



RESERVE BANK OF MALAWI

APPLICATION FORM FOR A LICENCE TO CARRY OUT CREDIT REFERENCE BUREAU BUSINESS IN MALAWI

Section 21 of the Financial Services Act, 2010 and Section 4 of the CRB Act, 2010

GENERAL INSTRUCTIONS

This Application Form has two Sections; Section 1 and Section 2. Please fill and submit both sections. When completing this application and the supporting attachments, you should be guided by the following requirements:

License Application Fee. A bank certified cheque in the amount of MK50,000 payable to the Reserve Bank of Malawi must be included with the application. The fee covers the costs of the investigation and review of the application and is not refundable. The application will not be considered received and will not be processed until the Application fee and all supporting information are received. Failure to submit the required fee will result in rejection and return of the application.

Minimum Start-Up-Capital. The minimum start-up capital for a Credit Reference Bureau is the Malawi Kwacha equivalent of USD50,000 converted at the exchange rate ruling at the time of remitting the capital funds. In case of foreign investors, the capital must be registered with the Reserve Bank of Malawi and must be domiciled in Malawi.

Principal Shareholder - means a person who holds (directly or indirectly): (1) Ten percent (10%) or more of either the equity or the voting rights of the licensed institution; or (2) Such other interest in the licensed institution that enables the person to exercise significant influence over its management or activity.

Related Party - has the same meaning as prescribed in the Financial Services Act, 2010.

Responses. All responses to questions and attachments to the application must be typewritten. Do not leave any question blank or unanswered. If an appropriate answer is "No", "None", "Not Applicable", or "Not Known", so indicate. Inaccurate or incomplete information may result in delays in the processing of the application. Additional pages may be added if response space is inadequate. We strongly encourage applicants to obtain an electronic copy of this form from the address indicated under inquiries and submission below.

Inquiries and Submission. Inquiries concerning the preparation, filling, and status of this application should be made to: **The Director, Bank Supervision, Reserve Bank of Malawi, P.O. Box 565, Blantyre.** A signed application letter (one original and two (2) duplicate copies of the application and all attachments) and a clear statement of commitment that the applicant agrees to be bound by terms and conditions of the Credit Reference Bureau Act, 2010 and Regulations for Credit Reference Bureau must be submitted to: **The Registrar of Financial Institutions, Reserve Bank of Malawi, P.O. Box 30063, Capital City, Lilongwe 3, Malawi.**

SECTION 1

PROPOSED CREDIT REFERENCE BUREAU

This section requests information about the proposed Credit Reference Bureau (CRB) and its shareholders.

1 Name of proposed Credit Reference Bureau.

2 Date of Incorporation.

3 Physical address of business including postal address, telephone number, telefax, email and website.

4 Software description (owned or leased), data center and back up installations.

5 Capital Structure: Please indicate the amount of capital for the proposed CRB. Proof of such capital (cash, software, equipment and installations) will be verified by the Registrar. Borrowed funds are not allowed.

6 Subsidiaries & Affiliates:

Names & type of business	Amount of Shares	% of Shares Held
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

7 Directors and Executive Officers:

a. Board of Directors

Name	Designation	Physical Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. Executive Officers

Name	Designation	Physical Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

8 Principal Shareholders:

Name and place	Amount of Shares	% Shareholding
_____	_____	_____
_____	_____	_____

Other shareholders owing less than 10% (Total Shares _____)

9 Attachments: Please attach the following.

- (a) Signed letter of commitment that the applicant agrees to be bound by terms and conditions of the CRB Act, 2010 and Regulations for CRB;
- (b) Organization chart- indicating major departments or divisions with names, positions and titles of officers heading each department/division;
- (c) Curriculum Vitae of each Director and Senior Management Official;
- (d) Audited financial statements of the proposed CRB for the past three years;

- (e) If the proposed CRB is a newly established company and has no audited financial statements as stipulated in (c) above; then submit audited financial statements for each principal shareholder for the past three years;
- (f) Copy of Certificate of Incorporation;
- (g) Copies of Memorandum and Articles of Association;
- (h) Business Plan for the next 3 years including pro-forma Statements of Financial Position, Statement of Comprehensive Income and cash flow projections;
- (i) Policies and procedures for storage and use of credit data to ensure security, confidentiality and integrity of the credit data including any agreements with software/hardware providers; and
- (j) Business Continuity Policies and Procedures.

10 Applicant's shareholding in any other financial institution whether in Malawi or abroad.

Name of Financial Institution	No. of Shares	% Shareholding
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

11 Names(s) and address of the applicant's bankers within the last 5 years (Also indicate the applicant's principal bankers).

12 Name and address of the applicant's external auditors.

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

14 Has the applicant or its shareholder or any company in the same group within the last 10 years failed to satisfy a judgement debt under a court in Malawi or elsewhere within a year of the making of the order? If so give particulars.

15 Has the applicant or its shareholder or any company in the same group made any compromise or arrangement with its creditors within the

last 10 years or otherwise failed to satisfy its creditors in full: If so give particulars.

16 Has a petition for an administrative order or notice of resolution for voluntary or compulsory winding up been served in Malawi in relation to the applicant, its shareholders or company in the same group, or has the substantial equivalent of such a petition been served in any other jurisdiction, in the last 10 years? If so give particulars.

17 State whether the applicant or its shareholders have ever been under any criminal investigation, prosecution disciplinary action(s) or trade sanctions in connection with Credit Reference Bureau, banking or financial services in Malawi or elsewhere? If so give particulars.

18 Are there any material matters in dispute between the applicant or its shareholders and the Malawi Revenue Authority or any equivalent tax authority in any other jurisdiction? If so, give particulars.

19 Is the business of the applicants' executive officers or of companies connected with the applicant guaranteed or otherwise underwritten or secured, or expected to be guaranteed or underwritten or secured, by the applicant or its shareholders? If so, give particulars.

20 Please provide any other information which may assist the Registrar in reaching a decision on the application.

DECLARATION

We certify that all the information contained in and accompanying this form is accurate and complete to the best of our knowledge, information and belief and that there are no other facts relevant to this application of which the Registrar should be aware. We undertake to inform the Registrar of any material changes to the application which may arise while the Registrar is considering the application. We further undertake that, in the event that the institution is granted a license under these regulations, we will notify the Registrar of any material changes to or affecting the completeness or accuracy of the answers to the questions above as soon as possible, but in any event not later than twenty one days after the date that the changes come to our attention.

Name

Position held

Signed

Date

SECTION 2

**PERSONAL DECLARATION OF INDIVIDUAL SHAREHOLDERS,
DIRECTORS AND EXECUTIVE OFFICERS**

This section requests biographical and financial information on individuals who are proposing to become principal shareholders, directors and executive officers of the proposed Credit Reference Bureau. A complete Section 2 must be filled out and submitted by each individual principal shareholder, director or executive officer.

1. Please state the name and capacity in which you are completing this form, i.e. as a current or prospective executive officer 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 applicant's business. In addition, please provide a copy of your curriculum vitae.
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2. Nationality and Passport Number.
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3. Date and place of birth.

4. Please indicate your present business and residential address including house number, telephone, fax and e-mails.

5. Professional and academic qualifications.

<i>Particulars</i>	<i>year obtained</i>
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(a) Highest academic qualification and issuing institution.

(b) Special awards or honors (if any).

(c) Training courses and seminars.

(d) Membership in professional organizations.

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

6. Names and address of your bankers within the last 10 years.

7. Bodies corporate (other than the applicant) where you are now a shareholder or director or have been a shareholder or director in the past ten years.

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

9. Do you hold or have you ever held or applied for a license or equivalent authorization to carry on any business activity in Malawi or any other country? If any such application was refused or withdrawn after it has been made or any authorization was revoked, please give particulars.

10. State whether the applicant with which you are, or have been, associated as a principal shareholder or executive officer holds, or has ever held or applied for licence or equivalent authorization to carry on any business activity in Malawi? If so, give particulars. If any such application was refused, or was withdrawn after it was made or any licence revoked, give particulars.

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

12. Have you ever been adjudicated bankrupt or failed to satisfy any debt?

13. Has any body corporate, partnership or unincorporated institution with which you are associated as a director, shareholder, controller or manager, in Malawi or elsewhere, been wound up, made subject to an administrative order, otherwise made any compromise or arrangement with its creditors or 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:

14. Do you, in your private capacity, or does any of your related parties, undertake business with the applicant? If so, how many shares in the applicant are registered in your name or the name of a related party? Please give names in which the shares are registered and their classes.

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

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

17. Documentary requirements: Please attach and submit the following for each director, individual principal shareholder and executive officer:

(a) Certified statement of assets and liabilities.

(b) Latest tax compliance certificate or certified true copy of income tax returns.

(c) Two letters of character references from individuals other than relatives who have personally known you for at least ten years; and

(d) Two letters, duly certified from financial institutions with whom you have had dealings for the last two years on the performance of past and present accounts such as unauthorized overdrafts on deposit accounts, past due or delinquent accounts.

18. Please provide any other information which may assist the Registrar in reaching a decision on the application.

DECLARATION

I certify that all the information contained in and accompanying this form is complete and accurate to the best of my knowledge, information and belief and that there are no other facts relevant to this application of which the Registrar should be aware.

I further undertake that, in the event that the Bureau is granted a license under these regulations, I will notify the Registrar of any material changes to, or affecting the completeness or accuracy of the answers to the questions above as soon as possible, but in any event not later than twenty one days from the date that the changes come to our attention

Name

Position held

Signed

Date
