

**Bank of Namibia**



**GUIDELINES ON BANKING LICENSE APPLICATION**

**MARCH 2019**

**Banking Supervision Department**

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## **Definition of terms**

**Act** – means the Banking Institution Act of 1998, (Act no. 2 of 1998), as amended.

**Applicant** – refers to a legal person, i.e. an individual/company/body corporate that is applying for a banking license to conduct banking business in Namibia.

**Banking business** – means as defined in the Act.

**Banking license** – means a business license issued by the Bank for authorization to conduct banking business in Namibia.

**Substantial shareholder** – means any shareholder who holds 5% or more shareholding in the proposed banking institution.

**Promoters** – means a legal person who is nominated to apply for a banking license on behalf of the shareholders of the proposed banking institution.

# Part I

## 1. Introduction

The Bank of Namibia (the Bank) has the mandate, in terms of the Banking Institutions Act, 1998 (Act no. 2 of 1998), as amended (the Act), to authorise applicants to conduct banking business in Namibia. In order for the Bank to fulfil this mandate, it has developed these Guidelines in line with the relevant provisions of the Act, to provide guidance to applicants of a banking license.

### 1.1 Purpose and Application

The Guidelines clarify the process of authorising a banking institution; the minimum requirements for a banking license; and information that applicants are expected to submit in support of the application.

The Guidelines may not be interpreted as legal advice and do not constitute as an interpretation of relevant provisions of the law. The Guidelines are applicable to applicants for licenses for banking institutions and microfinance banking institutions<sup>1</sup>.

### 1.2 Legal Basis

These Guidelines incorporate provisions of sections 5, 10, 11, 12, 13, 15(1), 18, 20, and 43 of the Act; the Determination on Appointment, Duties and Responsibilities of Directors and Principal Officers (BID-1); the Determination on Appointment, Duties and Responsibilities of Auditors (BID-10); the Determination on Measurement and Calculation of Capital Charges for Credit Risk, Operational Risk and Market Risk (Capital Adequacy) (BID-5); and the Determination on the Measurement and Calculation of Capital Charges for Credit Risk, Operational Risk and Market Risk for Domestic Systemically Important Banks (BID-5A).

### 1.3 General Instructions:

- i. All responses to and all attachments to the application should be type written.
- ii. Answer all the questions. Do not leave any questions blank or unanswered. If the appropriate answer is “No”, “None”, “Not applicable”, or “Not known”, please indicate so.
- iii. Inaccurate and/or incomplete information may delay the processing of the application and may result in termination thereof.
- iv. Additional pages may be added if response space provided on the forms is inadequate.

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<sup>1</sup> These Guidelines will only apply to microfinance banking institutions once the new Act that makes provision for microfinance banking institution has been enacted.

- v. Inquiries concerning the preparation, filing, status and other matters pertaining to the application may be directed to:  
The Director  
Banking Supervision Department  
Bank of Namibia  
P O Box 2882  
71 Robert Mugabe Avenue,  
Or by way of telephonic enquiry at: Tel no. +26461 283 - 5040 / 1
- vi. Upon completion, the original application and all supporting documents should be submitted, in soft copy and hard copy, as a package to the following address:

The Governor  
Bank of Namibia  
P O Box 2882  
71 Robert Mugabe Avenue  
Windhoek  
Namibia

#### **1.4 Application Timelines:**

While there is no specific time limit prescribed on the assessment of license applications, the Bank endeavours to complete the assessments of license application within a period of three months. The completion of the assessment of each license application depends on the circumstances presented as well as cooperation of the applicant with the officials of the Bank. The Bank will communicate regularly with the applicant throughout this process. It should be noted that after completion of the assessment process and decision by the Bank, it is required by law for the Bank to inform the Minister of Finance on its decision. This may extend the time of the assessment process.

Past experience has revealed that delay in processing of an application often results from the complexities presented in the application, the submission of incomplete or incorrect information by the applicant in support of the application, and/or a failure on the part of the applicant to promptly submit accurate information as requested by the Bank.

#### **1.5 Cancellation of Application**

The Bank may terminate an assessment of an application where, in its view:

- the applicant is unable to satisfy the information requirements in support of the application; or
- there is deficiency in the information submitted or delayed response from the applicant.

In this regard, applicants should note that they bear the onus of submitting information required by the Bank in a timely, clear and complete manner.

## **Part II**

### **2. Application and authorisation process**

The main stages in the authorization process through which all applications for banking license will have to pass are presented below:

#### **2.1 Exploratory Stage**

A prospective applicant should have a clear idea as to the type of business model the proposed banking institution intends to adopt and thoroughly study the target market for the intended business. The applicant is expected to devise a preliminary business plan (business strategy and target market) to be discussed with the Bank at a pre-filing meeting (next stage). In addition, the applicant should also devise a draft/proposed capitalization plan (sources of capital) for initial and on-going financial support and where possible provide a list of all prospective substantial holders. The applicant should demonstrate that the proposed shareholders are fit and proper to own shares in the banking institution. The promoters should also assess whether the proposed business model requires a banking license.

