

Appendix 1

Application For A Licence To Establish A Financial Institution

(To be submitted in duplicate)

The Governor,
Bank of Uganda
P.O Box 7120,
KAMPALA

1. I, the undersigned, acting as principal/promoter/in the capacity of duly authorised agent on behalf of, a Company incorporated under the Companies Act, CAP. 110 Laws of Uganda ("the principal"), hereby apply for a licence in terms of section 10 of the Financial Institutions Act, 2004 to establish a financial institution to carry on the business(es) specified in class(es)**..... pursuant to section 10(3) and the Second Schedule to the Financial Institutions Act, 2004.
2. I submit the documentation specified in section 10 of the Act and regulation 12 of the Financial Institutions (Licensing) Regulations, 2005.

..... <i>Date</i> <i>Applicant</i>
Applicant's address/ Tel.	Principal's address/Tel.

Certification and Undertaking

I, the undersigned, hereby certify that all information contained in and accompanying this application is complete and accurate to the best of my knowledge and belief. I undertake to forthwith notify the Bank of Uganda, of any material change in the particulars of this application.

Sworn at thisday of20.....

_____ <i>Signature of Deponent</i>	_____ <i>Principal/ Promoter/Agent</i>
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Deponent understands the contents of this declaration.

Before me,

COMMISSIONER FOR OATHS

Note: **List all the types of business activities in which you propose to engage.

Appendix 2: Classes of licence and main financial services provided

CLASS AND TYPE OF INSTITUTION	MAIN FINANCIAL SERVICES PROVIDED/ BUSINESSES CONDUCTED
<i>Class 1: Commercial Bank</i>	<ul style="list-style-type: none"> ◆ Acceptance of call, demand, savings and time deposits withdrawable by cheque or otherwise; ◆ Provision of overdrafts and short to medium term loans; ◆ Provision of foreign exchange facilities; ◆ Acceptance and discounting of bills of exchange; ◆ Provision of financial and investment advice; ◆ Participation in inter-bank clearing systems; ◆ Give guarantees, bonds or other forms of collateral, and accept and place third party drafts and promissory notes connected with operations in which they take part.
<i>Class 2: Post –Office Savings Bank</i>	<ul style="list-style-type: none"> ◆ Acceptance of savings and fixed deposits ; ◆ Investment in Government Securities ;
<i>Class 3: Merchant Bank</i>	<ul style="list-style-type: none"> ◆ Acceptance of corporate call and time deposits; ◆ Provision of foreign exchange facilities; ◆ Facilitation of trade through the granting of acceptance facilities; ◆ Provision of corporate finance advisory services through : <ul style="list-style-type: none"> a) share issues; b) rights issues; c) mergers and acquisitions and corporate reconstruction; d) private placement, excluding underwriting arrangements; ◆ Issue of bonds, debt obligations and certificates in such loans as they may grant or any other instrument traded in the domestic market or abroad according to the regulations the Central Bank may set forth; ◆ Investment portfolio management, investment advisory services and nominee services; ◆ Arranging of finance, lending or participation in syndicated loans and acting as guarantors; ◆ Financing or lending in the institutional markets.
<i>Class 4: Mortgage Bank</i>	<ul style="list-style-type: none"> ◆ Receiving deposits of participation in mortgage loans and in special accounts; ◆ Granting of loans for the acquisition, construction, enlargement, repair, improvement and maintenance of urban or rural real estate, and for the substitution of mortgages taken out for that purpose; ◆ Giving of guarantees, bonds or other forms of collateral connected with the operations in which they may take part; ◆ Obtaining of foreign loans and acting as intermediary in loans extended in local and foreign currency, having the previous authorisation of the Central Bank for such loans exceeding a specified limit as prescribed by the Central Bank.

Appendix 3 Information Sheet

1. Name:
.....
.....
2. Former name(s)(if any) by which the applicant has been known:
.....
.....
3. Any name the applicant proposes to use for purposes of or in connection with any business carried on by it, including any name the applicant is or will be obliged to disclose in connection with any business carried on by it by virtue of the Business Names Registration Act (Cap.109 Laws of Uganda).....
.....
.....
4. Principal business activities:.....
.....
5. Head/main office:
.....
 - (a) Address:
.....
 - (b) Telephone No:
.....
 - (c) Telefax No:
.....
6. Branches:

<i>address:</i>	<i>Date approved and date opened</i>
.....
.....
.....

