

**REGULATION FOR THE PROFESSIONAL
EXERCISE OF THE OFFICE OF TRUSTEE IN
THE REPUBLIC OF SAN MARINO**

UPDATE NO. I

year 2011 / number 01

Article 1 – Amendments to Regulation No. 2010-01 for the professional exercise of the office of trustee in the Republic of San Marino.

1. Article I.I.2, par. 1 is replaced as follows:

"1. For the purpose of this Regulation, the expressions used herein have the following meaning:

1. "**Register of Professional Trustees**": a register containing the list of the trustees authorised by the Central Bank of the Republic of San Marino to professionally exercise the office of trustee;
2. "**Central Bank**": the Central Bank of the Republic of San Marino regulated by Law No. 96 of 29 June 2005 as subsequently amended;
3. "**Trustee Decree**": Delegated Decree No. 49 of 16 March 2010, as subsequently amended and supplemented;
4. "**CBSM Foundation**": the Foundation of the Central Bank of the Republic of San Marino, registered in the Public Register of Foundations under number 49 on 14/04/2005, with registered office in Via del Voltone, 120 San Marino.
5. "**Applicant Financial Undertakings**": parties identified in accordance with article 2, paragraph 3, letter a) of Delegated Decree No. 49 of 16 March 2010;
6. "**Trust Act**": Law No. 42 of 1 March 2010, as subsequently amended and supplemented;
7. "**Companies Law**": Law No. 47 of 23 February 2006 as subsequently amended and supplemented;
8. "**Applicant Self-Employed Professionals**": parties identified in accordance with article 2, paragraph 3, letter c) of Delegated Decree No. 49 of 16 March 2010;
9. "**Lisf**": Law No. 165 of 17 November 2005 as subsequently amended and supplemented;
10. "**Non cooperative Countries or Territories**": the countries, jurisdictions or territories in respect of which the GAFI/FATF or other FATF-Style Regional Body (including the Council of Europe's Moneyval Committee) release public statements or other measures (the so-called "Countries, jurisdictions or territories subject to strict monitoring" referred to in Instruction No. 2009-08 of the Financial Intelligence Agency);
11. "**Person responsible for the office of trustee**": a person appointed within a company to hold the office of trustee and vested with the powers, including that of signature, relating to said office;
12. "**Significant administrative sanctions**": administrative sanctions applied pursuant to one of the laws and decrees listed below (and subsequent amendments thereof):
 - Law No. 6 dated 21 January 2010;
 - Law No. 92 dated 17 June 2008;
 - Decree No. 76 dated 30 May 2006;where the amount exceeds at least one of the following thresholds:
 - for a single sanction: EUR 10,000.00 (EUR ten thousand);
 - on an annual overall and cumulative basis:

- EUR 50,000.00 for legal persons and corporate officials thereof;
 - EUR 20,000.00 for self-employed professionals;
13. **"Specialised Fiduciary Company"**: fiduciary companies that exercise their fiduciary activities in the specialised form referred to in Circular No. 2008-06;
 14. **"Applicant companies"**: the parties identified in Article 2, paragraph 3, letter b) of Delegated Decree No. 49 of 16 March 2010;
 15. **"Applicant parties"**: the parties identified in Article 2, paragraph 3, letters a), b) and c) of Delegated Decree No. 49 of 16 March 2010;
 16. **"Beneficial owner"**: the natural person as defined in Article 1, paragraph 1, letter r) of Law No. 92 of 17 June 2008;
 17. **"Professional trustee"**: a party that, under this Regulation, has been granted authorisation by the Central Bank of the Republic of San Marino to professionally exercise the office of trustee in the Republic of San Marino, or has already been formally authorised to do so in accordance with Article 5 of Delegated Decree No. 49 of 16 March 2010;
 18. **"Office of Professional Trustee"**: the exercise in the Republic of San Marino of the office of trustee in more than one Trust."