The prospective applicant is expected to familiarize himself/herself with laws and regulations that are applicable to banking business in Namibia. Applicants should understand the scope of banking business and should be familiar with all requirements issued by the Bank, details of which are published on the Bank of Namibia website at [www.bon.com.na](http://www.bon.com.na).

Having satisfactorily considered their options, and being convinced that they want to proceed with the bank license application, the applicant(s) should contact the Bank to arrange for a pre-filing meeting.

#### **2.2 Pre-filing Stage**

Prior to completing and submitting the application forms and other supporting documents to the Bank, but subsequent to the completion of the exploratory stage, the applicant/s or its representatives should meet with the Bank to discuss, among other things, the proposed banking institution (preliminary business plan, capitalization plan etc.); application & authorization process and requirements for granting the authorization.

The discussion is intended to provide an opportunity for the applicant to ascertain whether the proposed business model would require a license from the Bank, and for the Bank to provide preliminary feedback to the applicant regarding any apparent or potential regulatory, prudential or public policy issues or risks.

The discussion also provides an opportunity for the Bank to clarify its processes and expectations regarding applications to establish a banking institution. The Bank may, thereafter, provide the necessary documents/forms to the group or its representative for completion.

At this stage, the prospective applicant(s) will be required to provide the following written submissions prior to the meeting:

- (a) The reasons why they intend to apply to establish a banking institution in Namibia;
- (b) A brief overview of the proposed banking institution's business plan and strategies; and
- (a) A description of the proposed ownership structure.

The applicants will further be required to briefly discuss the proposed business model and strategy and should be prepared to justify any aspects related to their proposal.

### **2.3 Application Stage**

Section 10(1) of the Act requires an applicant to submit a written application for authorization to conduct banking business. In support of this application, the applicant should complete the following Banking Institution Forms (BIF) and templates:

- i. Application form for a banking license in Namibia (BIF 100) (annexure 1)
- ii. Application for permission to acquire shares in a banking institution (BIF 101) (annexure 2B)
- iii. Business plan template (annexure 3)
- iv. Pro forma financial statements (annexure 4)
- v. Calculation of Capital Adequacy (annexure 5) (Kindly refer to BID-5 to be found at [www.bon.com.na](http://www.bon.com.na))
- vi. BIF 024 (annexure 6) (Kindly refer to BID-1 to be found at [www.bon.com.na](http://www.bon.com.na))
- vii. BIF 022 (annexure 7)
- viii. Application form for Independent Auditors and Responsible partners (as per the Determination on the appointment, duties and responsibilities of independent auditors, BID-10, to be found at [ww.bon.com.na](http://ww.bon.com.na)).

The Bank may not commence with the assessment of an application unless all of the above listed forms are satisfactorily completed and submitted, and the applicant has paid the required application fee.

## 2.4 Assessment and authorization stage

Upon receipt of the application, the Bank will verify the correctness and completeness of the information provided. If the application is completed satisfactorily, the Bank will commence with the assessment. Prior to the commencement of the assessment, if the application is incomplete and/or not correctly completed, at its own discretion, the Bank may request further and/or accurate information. In the event that the applicant is not cooperative, the Bank reserves the right to cancel the assessment of such application and inform the applicant in writing that the application has been cancelled.

Applicants should note that the Bank will conduct a fitness and probity assessment of substantial shareholders, board members as well as executive officers. The fitness and probity assessment aims to ensure that persons in senior positions and board members are competent, honest, ethical and persons of integrity, and also financially sound. The fitness and probity assessment also aims to ensure that the substantial shareholders are ethical and persons of integrity, and financially sound. As part of the fitness and probity assessment, substantial shareholders, board members and senior management are subjected to interviews by the Bank, as part of the application assessment process.

When the assessment of the application has been satisfactorily completed, the Bank will make a decision on whether or not to grant a banking license. The Bank will inform the Minister on its decision to grant, not grant or grant the application subject to certain conditions, after which the applicant will be informed of the same decision.

### 2.4.1 Minimum requirements for granting a banking license

The minimum requirements that an application for a banking license will be assessed on are as prescribed in section 11(1) of the Act, and as discussed below:

- (i) The proposed **capital should be adequate** and commensurate with the business model (growth strategy, risks relating to the proposed business activities; funding requirements, etc.);
- (ii) The prospective banking institution should submit a **viable business plan**;
- (iii) The prospective banking institution should be **financially viable**;
- (iv) **Shareholding structure should be transparent with fit and proper shareholders**;
- (v) The directors, executive officers and substantial shareholders of a prospective banking institution should be tested for fitness and probity. The



integrity and competence of the management to conduct banking business shall be taken into account. Substantial shareholders will also be interviewed, to test their knowledge and understanding of banking business;

- (vi) The prospective banking institution is or will be able to apply adequate, effective and proper internal control systems and sound principles of corporate governance;
- (vii) The integrity of the applicant and its competence to conduct, or experience in conducting banking business;
- (viii) The prospective banking institution should portray ability to comply with the laws applicable to banking business;
- (ix) The applicant banking institution will be assessed whether granting of the (bank license) application will be in the economic interest of Namibia;
- (x) The prospective banking institution should be locally incorporated, subject to approval by the Bank; and
- (xi) The prospective applicant has paid non-refundable application fee as prescribed in the *Regulations relating to fees payable to Bank of Namibia: Banking institutions Act, 1998 as amended*.

**Applicant should complete and submit the checklist in annexure 8, to ensure that all relevant documents required for the purpose of assessing a banking license application are submitted.**

#### **2.4.2 Granting of provisional authorisation**

**If the Bank approves the application, a provisional authorization is granted to enable the applicant to set up the banking institution and prepare for pre-opening inspection. A provisional authorization is valid for a period of not more than six months, from the date of issuance. An applicant may only apply for an extension of the provisional authorization for two times only. Failure by the applicant to fully prepare for operations within such prescribed period will result in the withdrawal of the provisional authorization by the Bank.**

**During the provisional authorization period the applicants should carry out the following activities in respect of the proposed banking institution:**

- i. Register the proposed banking institution as a public company as provided for by the Companies Act, 2004 (No. 28 of 2004).
- ii. Acquire premises from which the institution will operate. The premises may be rented.
- iii. Put in place and test systems. This is inclusive of Information Technology (IT) systems, banking systems, etc.

- iv. Develop internal policies and procedures that will govern the operations of the banking institution.
- v. Recruit management and general staff.
- vi. Any other pertinent issues that the Bank may call for.

### **2.4.3 Granting of final authorisation to conduct banking business**

When the above listed activities in 2.4.2 have been accomplished, the applicant or promoters shall notify the Bank as such in writing, upon which the Bank shall carry out or cause to be carried out a pre-opening inspection of the banking institution. If the Bank is satisfied with the accomplishments of the applicant, the Bank shall grant authorisation to the applicant to conduct banking business upon payment of the authorization fee to the Bank of Namibia in terms of section 13(1) of the Act and as prescribed in the *Regulations relating to fees payable to Bank of Namibia: Banking Institutions Act, 1998 as amended*, (Regulations of fees) found on the Bank of Namibia website.

Once granted authorisation, a banking institution should pay the annual license fee, during the same month of receiving such authorisation, as prescribed in the *Regulations on fees*.

**In the event that the Bank rejects an application, the applicant may only reapply for a banking license after a period of 2 years.**

## **ANNEXURE 1: APPLICATION FORM FOR AUTHORISATION TO CONDUCT BANKING BUSINESS IN NAMIBIA (BIF 100)**

### **Instructions to Complete the Form:**

- (i) All responses and attachments to the application should be type written.
- (ii) Answer all questions. Do not leave any questions blank or unanswered. If the appropriate answer is “No”, “None”, “Not applicable”, or “Not known”, then indicate so.
- (iii) Inaccurate or incomplete information may result in delay in the processing of the application.
- (iv) Additional pages may be added if response space provided on the form is inadequate.
- (v) Please note that all copies of the original documents and information submitted must be certified copies and where the originals are not in English language, translations in English must be provided by a sworn translator.

**SECTION A: The Proposed banking institution**

1. Name(s), proposed name(s) under which the proposed banking institution will operate.

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2. If the applicant is an existing company or branch or subsidiary of an existing company please give details of name(s) and trading name(s) if any, used by the applicant within the last 5 years, if different from the present company name or names listed above.

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3. Likewise, if the applicant is a new banking institution, please give full and abbreviated proposed names, as well as any other names the banking institution plans to use or has previously used in connection with any business conducted by it.

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4. Please specify the type of banking license being applied for, i.e. a banking institution or microfinance banking institution.

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5. Please provide mailing address, and primary business location of the proposed banking institution, if known.

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6. Please provide details of contact person: State name, physical address, postal address, telephone and fax numbers and E-mail address of the representative to be contacted regarding this application.

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**7. Please provide the following additional information in respect of the prospective banking institution:**

- i. The place, date and country of incorporation, if existing banking institution.

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- ii. A certified copy of the certificate of incorporation.

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- iii. The address of the registered office or the principal business address. (If known)

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- iv. For an existing company, is the banking institution a foreign registered company?

Yes  No

If yes, please **submit** the following:

- v. A copy of the certificate of registration.

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- vi. A written confirmation from the banking supervisory authority in the applicant's country of incorporation that the supervisory authority has no objection to the applicant's proposal to operate a banking institution in Namibia.

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- vii. Provide the proposed date of local incorporation.

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**8. Please submit a detailed business/strategic plan for the proposed banking institution using the general format in annexure 3 of the Banking License Guidelines. Your business plan should be detailed but clear and simple. Also include in your business plan an outline of the nature and scale of the proposed business, organizational structure and internal control measures.**

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**9. Pro forma statements:** provide detailed projected **pro forma statement of comprehensive income, statement of financial position, a statement of derived information** for the proposed banking institution using the general formats in annexure 4 of the Banking License Guidelines. Provide supporting or explanatory notes where necessary. (The explanatory notes can be in the form of annexure.) Assumptions used in preparing the pro forma financial statements or projections should be realistic and based on actual comparative data for the market(s) to be served and the prevailing economic environment.