Subsidiaries & Affiliates:

<i>Name and type of business</i>	<i>Amount of shares held</i>	<i>% of shares held to total</i>
.....
.....
.....

7. Management:

(1) Board of Directors;

<i>Name:</i>	<i>Designation</i>	<i>Present term</i>	<i>No. of years as board member</i>
.....
.....
.....
.....

Board Committees

<i>Name and purpose of committee(s):</i>	<i>Name of members:</i>
.....
.....
.....
.....

(2) Officers:

<i>Name:</i>	<i>Position:</i>	<i>No. of years as officer</i>
.....
.....
.....
.....

8. Ownership Profile:

<i>Name</i>	<i>Country of citizenship</i>	<i>Residence</i>	<i>Paid up capital</i>	<i>%</i>
1.
2.
3.
4.
other shareholders owing less than 5% (Number.....)				
TOTAL		

9. Organisation Profile:

- (1) Organisation chart— attach one indicating major departments or divisions with names, positions and titles of officers heading each department or division.
- (2) Functions— attach a list of functions or responsibilities for each Department or division listed in the organisation chart indicating the number of personnel or staff for each.
- (3) Qualifications of substantial shareholders, directors and officers.
- (4) Annex Personal Declaration Form of each substantial shareholder, director and officer and an Information Sheet for each substantial corporate shareholder.
- (5) Powers and purposes—attach the latest copies of the Memorandum and Articles of Association if not previously submitted to the Central Bank.

10. Shareholding in any other Financial Institution:

<i>Name of financial institution</i>	<i>shares owned</i>	<i>% of capital</i>	<i>amount</i>	<i>number</i>
.....
.....

.....
.....
.....

QUESTIONNAIRE (FOR APPLICANTS ONLY)

- 11. Name(s) and address(es) of the applicant’s bankers within the last ten years.(Please also indicate the applicant’s principal bankers).....
.....
.....

- 12. Name and address of the applicant’s external auditors. Please give particulars of any body you may have given authority to carry on any business activity in Uganda or elsewhere. If any, give particulars. If any such authority has been revoked, give particulars, including the name and professional qualification of the partner’s who will be responsible for the assignment.....
.....
.....

- 13. Does the applicant hold, or has it ever held, any authority from a supervisory body to carry on any business activity in Uganda or elsewhere ? If so, give particulars. If any such authority has been revoked, give particulars.....
.....
.....

- 14. Has the applicant ever applied for any authority from a supervisory body to carry on any business in Uganda or elsewhere other than the authority mentioned in answer to Question 13 ? If so, give particulars. If any such application was for any reason refused or withdrawn after it was made, give particulars.....
.....
.....

- 15. Has the applicant or any company in the same group within the last ten years failed to satisfy a judgement debt under a court in Uganda or elsewhere within a year of the making of the Order? If so, give particulars.....
.....
.....

- 16. Has the applicant or any company in the same group made any compromise or arrangement with its creditors within the last ten years or otherwise failed to satisfy its creditors in full? If so, give particulars.....
.....
.....

- 17. Has a receiver or an administrative receiver of any property of the applicant or any company in the same group been appointed in Uganda, or has a substantial equivalent of any such person been appointed in any other jurisdiction, in the last ten years? If so, give particulars, including whether the receiver is still acting under the appointment.....
.....
.....

- 18. Has a petition been served in Uganda for an administrative order in relation to the applicant or company in the same group, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last ten years? If so, give

particulars.....
.....

19. Has a notice of resolution for the voluntary liquidation of the applicant or any company in the same group been given in Uganda, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last ten years? If so, give particulars.....
.....
20. Has a petition been served in Uganda for the compulsory liquidation of the applicant institution or any company in the same group, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last ten years?. If so, give particulars.....
.....
21. State whether the applicant company has ever been under any criminal investigation, prosecution disciplinary action(s), public criticism or trade sanctions in connection with banking and financial services in Uganda or elsewhere.....
.....
22. Are there any material matters in dispute between the applicant institution and the Uganda Revenue Authority or any equivalent taxation authority in any other jurisdiction? If so, give particulars.....
.....
23. Is the applicant or any company in the same group engaged, or does it expect to be engaged, in Uganda or elsewhere in any litigation which may have a material effect on the resources of the institution? If so, give particulars.....
.....
24. Is the applicant company engaged, or does it expect to be engaged, in any business relationship with any of its(prospective) directors, officers or managers? If so, give particulars.....
.....
25. Is the business of the applicant's directors, officers or managers or of companies in the same group guaranteed or otherwise underwritten or secured, or expected to be guaranteed or underwritten or secured, by the applicant company? If so, give particulars.....
.....
26. Please provide any other information which may assist the Central Bank in reaching a decision on the application.....
.....
.....