2. Article II.I.1 is replaced as follows:

"Article II.I.1 – Requirements

1. To obtain authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE, the APPLICANT FINANCIAL UNDERTAKINGS must:

- a) be incorporated as joint-stock companies;
- b) not have been subjected to any SIGNIFICANT ADMINISTRATIVE SANCTIONS in the last 12 months;
- c) comply with the provisions on prudential supervision in force in the sector that the APPLICANT FINANCIAL UNDERTAKING belongs to;
- d) by means of a decision adopted by the Board of Directors, appoint a person holding the qualification referred to in Article IV.I.2 hereunder as the PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE, whether the legal representative, another member of the Board of Directors, the Director General or an employee thereof;
- e) provide for the OFFICE OF PROFESSIONAL TRUSTEE, where authorised by the CENTRAL BANK as the corporate purpose specified in the articles of association".

3. Article II.II.1 is replaced as follows:

"Article II.II.1 – Requirements

1. To obtain the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE, the APPLICANT COMPANIES shall:

- a) be incorporated as joint-stock companies or limited liability companies;
- b) have their registered office and administrative headquarters within the territory of the Republic of San Marino;
- c) have a fully paid-up share capital not lower than EUR 100,000.00;

- d) have taken out an insurance policy as security for third parties with a minimum limit of EUR 1,000,000.00, assigned to the CENTRAL BANK;
- e) not have been subjected to any SIGNIFICANT ADMINISTRATIVE SANCTIONS in the last 12 months;
- f) have shareholders, both direct and indirect, directors and statutory auditors satisfying the honourability requirements referred to in the supervisory provisions currently in force and applicable to corporate officials in banks;
- g) have a PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE, whether the legal representative, another member of the Board of Directors with operational functions, the Director General or an employee, who satisfies the professional requirements stipulated in paragraph 2 below;
- h) be subject to accounting controls and the approval of balance sheet activities by an auditing company, registered in the Register referred to in Article 7 of Law No. 146 of 27 October 2004;
- i) provide for the OFFICE OF PROFESSIONAL TRUSTEE, where authorised by the CENTRAL BANK as the corporate purpose specified in the articles of association";
- l) have only the following natural and/or legal persons as their shareholders:
 - 1. companies, entities and foundations under San Marino law;
 - 2. trusts registered in the Trust Register in compliance with Delegated Decree No. 50 of 16 March 2010;
 - 3. legal persons incorporated under foreign law that none of the following conditions apply to:
 - 3a) being incorporated as an "anonymous company" or similar form, that is to say in such a way as to guarantee confidentiality of ownership, in accordance with the legal system of the Country where the company has its main office;
 - 3b) having their registered office in NON COOPERATIVE COUNTRIES OR TERRITORIES in the prevention and fight against money laundering and terrorism financing;
 - 3c) having non transparent and/or inadequate ownership structures, namely characterised by the presence of other legal persons as defined in one or more of the provisions under points 3a and 3b above, or by foreign fiduciary companies not included in the category described in point 5 below;
 - 4. fiduciary companies registered in the Register of Authorised Parties pursuant to Article 11 of the LISF;
 - 5. foreign fiduciary companies having their registered office in Countries or Territories other than those included in the list referred to in point 3b) above and with which international agreements on exchange of information through administrative channels are in force.

2. Professional requirements include:

- a) degree in law or economics;
- b) an aggregate experience of not less than 3 years, gained in the last decade, in professional activities relating to asset management;

c) attendance of the enabling training course referred to in subsequent Article IV.1.2 and passing of the relevant final exam.”

4. Article II.II.2 is replaced as follows:

"Article II.II.2 - Content of the application

1. For APPLICANT COMPANIES, the application referred to in the previous article shall be accompanied by:

- a) an updated and analytical list of all shareholders. For shareholders that are not natural persons, the identification of their BENEFICIAL OWNERS;
- b) the certificates of honourability mentioned in paragraph 2 below for:
 - all shareholders being natural persons;
 - all directors and BENEFICIAL OWNERS of the shareholders that are legal persons;
 - all directors and statutory auditors of the APPLICANT COMPANY;
- c) a copy of the insurance policy referred to in article 2, paragraph 3, letter b) of the TRUSTEE DECREE;
- d) an updated certificate of good standing of the company;
- e) an updated licence certificate of the company;
- f) a copy of the memorandum of association and the updated articles of association of the company;
- g) a curriculum vitae signed by the person satisfying the professional requirements envisaged in the second paragraph of the preceding article, specifying the office held by said person on behalf of the APPLICANT COMPANY;
- h) the authenticated self-certification referred to in Annex 2;
- i) a Technical Report concerning the following two financial years and describing:
 - the internal auditing system;
 - the procedures for storing data and documents, whether paper-based or in electronic format, and the protection systems to be adopted to ensure the retention and confidentiality thereof;
 - auditing company entrusted or to be entrusted for the purpose of obtaining the authorisation.

2. The possession of the requirements of honourability is evidenced through:

- a) the submission of the general certificate of criminal records, the certificate of pending proceedings, the civil certificate or non-bankruptcy certificate, issued by the competent authorities of the place where the person resided for the greater part of the last five years, in compliance with the criteria of "substantial equivalence" referred to in article 1, paragraph 2 of the COMPANIES LAW;
- b) the submission, as regards to all of the remaining jurisdictions, of the self-certification of the concerned party given before a Public Notary of San Marino, using the form under annex 4 to this Regulation.

3. The certificates issued abroad shall be accompanied by a sworn translation, if not drawn up in Italian.

4. With a view to verifying the territorial jurisdiction of the public authorities having issued the certificates referred to in paragraph 2, said certificates shall be accompanied by a copy of a valid identity document.”

5. Article II.III.1 is replaced as follows:

“Article II.III.1 - Requirements

1. To obtain the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE, the APPLICANT SELF-EMPLOYED PROFESSIONALS must:

- a) have been enrolled in the relevant Professional Register for at least 2 years;
- b) have taken out an insurance policy as security for third parties with a minimum limit of EUR 1,000,000.00, assigned to the CENTRAL BANK;
- c) have not been subject, in the last 12 months, to:
 - interdiction and/or disqualification orders;
 - the sanctions provided by Law No. 28 of 20 February 1991, except for “warning”;
 - SIGNIFICANT ADMINISTRATIVE SANCTIONS;
- d) satisfy the same requirements of honourability referred to in the supervisory provisions currently in force and applicable to corporate officials of banks;
- e) have attended the enabling training course referred to in subsequent Article IV.I.2 and have passed the relevant final exam.”

6. Article II.III.2 is replaced as follows:

“Article II.III.2 - Content of the application

1. For the APPLICANT SELF-EMPLOYED PROFESSIONAL, the application referred to in the preceding Article shall be accompanied by:

- a) a copy of the insurance policy referred to in article 2, paragraph 3, letter c) of the TRUSTEE DECREE;
- b) a certificate confirming the enrolment in the Professional Register of Lawyers and Notaries and Accountants in the Republic of San Marino;
- c) the certificates of honourability specified in paragraph 2 below;
- d) the authenticated self-certification referred to in annex 3.

2. The possession of the requirements of honourability is evidenced through:

- a) the submission of the general certificate of criminal records, the certificate of pending proceedings, the civil certificate or non-bankruptcy certificate, issued by the competent authorities of the place where the person resided for the greater part of the last five years, in compliance with the criteria of "substantial equivalence" referred to in article 1, paragraph 2 of the COMPANIES LAW;
- b) the submission, as regards to all of the remaining jurisdictions, of the self-certification of the concerned party given before a Public Notary of San Marino, using the form under annex 4 to this Regulation.

3. The certificates issued abroad shall be accompanied by a sworn translation, if not drawn up in Italian.

4. With a view to verifying the territorial jurisdiction of the public authorities having issued the certificates referred to in paragraph 2, said certificates shall be accompanied by a copy of a valid identity document.”

7. Article II.III.3 has been added after article II.III.2, as follows:

“Article II.III.3 – Extensive effect of the educational requirements

1. Self-employed persons who already became PROFESSIONAL TRUSTEES on their own account may extend the effects of the compliance with their educational requirements to also include the company they are directors of, within the limits of only one appointment as PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE.”