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**10. Please answer the following questions:**

- i. **Censurers:** Has the proposed banking institution, or any affiliate thereof, ever been censured, prosecuted, warned as to conduct, disciplined, or publicly criticized by, or made subject to a court order at the instigation of any governmental ministry or agency, professional association, or other regulatory body appointed under any Namibian enactment or elsewhere? If so, provide details.

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- ii. **Convictions or Administrative Orders:** Has the proposed banking institution, or any affiliate thereof, ever been convicted of any offense, or has a petition for an administrative order been served on the proposed banking institution or any affiliate thereof, in Namibia or elsewhere? If so, provide details.

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- iii. **Investigations:** Has the proposed banking institution or any affiliate thereof ever been or is now subject to an investigation, in Namibia or elsewhere? If so, provide details.

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- (a) **Fraud:** Has the proposed banking institution or any affiliate thereof ever been adjudged by a Court, in Namibia or elsewhere, to be civilly liable for fraud, malfeasance or any other misconduct? If so, provide details.

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- (b) **Insolvency or Debt Compromise:** Has the proposed banking institution or any affiliate thereof been adjudged insolvent by a Court, in Namibia or elsewhere, or has an insolvency petition ever been served on the proposed banking institution or any affiliate thereof, or has the proposed banking institution or any affiliate thereof made any compromise or otherwise failed to satisfy its creditors? If so, provide details.

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- (c) **Liquidation:**

**Voluntary:** Has a notice of resolution for the voluntary liquidation of any affiliate of the proposed banking institution been issued within the last 10 years in Namibia or in any other jurisdiction? If so, provide details including whether the liquidation has been fully resolved.

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**Compulsory:** Has a petition for the compulsory liquidation of any affiliate of the proposed bank been served within the last 10 years in Namibia or in any other jurisdiction? If so, provide details including whether the petition has been fully resolved:

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**11. Capital Structure:** Indicate the capital structure of the proposed banking institution.

Authorized capital	N\$	_____
Paid-up capital	N\$	_____
Total authorized shares		_____
Total issued shares		_____
Par value per share	N\$	_____

**The applicant banking institution should furnish the Bank with verifiable proof that the minimum required capital has been raised and deposited in an account with any one of the existing banking institutions in Namibia.** Though money from subscribers may be deposited into this account, no withdrawal of funds will be made without the prior written approval of the Bank until the banking institution has been granted provisional authorisation. Please complete the capital adequacy calculations in annexure 5 of the Banking License Guidelines.

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**12. Premises:** Describe the premises and equipment to be utilized by the proposed banking institution, indicating whether owned or leased, costs or acquisition or lease payments, from whom purchased or leased. The latter should be provided together with the application, if known, otherwise should be provided during provisional authorisation.

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**SECTION B: CONTROL**



Please submit a complete list of the initial shareholders of the proposed banking institution. Indicate the name of the shareholders and the beneficiary owners, addresses, nationality, and number of shares to be owned. A substantial shareholder must submit BIF 022 annexure for natural person and latest audited financial statements for juristic person, as well as a bank statement for both natural and juristic persons. All shareholders must complete BIF 101 annexure 2B of the Banking License Guidelines. Please complete the table below and answer all question with respect to shareholders and the ultimate beneficiaries.

Substantial shareholder means a shareholder owning directly or indirectly 5 per cent or more of the capital or of the voting rights of a banking institution or, directly or indirectly, exercising a significant influence over the management of the financial institution, as the Bank may determine.

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**Table 1: Beneficiary owners**

Full Name	Physical address (submit proof of residence)	Postal Address	Email address	Telephone number	Current occupation	Proposed position in the bank, if any	Percentage shareholding (kindly complete BIF 100 for each shareholder)
1.							
2.							
3.							
4.							
5.							
6.							
7.							
8.							
9.							
10.							

**2. Shareholders**

**If the shareholder is:**

A. A natural person, please fill in subsection 2.1

B. A juristic person, please fill in subsection 2.2

**NOTE: In support of the shareholding structure, please submit a group structure with all the shareholders' names of companies that are related to the proposed banking institution.**

**Subsection 2.1: Natural Person (where document is attached, kindly indicate so)**

1. Full Name: \_\_\_\_\_

2. Any Previous Name: \_\_\_\_\_

3. Nationality: \_\_\_\_\_

4. Address: \_\_\_\_\_

5. Please submit/answer the following:

5.1 A national identity document: \_\_\_\_\_

5.2 BIF 101: \_\_\_\_\_

5.3 BIF 022 and BIF 024: \_\_\_\_\_

5.4 A police clearance certificate: \_\_\_\_\_

5.5 A tax certificate from the receiver of revenue from the country of residence:  
\_\_\_\_\_

5.6 A letter of comfort which stipulates that the shareholder will support the proposed banking institution should it run into difficulties in the future. (For shareholders owning more than 5 per cent only): \_\_\_\_\_

5.7 Please specify whether the shareholder has ever held or applied for a banking license, or equivalent authorization to carry on any business in Namibia or elsewhere and if such application was refused or license withdrawn / revoked:  
\_\_\_\_\_  
\_\_\_\_\_

5.8 Please state the amount and class of shares which are or will be registered in the personal name of the shareholder:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

5.9 Please state the amount and class of shares which are or will be registered in the name of any other individual, nominee, associate, corporate body, partnership or trust and which are held on your behalf:

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5.10 Please specify the source of funds of the amount to be invested in the shares and attach documents to support veracity of the information.

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5.11 Please specify the nature of the business and sources of funds, of the shareholder and attach a statement of assets and liabilities for the past five years duly certified by a Chartered or Certified Accountant. (For substantial shareholders intending to hold 5% or more):

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5.12 Please provide the names and addresses of your bankers within the last ten years:

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5.13 Is the shareholder presently engaged in any litigation in Namibia or elsewhere? If yes, describe the nature of the litigation:

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5.14 Has the shareholder ever been subject to a judgement debt in Namibia or elsewhere? If yes, please state whether the shareholder had satisfied the judgement debt within the time frame provided by the court:

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**Subsection 2.2: Juristic person (where document is attached, kindly indicate so)**

1. Company name: \_\_\_\_\_

2. Please provide the following information:

2.1 The place, date and country of incorporation:

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2.2 A copy of the certificate of incorporation certified by the company secretary:

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2.3 The address of the Registered Office or the Principal business address:

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2.4 A copy of the constitution of the company:

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2.5 Name(s) and address (is) of the chairman, CEO and members of the board of directors:

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2.6 Name(s) and address (is) of the bankers within the last 10 years:

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2.7 The name(s) and address (is) of each shareholder holding more than 5% of shares in the company and the amount of shares:

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2.8 Please identify the ultimate beneficial owner(s) of the corporate shareholder:

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2.9 Please indicate the extent of shareholding which the company will hold in the proposed bank:

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2.10 Please clarify whether the shares in the proposed banking institutions are registered in the name of the company or are in the form of Bearer:

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2.11 Please submit a tax certificate from the receiver of revenue, from the respective jurisdiction of incorporation:

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2.12 Please indicate the sources of funds for financing / investing in the shares of the proposed banking institution. Please attach documentary evidences - financial statements, statement of sources and application of funds for the last 5 years duly verified and certified by a Chartered or certified accountant, or commissioner of oath.:

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2.13 Please indicate whether the company, or shareholders of the respective company, has been subject to any judgement debt, receiving order, administration order or insolvency order in Namibia or elsewhere over the last 10 years:

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2.14. Please indicate whether the shares in the proposed banking institution registered in the name of the company are pledged / charged or used as guarantee in favour of third party for any loan or funding:

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3. Is the corporate shareholder member of a group? If yes, please provide the following information:

3.1 A group structure diagram including, composition of the board of directors, percentage of holding of the group in each company in the group, details of all the companies, branch, subsidiary or partnership in the group. Please also submit percentage of holding of the group in those companies, trust, and special purpose vehicles which are not considered as within the group:

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3.2 Is any company in the group regulated by a supervisory authority in Namibia? If yes, please provide details on the companies being regulated and the regulatory authority:

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3.3 Please clearly illustrate the percentage holding of the corporate shareholder in companies within the group and vice versa:

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3.4 Please identify the ultimate beneficial owner of the group:

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3.5 Please list the business activities of the companies within the group:

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**SECTION 3: Management**

Please submit a list of the full names and addresses of all proposed members of the board (directors), the chief executive officer, and other executive officers, as per the format of table 2 below. Describe all business relationship, if any, which a director or officer has or may have with the proposed banking institution and be specific. State the names, addresses, occupation, proposed position, and percentage shareholding of the proposed directors and officers. Each director or executive officer is required to submit certified copies of his/her CV, national Identity document, police clearance certificate, qualifications, BIF 024, BIF 022, signed declaration and a bank statement.

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**Table 2: List of proposed board of directors and executive officers**

Full Name	Physical address (submit proof of residence)	Postal Address	Email address	Telephone number	Current occupation	Proposed position in the bank	Percentage shareholding (kindly complete BIF 100 for each shareholder)
1.							
2.							
3.							
4.							
5.							
6.							

**SECTION 4**

**DECLARATION**

**(To be filled by the Promoter/Shareholder / Partner / CEO/Agent/Legal proxy)**

I,....., residing  
at.....and on behalf of (proposed  
banking institution)  
.....

Hereby:

Apply for authorization, in terms of section 10 of the Banking Institutions Act, 1998 (Act no. 2 of 1998), as amended, to establish a banking institution; and

Apply for the Bank’s approval, under section 5(2)(c) of the above-mentioned Act, for the use of the expression “bank” or “banking Institution” for purposes of organizing and authorization of the above-mentioned public company.

I declare that:

The shares which are actually registered on *my name\* / the name of the shareholders\** belong to *me\* /the shareholders\** in truth and in fact and that *I am\*/ the shareholder is\** the only beneficial owner of those shares and solely entitled to the benefits derived there from. (*\* Please delete as appropriate*); and

As leading to the disqualification of the application, I understand that it is a criminal offence to provide false and misleading information.