DECLARATION

We certify that we have read sections 10(8) and 126(1)(b)&(c) of the Financial Institutions Act, 2004. We are aware that it is an offence under the terms of sections 10(8) and 126(1)(b)&(c) of the Act knowingly or

Appendix 4: Personal Declaration Form

[For individuals who are, or are proposing to become directors, managers, or substantial shareholders of a financial institution]

Name and capacity of person making this declaration:

1. Name of institution in connection with which this form is being filled (“the institution”).....

.....

2. Full names:.....

3. Former surname(s) and /or forenames by which you may have been known:

.....

4. Please state the capacity under which you are completing this form, i.e. as a current or prospective director, or manager or any combination of these. Please state your full title and describe the particular duties and responsibilities attaching to the position(s) which you hold or will hold. If you are completing this form in the capacity of director, indicate whether, in your position as director, you have or will have executive responsibility for the management of the institution’s business. In addition, please provide a copy of your curriculum vitae unless it is already provided by the institution in response to Schedule 2.

.....
.....
.....

5. Your date and place of birth:

.....
.....

6. (1) Citizen of:..... (2) Resident of :.....
(Country) (Country)

since: since:
(Year) (Year)

7. Addresses:

(1) Present business address
(Uganda since.....) (Outside Uganda since.....)

.....
.....
.....

(2) Present residential address: (Uganda since.....) (Outside Uganda since.....)

.....
.....
.....

(3) Last two addresses in Uganda, if any, during the past ten (10) years:

(since.....) (since.....)
.....

.....
.....
.....

8. Professional & academic qualifications:

<i>Particulars</i>	<i>Year obtained</i>
.....
.....
.....
.....

(1) Highest academic qualification

.....
.....
.....

(2) Special awards or honours(if any)

.....
.....

(3) Training courses and seminars

.....
.....

(4) Membership in professional organizations

.....
.....

9. Occupation or employment (present or most recent and for the past ten years)

<i>Name & business of employer</i>	<i>Positions held</i>	<i>Inclusive date</i>	
		<i>From</i>	<i>Year</i>
.....
.....
.....

10. Names and address(es) of your bankers within the last 10 years.....

11. Bodies corporate (other than the institution) where you are now a director, officer, shareholder, or manager? Give relevant dates.....

12. Bodies corporate other than the institution and those listed above where you have been a director, shareholder, controller or manager at any time during the last ten years. Give relevant dates.....

13. Have you, in Uganda or elsewhere, been dismissed from any office or employment, or subjected to disciplinary proceedings by your employer or barred from entry to any profession or occupation? If so, give particulars:.....

14. Past and present business affiliations (direct and indirect):

	<i>Nature of affiliation i.e.</i>		
	<i>director, officer, share</i>	<i>Inclusive date</i>	
	<i>holder with...% holdings</i>	<i>(month and year)</i>	
<i>Nature of business</i>	<i>specified etc.</i>	<i>from</i>	<i>to</i>
.....
.....
.....

15. Do any of the above business affiliations maintain a business relationship with the institution? If so, give particulars.

.....

.....

16. Do you hold or have you ever held or applied for a licence or equivalent authorisation to carry on any business activity in Uganda or any other country? If any such application was refused or withdrawn after it was made or any authorisation was revoked, give particulars:.....

.....

.....

17. State whether the institution with which you are, or have been, associated as a director, officer, shareholder or manager holds, or has ever held or applied for a licence or equivalent authorisation to carry on any business activity? If so, give particulars. If any such application was refused, or was withdrawn after it was made or any licence revoked, give particulars.....

.....

.....