8. Article III.I.2 is replaced as follows:

"Article III.I.2 – Withdrawal of the authorisation

1. THE CENTRAL BANK shall withdraw the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE in the cases envisaged in article 2, paragraph 5 of the TRUSTEE DECREE, which are listed below:

1. participation in a sham trust, ascertained with a judgement which has become final
2. failure to reach the required annual number or hours of professional training;
3. provision of consultancy services regarding the creation of a trust where the office of trustee is subsequently assumed.

2. Pursuant to article 2, paragraph 7, letter e) of the TRUSTEE DECREE, the CENTRAL BANK may withdraw the authorisation if the PROFESSIONAL TRUSTEE:

1. has been granted the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE by submitting false declarations/documents or by means of other irregularities;
2. on repeated occasions, fails to pay the annual tax to keep up the registration in the Trust Register that he/she is managing;
3. fails to comply with the requirements set forth in articles III.II.1 and III.II.2 below;
4. ceases to satisfy the requirements necessary to obtain the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE.

3. The withdrawal of the authorisation shall entail the immediate cancellation of the PROFESSIONAL TRUSTEE from the REGISTER OF PROFESSIONAL TRUSTEES.

4. Pursuant to the provisions of paragraph 2, point 4 above, the CENTRAL BANK may withdraw the authorisation referred to in Article 5 of the TRUSTEE DECREE in respect of PROFESSIONAL TRUSTEES who, as of 31 December 2010, corresponding with the term indicated in Article 64, paragraph 2 of the

TRUST ACT, fail to satisfy the requirements in Article II.I.1, paragraph 1, letters a), b), c), e).”

9. Article III.I.3, par. 1 is replaced as follows:

"1. With reference to the assumptions in points 3 and 4 of paragraph 2 of the preceding article, the CENTRAL BANK may make the application of the withdrawal measure conditional upon the PROFESSIONAL TRUSTEE'S failure to remove the above-mentioned causes within a given period of time of between 1 and 6 months.”

10. Article III.I.4, par. 2 is replaced as follows:

"2. The PROFESSIONAL TRUSTEE may submit his/her counter-claims within 60 days following the date on which the notice referred to above has been sent.”

11. Article III.II.1, is replaced as follows:

“Article III.II.1 – Periodic requirements

1.The PROFESSIONAL TRUSTEE shall once again transmit to the CENTRAL BANK by 31 January of each year and with reference to the preceding calendar year, the updated documents and certificates referred to in the preceding articles:

- II.I.2, letters a) and b), for financial undertakings;
- II.II.2, par. 1 letters a), b), c), d), e), h) for companies with share capital;
- II.III.2, par. 1 for self-employed professionals.

2. Together with the documentation referred to in the previous paragraph, the PROFESSIONAL TRUSTEE must send the CENTRAL BANK:

- a copy of the document attesting the participation in the refresher training course during the preceding calendar year, which is referred to in Article IV.I.3, paragraph 5 below;
- Analytical Inventory of Assets for each trust administered, with the value date at the end of the previous calendar year, according to the criteria and schemes of the model that shall be adopted with the CENTRAL BANK provisions and made available on the website www.bcsm.sm.”

12. Part IV is replaced as follows:

**“PART IV
TRAINING OBLIGATIONS**

**Title I
Training Courses**

Article IV.I.1 – Organisation

1. Pursuant to article 2 paragraph 7 letter f) of the TRUSTEE DECREE, the CBSM FOUNDATION periodically organises training courses on trusts. These courses are open to anyone who is interested in the subject, regardless of the objective of obtaining, immediately or in the future, the authorisation referred to in this Regulation, which requires the continuous fulfilment of the annual training requirements.

2. In order to obtain or maintain the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE, APPLICANT PARTIES and PROFESSIONAL TRUSTEES are required to respectively fulfil the training requirements envisaged in this Part.

Article IV.I.2 – Enabling training courses

1. To obtaining the authorisation to exercise the OFFICE OF PROFESSIONAL TRUSTEE, the APPLICANT SELF-EMPLOYED PROFESSIONAL, or in the case of APPLICANT FINANCIAL UNDERTAKINGS or APPLICANT COMPANIES, their PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE shall participate in enabling training courses and pass the relevant final written exam, except as provided for in article II.III.3 above.

2. Without prejudice to the training requirements in article IV.I.3 below, the SPECIALISED FIDUCIARY COMPANIES, which have been operational in the trust segment for at least three years, are exempt from the training requirement referred to in the preceding paragraph

3. Without prejudice to the requirement in paragraph 1, the APPLICANT FINANCIAL UNDERTAKINGS and the APPLICANT COMPANIES, so as to also maintain the authorisation received and to identify appropriate profiles to act as deputy of the PERSON RESPONSIBLE FOR OFFICE OF TRUSTEE may request that other parties also participate in enabling training courses, provided they are employees or directors thereof.

4. Enabling training courses are held provided that demands for the qualification exist and, generally, in conjunction with those specified in the article below.

5. At the end of the enabling training course, the CBSM FOUNDATION shall inform all the participants who took the written exam in writing and, in case of successful results, it will also inform, only as regards to the APPLICANT PARTIES, the Supervision Department of the CENTRAL BANK for the purposes of issuing the authorisation.

Article IV.I.3 – Refresher training courses

1. With a view to maintaining their authorisation, the PROFESSIONAL TRUSTEES are required to ensure that they or their PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE will participate, at least once every

calendar year following that of the enabling training course, in the mandatory refresher training courses, except as provided in article II.III.3 above.

2. In case of PROFESSIONAL TRUSTEES authorised ex-officio under Article 5 of the TRUSTEE DECREE, in the absence of an enabling training course, the mandatory annual refresher training course shall be attended by the PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE appointed by the Board of Directors, whether the legal representative of the financial undertaking, one of its directors with specific operational functions, the Director General or an employee, starting from the calendar year in which the above-mentioned provision enters into force (2010).

3. Refresher training courses are organised at least twice a year and, should a final test be required in order to verify the level of effectiveness of the training initiative in general, the results of the test of each participant shall remain as strictly confidential and shall be notified, upon request, only to the respective PROFESSIONAL TRUSTEES.

4. Without prejudice to the requirement stipulated in the first two paragraphs, the PROFESSIONAL TRUSTEES, also in order to maintain the authorisation received and having already identified the appropriate profiles to act as deputy of the PERSON RESPONSIBLE FOR THE OFFICE OF THE TRUSTEE pursuant to art. IV.I.2, paragraph 3, may request that also other parties participate in the refresher training courses, provided they are employees or directors thereof.

5. At the end of each refresher training course, the CBSM FOUNDATION shall issue a certificate of attendance to all participants.”

13. In article V.I.3, par. 1, letter e) is eliminated.

14. Annexes 1), 2) and 3) are replaced by Annexes 1), 2), 3) and 4) of this Regulation.

Article 2 – Entry into force.

1. This Regulation shall enter into force on 28 April 2011.

Article 3 – Consolidated text of Regulation No. 2010-01.

1. The text of Regulation No. 2010-01, consolidated to include the amendments introduced by this regulation, shall be made available on the website of the Central Bank of the Republic of San Marino (www.bsm.sm).

**SELF CERTIFICATION OF COMPLIANCE WITH THE REQUIREMENTS FOR THE PROFESSIONAL EXERCISE
OF THE OFFICE OF TRUSTEE FOR FINANCIAL UNDERTAKINGS**

The joint-stock company _____, registered under No _____ in the Register of Authorised Parties, pursuant to article 11 of Law No. 165 dated 17 November 2005, in the person of its legal representative _____, born in _____ on _____ and resident at _____ in _____ citizen of _____,

HEREBY DECLARES

with a view to obtaining/maintaining the authorisation referred to in Article 2 of Delegated Decree No. 49 of 16 March 2010, that:

- a) it has not been subjected, during the last 12 months, to any significant administrative sanctions under CBSM Regulation No. 2010-01;
- b) it complies with the provisions of prudential supervision in force in the sector to which it belongs;
- c) it has a Person Responsible for the Office of Trustee, appointed pursuant to article II.I.1 paragraph 1 letter d) of CBSM Regulation No. 2010-01;
- d) it has satisfied the training requirements referred to in Part IV of CBSM Regulation No. 2010-01;

In witness thereof.

Republic of San Marino, _____

NOTARISATION OF THE SIGNATURE

**SELF CERTIFICATION OF COMPLIANCE WITH THE REQUIREMENTS FOR THE PROFESSIONAL EXERCISE
OF THE OFFICE OF TRUSTEE BY JOINT-STOCK COMPANIES OTHER THAN FINANCIAL UNDERTAKINGS**

The company _____, registered under No. _____ in the Register of Companies, pursuant to article 6 of Law No. 47 dated 23 February 2006, in the person of its legal representative, _____ born in _____ on _____ and resident at _____ in _____, citizen of _____

HEREBY DECLARES

with a view to obtaining/maintaining the authorisation referred to in Article 2 of Delegated Decree No. 49 of 16 March 2010, that:

- a) it has a fully paid-up share capital not lower than EUR 100,000.00;
- b) it has not suffered, during the last 12 months, any significant administrative sanction under CBSM Regulation No. 2010-01;
- c) it has shareholders, both direct and indirect, directors and statutory auditors satisfying the requirements of honourability referred to in the supervisory provisions currently in force and applicable to corporate officials of banks;
- d) it has the legal representative, another member of the Board of Directors with operational functions, the Director General or an employee, who, in his/her capacity as PERSON RESPONSIBLE FOR THE OFFICE OF TRUSTEE, satisfies the professional requirements mentioned in art. II.II.1, paragraph 2 of CBSM Regulation No. 2010-01;
- e) have only the following natural and/or legal persons as their shareholders, falling under the categories pursuant to Art. II.II.1, paragraph 1, letter I) of CBSM Regulation No. 2010-01;
- f) it has satisfied the training requirements referred to in Part IV of CBSM Regulation No. 2010-01.

In witness thereof.

Republic of San Marino, _____

NOTARISATION OF THE SIGNATURE

**SELF CERTIFICATION OF COMPLIANCE WITH THE REQUIREMENTS FOR THE PROFESSIONAL EXERCISE
OF THE OFFICE OF TRUSTEE FOR SELF-EMPLOYED PROFESSIONALS**

The undersigned _____, registered under No. _____ in the Register _____
_____ of the Republic of San Marino, born in _____ on _____
and resident at _____ in _____, citizen of _____

HEREBY DECLARES

with a view to obtaining/maintaining the authorisation referred to in Article 2 of Delegated Decree No. 49 of 16 March 2010, that:

a) I have not been subject, in the last 12 months, to:

- interdiction and/or disqualification orders;
- the sanctions provided by Law No. 28 of 20 February 1991, except for "warning";
- significant administrative sanctions pursuant to CBSM Regulation No. 2010-01;

b) I have satisfied the training requirements referred to in Part IV of CBSM Regulation No. 2010-01.

In witness thereof.

Republic of San Marino, _____

NOTARISATION OF THE SIGNATURE

**SELF CERTIFICATION OF COMPLIANCE WITH THE
HONOURABILITY REQUIREMENTS**

I the undersigned _____ born on _____ in _____ and resident at _____ in _____ I.S.S. code/tax code _____, citizen of _____, fully aware of the civil and criminal responsibility I undertake regarding the veracity of the statements hereunder

HEREBY DECLARE

under the provisions of Regulation No. 2010-01 as subsequently amended and supplemented, that:

1) in the last five-year period I resided for most of the time, at the following address:

_____;¹

2) from the enclosed certificates, issued by the competent local public authority based on the residence specified in point 1 above, no prejudicial elements appear against me that might negatively affect the possession of the requirements of honourability as envisaged in the supervisory provisions currently in force;

3) I am not currently aware of any proceedings/procedures/prejudicial decisions against me, already concluded or still pending, before any jurisdiction whatsoever, other than that specified in point 2 above, that may negatively affect the possession of the requirements of honourability envisaged by the current supervisory provisions and, since I never committed any of the underlying acts, I have no reason to believe that any might exist.

I HEREBY AUTHORISE

the Central Bank of the Republic of San Marino to carry out any relevant and necessary verification with the competent Offices to prove the veracity of my statements in this document.

In witness thereof.

Republic of San Marino, _____

NOTARISATION OF THE SIGNATURE

¹ Insert: City name (Country name), street/square name and number.