I undertake to provide the Bank of Namibia with any additional information which may be required and immediately notify the Bank of any changes which may affect the accuracy and completeness of the answers to the questions provided in this application form as soon as possible and in any event not later than 14 working days from the date the changes come to my attention.

I also hereby authorise any regulatory body, law enforcement body or financial institution in Namibia or in a foreign country, to release to the Bank of Namibia, for use in relation to the application and the enforcement of the Banking Institution Act, 1998 (Act no. 2 of 1998), as amended, any information about the applicant, and any of its directors, shareholders, beneficial owners, chief executive officer, other senior officers as may be applicable.

I certify that the information provided above is true and complete to the best of my knowledge and belief.

I authorize the Bank to request and receive any information necessary, from any source the Bank deems appropriate, to verify the accuracy of information contained in these statements.

I know and understand the content of this declaration. I have\*/do not have\* objections to taking the prescribed oath. I consider the prescribed oath to be binding\*/not binding\* on my conscience.

..... SIGNATURE OF DEPONENT  
..... ADDRESS OF DEPONENT  
..... NAME OF DEPONENT  
..... POSITION OF DEPONENT

I certify that the above statement was taken by me and that the deponent has acknowledged that he\*/she\* knows and understands the content of this statement. This statement was sworn to\*/affirmed\* before me and the deponent's signature was placed hereon in my presence at ..... on .....

.....  
COMMISSIONER OF OATHS

FULL NAMES .....  
EX OFFICIO .....  
AREA .....  
ADDRESS .....

*\*Delete whichever is not applicable*

**SECTION D: DECLARATION BY THE BOARD OF DIRECTORS WITH REGARD TO APPLICATION FOR AUTHORIZATION TO CONDUCT BANKING BUSINESS**

We, the undersigned members of the Board of Directors of ..... (the proposed banking institution) for which this application is being submitted, do hereby certify that:

- i) all information given in response to and in support of the questions in this application is true and correct to the best of our knowledge and belief;
- ii) the personal data and financial statements submitted with respect to each director and officer are true and correct to the best of our knowledge and belief; and
- iii) this application is made in good faith with the purpose and intent that the affairs and business of the proposed bank will at all times be honestly conducted in accordance with good and sound business principles and in full compliance with all applicable laws and bylaws/directives.

We further certify that to the best of our knowledge and belief there are no other facts or information relevant to this application withheld of which the Bank of Namibia should be aware, and we pledge to promptly inform the Bank of Namibia of any changes material to this application which may arise while it is being considered by the Bank.

**Board Members:**

	(Print name)	(Signature)
Chairman of the Board:	-----	-----
Director:	-----	-----
Director:	-----	-----
Director:	-----	-----
Director:	_____	_____

Date -----

## **Annexure 2A: Application to acquire shares in a banking institution**

**Section 20(1) of the Act provides that** “Notwithstanding the Companies Act, but subject to the prior written approval of the Bank: -

- a) no banking institution shall allot or issue, or register the transfer of, any of its shares to a person; or
- b) no person shall acquire any shares in a banking institution,

to the extent to which the nominal value of the shares so allotted, issued, transferred or acquired, together with the nominal value of any other shares in the banking institution already registered in the name of such person or in the name of any related party of such person, equals or exceeds in total 20 per cent of the total nominal value of all issued vote-bearing shares in the banking institution.

The application for permission to acquire shares in a banking institution shall be made in writing and submitted to the Bank in one soft copy and duplicate of hard copy of form BIF 101 annexed hereto.

### **In support of the application, the following should be adhered to/submitted:**

The application must be submitted at least 90 days prior to the proposed date of incorporation and shall be accompanied by a written statement containing the following information, namely:

- i. Full particulars of the shareholders, as defined in section 1(1) of the Act, of the banking institution to which the application relates, specifying the name of each such associate and the percentage which the total nominal value of the applicant's shareholding in such associate constitutes of the total nominal value of all the issued shares of such associate;
- ii. Full particulars of the applicant's shareholding in any banking institution other than the banking institution to which the application relates, specifying the name of each such other banking institution and the percentage which the total nominal value of the applicant's shareholding in such other banking institution constitutes of the total nominal value of all the issued shares of such other banking institution;
- iii. In the case where the applicant is a company, the names, addresses and nationalities of its directors. If the applicant is a company, indicate particulars of each shareholder of the applicant holding 5% or more of the banking institution's outstanding shares (name/ nationality/percentage owned);
- iv. Particulars of all other corporate undertakings in which the applicant holds a shareholders' interest of 5 per cent or more; and

- i. The reason for the applicant's desire to acquire the shares in question in the banking institution or controlling company concerned;
  - a) A set of the most recent financial year end audited financial statements for the applicant on a consolidated and applicant only basis;
  - b) In the case of an individual, a signed personal financial statement form BIF 022 should be completed and attached.

Please complete the form BIF 101 below.