18. State whether any of your past or current employer(s) or institution in which you were affiliated as shareholder, director, officer, etc has ever been under criminal investigation, placed under receivership or insolvent liquidation by any regulatory body or court of law.....

.....

.....

19. Family group:

Business affiliation
(State name of business and nature of affiliation i.e. director, officer, shareholder with...% holdings specified)

Name:

(1) Spouse:

.....
.....

(2) Children:

.....
.....
.....
.....

(3) Parents:

.....
.....
.....
.....

(4) Brothers and sisters:

.....
.....
.....
.....

20. Have you failed to satisfy any debt adjudged due and payable by you as a judgment debtor under an order of a court in Uganda or elsewhere, or made any compromise arrangement with your creditors within the last ten years? If so, give particulars.....

.....
.....

21. Have you been adjudicated bankrupt by a court in Uganda or elsewhere, or has a bankruptcy petition ever been served on you? If so, give particulars.....

.....
.....

22. Have you, in connection with the formation or management of any body corporate, partnership or unincorporated institution, been adjudged by a court in Uganda or elsewhere, civilly liable for any fraud, misfeasance or other misconduct by you towards such body or company or towards members thereof? If so, give particulars.....

.....
.....

23. Has any body corporate, partnership or unincorporated institution with which you are associated as a director, shareholder, controller or manager, in Uganda or elsewhere, been wound up, made subject to an administrative order, otherwise made any compromise or arrangement with its creditors or ceased trading either while you were associated with it or within one year after you ceased to be associated with it or has anything analogous to any of these events occurred under the laws of any other jurisdiction? If so, give particulars.....

.....
.....

24. Have you been concerned with the management or conduct of affairs of any institution which, by reason of any matter relating to a time when you were so concerned, has been censured, warned as to future conduct, disciplined or publicly criticized by, or made the subject of a court order at the instigation of any regulatory authority in Uganda or elsewhere? If so, give particulars.....

.....
.....

25. In carrying out your duties will you be acting on the directions or instructions of any individual or institution? If so, give particulars.....

.....
.....

26. Do you, in your private capacity, or does any related party, undertake business with the institution? If so, give particulars.....

.....
.....

27. How many shares in the institution are registered in your names or the names of a related party? If applicable, give name(s) in which registered and class of shares.....

28. In how many shares in the institution (not being registered in your names or that of a related party) are you or any party beneficially interested ?.....

29. Do you or does any related party, hold any shares in the institution as trustee or nominee? If so, give particulars.....

30. Are any shares in the institution mentioned in answer to questions 27,28, and 29 above equitably or legally charged or pledged to any party? If so, give particulars.....

31. What proportion of the voting power, at any general meeting of the institution (or another body corporate of which it is a subsidiary) are you or any related party entitled to exercise or control the exercise of ?

32. Personal record of court cases or any investigation by governmental, professional or any regulatory body (including pending and prospective cases or on-going investigations):

Name of court or investigative body	Full particulars	Status
.....
.....
.....
.....
.....
.....
.....

33. Documentary requirements—
- (1) a certified statement of assets and liabilities;
 - (2) latest tax compliance certificate or certified true copy of income tax returns;
 - (3) two letters of character references from individuals other than relatives who have personally known the undersigned for at least ten years; and
 - (4) letters, duly certified from financial institutions with whom the undersigned has had dealings for the last five years on the performance of past and present accounts.
34. If this questionnaire is submitted in connection with an application for licensing, please provide any other information which may assist the Central Bank in reaching a decision on the application. In any other case, please provide any other information, which may assist the Central Bank in deciding whether the director, shareholder, controller or manager fulfils the criteria in the Third Schedule of the Act.

DECLARATION

Appendix 5

Declaration By The Chairperson Of A Financial Institution On Appointment Of A New Director

I, the undersigned, (name), being the Chairperson of the board of directors of, confirm that I have carefully studied all the information supplied in the personal declaration form and, after discussion with the deponent (name) and all other members of the board, and after having taken into account any other information at my disposal or that has come to my attention, I am of the opinion that the deponent (name) is a fit and proper person to take up office in this institution.

In the case of the appointment of a director I confirm that the appropriate conditions of the Articles of Association of the company have been complied with. Similarly, in the case of the appointment of an executive officer, I confirm that the company policy has been complied with.

NAME:

SIGNED:

DATE: