidentiality protection associated with the information provided by any Participating Authority is intended to be waived as a result of the disclosure of confidential information.
 - i) Procedures for the exchange of confidential information
- 2.34. Cooperation Arrangements should provide that for purposes of sharing confidential information, a Participating Authority requesting information should transmit a request for information in written or electronic form to the relevant contact person. The primary contacts for each Participating Authority should be identified in a contact list annexed in the Cooperation Arrangement.
- 2.35. A request for sharing of confidential information or assistance should include the following:
 - a. the confidential information sought;
 - b. a description of the facts underlying the request, and its purpose;
 - c. to whom, if already known, onward disclosure of information provided to the requesting Participating Authority is likely to be necessary on a need-to-know basis;
 - d. any information known to, or in the possession of, the requesting Participating Authority that might assist the Participating Authority receiving the request in fulfilling the request; and
 - e. reasonable time by which the response should be provided taking into account the nature and urgency of the request and information requested.
- 2.36. When receiving requests for information or assistance, the Participating Authorities should provide one another with the fullest cooperation consistently with the Cooperation Arrangement and their responsibilities and legal frameworks.
- 2.37. Participating Authorities should agree that requests for assistance should not be unreasonably denied and that before denying assistance they should first consult with each other. In case of denial of assistance, the requested Participating Authority should give reasons for not providing the requested assistance.

2.38. In time of crisis, Participating Authorities should endeavour to notify each other of such a crisis situation and communicate each other as would be appropriate in particular circumstances, taking into account all relevant factors, including the status of efforts to address the crisis situation. In time of crisis, requests for information may be made in any form, including orally, provided such communication is confirmed in writing and Participating Authorities should endeavour to provide information as quickly as possible.

j) Data protection

2.39. Cooperation Arrangements should represent and acknowledge on the one hand, that the EU Authorities process personal data, including that contained in the information received from the BoE, in accordance with the applicable EU legal framework, notably with Regulation (EU) No 2018/1725² or Regulation (EU) No 2016/679³ as the case may be, and on the other hand, that the BoE processes personal data, including that contained in information received from the EU Authorities, in accordance with the Data Protection Act 2018, section 3 of the EU (Withdrawal Act) 2018 and the Data Protection, Privacy and Electronic Communications (Amendments etc) (EU Exit) Regulations 2019 (2019/41).

2.40. The Participating Authorities should ensure that in the absence of a decision pursuant to Article 45(3) of Regulation (EU) No 2016/679 or to Article 36(3) of Directive (EU) 2016/680⁴, a transfer of personal data between them will comply with the conditions on transfers of personal data to third countries or international organisations as stipulated by the respective legislation.

3. General Provisions for this Framework

3.1. This Framework is not legally binding and does not create rights, obligations or liabilities enforceable by the Parties or any third party. This is without prejudice to the obligation of EU Authorities, when entering into Cooperation Arrangements, to conclude them in line with this Framework. By entering into this Framework, none of the Parties waives any immunity nor submits to the jurisdiction of any court.

3.2. The Parties acknowledge that this Framework does not affect the powers and functions conferred upon them by their respective jurisdictions. The terms of this Framework should be understood and interpreted within the scope of each Participating Authority's respective mandate, powers, roles, responsibilities, and operational frameworks. This Framework does not modify or supersede any laws, regulations, or requirements.

² Regulation 2018/1725 of the European Parliament and of the Council of 23 October 2018 on the protection of natural persons with regard to the processing of personal data by the Union institutions, bodies, offices and agencies and on the free movement of such data, and repealing Regulation (EC) No 45/2001 and Decision No 1247/2002/EC.

³ Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC.

⁴ Directive (EU) 2016/680 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data by competent authorities for the purposes of the prevention, investigation, detection or prosecution of criminal offences or the execution of criminal penalties, and on the free movement of such data, and repealing Council Framework Decision 2008/977/JHA.

- 3.3. This Framework does not modify or supersede any existing cooperation or information sharing arrangement (e.g. memoranda of understanding, statements of cooperation, cooperation agreements, or technical assistance agreements) to which any of the Participating Authorities is a party and does not create any obligation for such Participating Authorities to conclude, amend or replace any such arrangement.
- 3.4. This Framework does not create any obligation to conclude Cooperation Arrangements.
- 3.5. The Parties shall review this Framework regularly and may amend it by mutual consent. The amendment of the Framework does not affect any Cooperation Arrangement entered into on the basis of this Framework.
- 3.6. Any Party may unilaterally withdraw from this Framework by giving 30 day prior notice to the other Part(ies).
- 3.7. The withdrawal of any Party from this Framework does not affect any Cooperation Arrangement entered into on the basis of this Framework.
- 3.8. This Framework may be made publicly available in full or in part by any of the Parties at any time and in any manner.

4. Entry into Operation

- 4.1. This Framework is signed by the representatives of each Party.
- 4.2. This Framework enters into force on the date the European Treaties and EU secondary legislation have ceased to apply in the United Kingdom.

EBA

Bank of England

Annex

List of EU Authorities

(National and Banking Union Resolution Authorities)⁵

	Resolution authority
Austria	Finanzmarktaufsicht (Financial Market Authority)
Belgium	National Bank of Belgium
Bulgaria	Българска народна банка (Bulgarian National Bank); Комисията за финансов надзор (Financial Regulation Commission)
Croatia	Hrvatska Narodna Banka (Croatian National Bank); Hrvatska Agencija za Nadzor Financijskih Usluga (Croatian Financial Services Supervisory Agency); Državna Agencija za Osiguranje Štednih Uloga i Sanaciju Banaka (State Agency for Deposit Insurance and Bank Resolution)
Cyprus	Κεντρική Τράπεζα της Κύπρου (Central Bank of Cyprus)
Czech Republic	Ceska Narodni Banka (Czech National Bank)
Denmark	Finanstilsynet (Financial Supervisory Authority); Finansiell Stabilitet (Financial Stability Company)
Estonia	Finantsinspektsioon (Financial Supervision Authority)
Spain	Banco de España (Bank of Spain); FROB ; Comision Nacional de Mercado de Valores (National Securities Market Commission)
Finland	Rahoitusvakausvirasto (Finnish Financial Stability Authority)
France	Autorité de Contrôle Prudentiel et de Résolution (Prudential Supervisory & Resolution Authority)
Germany	Bundesanstalt für Finanzdienstleistungsaufsicht (Federal Financial Supervisory Authority)
Greece	Τράπεζα της Ελλάδος (Bank of Greece); Επιτροπή Κεφαλαιαγοράς (Hellenic Capital Market Commission)
Hungary	Magyar Nemzeti Bank (Central Bank of Hungary)
Ireland	Central Bank of Ireland
Italy	Banca d'Italia (Bank of Italy)

⁵ List valid as of 1st April 2019.

Latvia	Finanšu un Kapitāla Tirgus Komisija (Financial and Capital Market Commission)
Lithuania	Lietuvos Bankas (Bank of Lithuania)
Luxembourg	Commission de Surveillance du Secteur Financier (Commission for the Supervision of Financial Sector)
Malta	Malta Financial Services Authority
Netherlands	De Nederlandsche Bank (National Bank of Netherlands)
Poland	Bankowy Fundusz Gwarancyjny (Bank Guarantee Fund)
Portugal	Banco de Portugal (Bank of Portugal)
Romania	Banca Națională a României (National Bank of Romania)
Sweden	Riksgälden (National Debt Office)
Slovenia	Banka Slovenije (Bank of Slovenia)
Slovakia	Rada pre riešenie krízových situácií (Council for the Resolution of Crisis Situations)
Banking Union	Single Resolution Board European Commission ⁶

⁶ The Commission is included in this Annex for the purpose of, and only to the extent necessary to fulfil, its role as a competent authority under the EBA Regulation (see Article 4(2)(iv) of Regulation (EU) No 1093/2010) and its role as a permanent observer of the SRB's decision-making body under the SRM Regulation (see Article 43(3) of the Regulation (EU) No 806/2014).