**Annexure 2B**

**BIF 101**

**APPLICATION FOR PERMISSION TO ACQUIRE SHARES IN A  
BANKING INSTITUTION**

The Governor  
Bank of Namibia  
**WINDHOEK**

1. I, the undersigned, a natural person/the duly authorized representative\* of .....  
....., (hereinafter referred to as the applicant), hereby apply in terms of section 20(1) of the Banking Institution Act, 1998, for the permission of the Bank of Namibia for the acquisition by the applicant of shares in.....  
....., a banking institution authorized as such in terms of the said Act (hereinafter referred to as the COMPANY), of which shares -

- (a) the total nominal value; \*
- (b) the total nominal value together with the total nominal value of such shares already held by the applicant; \*
- (c) the total nominal value together with the total nominal value of such shares already held by the applicant and by his associate or associates, \*

amounts to more than 20 per cent of the total nominal value of all the issued shares of the COMPANY.

2. The total nominal value of shares in the COMPANY presently held by the applicant and his associate/associates\*, constitutes the following percentage of the total nominal value of all the issued shares of the COMPANY:

- (a) Shares held by applicant: ..... per cent
- (b) Shares held by associate/s of applicant (furnish percentage/s opposite name/s of associate/s):
  - (i) ..... : ..... percent (Add paragraphs as necessary)

3. I submit with this application a written statement containing the information required.

.....  
Applicant

Applicant's address .....  
.....  
.....

Date .....

\* Delete whichever is not applicable

---

**FOR OFFICIAL USE**

Permission for acquisition of shares approved/not Approved. \*

Governor .....  
Date.....

\* Delete whichever is not applicable



### Annexure 3: BUSINESS PLAN TEMPLATE

Applicants for authorization to conduct banking business must submit for review a detailed business plan as part of the application process. Any business plan format may be used, provided that all pertinent information is included. The business plan should identify the type of banking business to be conducted, the proposed market(s) to be served, products and services to be offered, projected profitability, capital adequacy and managerial resources and capabilities. **The plan should include at least five years' operating financial projections and should contain sufficient information to demonstrate a reasonable likelihood of success.**

The following list of compulsory factors should be incorporated in a business plan, and will be used in the assessment. The applicant may provide explanatory notes as annexure, where necessary.

#### Required information, include but not limited to the following:

##### I. Identification Information

- (a) **Name and location:** State the name and location of the institution including location(s) of any branches.
- (b) **Corporate structure:** Describe and provide a diagram of the institution's corporate structure including any parent company, subsidiaries, or affiliated entities.
- (c) **Origin and basis:** Briefly discuss the origin of the applicant and the reasons for its existence.

##### II. Market Analysis

- (a) **Type:** Specify the type of banking model to be pursued.
- (b) **Market:** Identify the market(s) to be served by the proposed banking institution. Provide an analysis of the target market and opportunities that the proposed banking institution will pursue and the plans to address them.
- (c) **Competition:** Provide an analysis of competitors, showing both challenges and opportunities, and plans to address.
- (d) **Success of proposed business:** Provide reasons why the proposed banking institution will be successful, and the overall strategy for achieving this success, including a discussion of key assumptions.
- (e) **Economy:** Describe the economic characteristics of the target market(s). Include any anticipated changes in the market, factors influencing such changes, and possible effect(s) on the banking institution.
- (f) **Benefits to the Community:** Describe the developmental value of the banking institution to the economy.

### III. **Business Strategy and Objectives**

- (a) **Product and Services:** Briefly describe the services to be offered by the institution. Distinguish among depository services, payment services, credit services, etc. Provide a detailed description of each business activity to be conducted by the proposed banking institution and the products and services to be offered, including how the lines of business interrelate.
- (b) **Assumptions:** List major assumptions upon which projections are based. These major assumptions should include, but not limited to, overhead, asset-liability mix, returns on assets and equity, dividend and capital ratios (both leverage and risk based ratios).
- (c) **Pro forma statements:** Provide pro forma profit and loss statements for five years. Show expected asset-liability mixes. Volume of each type of services to be offered, fixed asset investment and compensation to be given to management and staff. Provide details regarding key assumptions and an identification of major asset, liability, income and expense categories. The applicant must also provide statistical data which was used in arriving at the assumptions used in formulating the pro forma financial statements, to ascertain that they are realistic and achievable. Further, the assumptions made on financial projections should be supported by prevailing market practice.
- (d) **Business strategies:** Every business strategy should be clear, well-articulated and clearly supported/reflected by/in the financial statements.

### IV. **Leadership and Management**

- (a) **Officers and compensation:** Provide a list of executive positions, the proposed organizational structure, reporting lines within the organization, the fees, salaries and other forms of compensation or benefits to be given to each individual.
- (b) **Insider agreements:** Describe any agreements for leases or services the institution intends to enter into with any of its directors, executive officers, substantial shareholders, or with any organization or affiliate controlled by directors, executive officers, substantial shareholders. Provide copies of any such agreements including specific details of rates and terms and comparative market data upon which the rates and terms are based.

### V. **Capitalization and Additional Sources**

- (a) **Capital Plan:** Explain in detail the capital formation and source of capital. Describe plans for financing growth, internally, or externally, over the first five years of operation.
- (b) **Additional capital sources:** Describe what sources of additional capital are available should the need arise.

## **VI. Internal control system**

**An applicant is expected to provide the Bank with a detailed description of how the proposed banking institution will be organized and controlled internally. The applicant should propose internal control systems, which may include, amongst others, the following considerations:**

- The proposed banking institution has an adequate IT Governance and Risk Management policy in place;
- The key functions/Departments are segregated with clear mandate;
- A board of directors with the ability to provide an independent check on management, with independent audit and compliance functions;
- Board subcommittees with clear mandates;
- The loan origination function is separated from the loan approval function.

## Annexure 4: Financial projections: PRO FORMA FINANCIAL STATEMENTS

STATEMENT OF COMPREHENSIVE INCOME (PROJECTIONS) (N\$'000)											
Item	Note No.	Year 1		Year 2		Year 3		Year 4		Year 5	
		Value	% Yield	Value	% Yield	Value	%Yield	Value	% Yield	Value	% Yield
Interest income:											
i. Loans and advances	1										
ii. Securities	2										
iii. Deposit Balances											
iv. Other	3										
<b>Total interest income</b>											
Interest expenses:											
i. Deposits											
ii. Borrowings	4										
iii. Others	5										
<b>Total interest expense</b>											
Net interest income											
i. Provisions for bad debts											
Non-interest income:											
i. Service charges and fees income											
ii. Forex commissions											
iii. Other	6										
<b>Total non-interest income</b>											
Non-interest expenses:											
i. Salaries and benefits	7										
ii. Administrative expenses	8										
iii. Other											
<b>Total non-interest expenses</b>											
Net Income before Tax											
Less Taxes											
Net income after Tax											
Less: Dividends											
Net change capital accounts											

Retained earnings												
-------------------	--	--	--	--	--	--	--	--	--	--	--	--

**4.1 Statement of Comprehensive Income projections**

Please provide notes as indicated above. The notes are intended to provide a breakdown of the items in the income statement. You may attach the notes as annexure.

## 4.2: STATEMENT OF FINANCIAL POSITION PROJECTIONS

STATEMENT OF FINANCIAL POSITION (N\$'000)						
Item	Note No.	Year 1	Year 2	Year 3	Year 4	Year 5
Assets:						
<b>Cash and Due From</b>						
<b>Bank Balances</b>	1					
<b>Securities</b>						
<b>Loans &amp; Leases</b>	2					
<b>Less: Allowances</b>						
<b>Fixed Assets</b>						
<b>Other Assets (List if &gt;10% of total)</b>	3					
Total Assets						
Liabilities & Capital						
<b>Deposits:</b>						
<b>i) Demand</b>						
<b>ii) Savings</b>						
<b>iii) Time</b>						
<b>iv) Forex</b>						
<b>Total Deposits</b>						
<b>Due to Other Banks</b>						
<b>Borrowings</b>	4					
<b>Other Liabilities (List if &gt;10% of total)</b>						
Total Liabilities						
<b>Capital:</b>						
<b>i) Common Stock</b>						
<b>ii) Share Premium</b>						
<b>iii) Retain Earnings</b>						
<b>iv) YTD Income (After provisions, accruals, taxes &amp; dividends)</b>						
Total Capital						
Total Liabilities & Capital						

### Notes to the Pro forma financial statement

The income statement and balance sheet figures must be supported by notes \to provide more clarity and with further analysis of the pro-forma statements. The following items serves as example: -

#### **Bank balances**

- Long-term loans/deposits to banks
- Short-term loans/deposits to banks<sup>2</sup>

<sup>2</sup> For the purpose of Risk-weight application, short-term means a period of three months or less.

### **Loans and Leases**

- Residential mortgage loans
- Corporate/commercial loans
- Retail loans
- Commercial real estate loans
- Loans to GRN
- Loans to Public Sector Entities (PSE)
- Loans to banks and security firms
- Other types of loans (specify)

### **Other assets**

- Foreign notes and coins
- Statutory reserve with Bank of Namibia
- Fixed & other assets

### **Borrowings**

- Short-term borrowing (specify the term)
- Long-term borrowing (specify the term)

### **Investments**

- Investment in equity or regulatory capital instruments issued by banks or security firms.
- Security of the Bank of Namibia
- Treasury Bills of the Government of Namibia
- Security denominated in foreign currency
- Other type of securities (specify)
- Other types of investment (specify)

### **Foreign currency assets and liabilities**

- Foreign currency deposits from customers
- Foreign currency placement with other institutions
- Other foreign currency exposures (specify)

### **Initial capital amount**

- Amount allocated for formation expenditures (acquisition of office buildings, furniture and other office equipment)
- Amount earmarked to support funding & risks inherent in the balance sheet exposures of the proposed bank.

**4.3 DERIVED INFORMATION****(N\$'000)**

	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>
--	---------------	---------------	---------------	---------------	---------------

**Credit Risk<sup>3</sup>**

Non-Performing loans (N\$)

Provisions (N\$)

NPL/Total Loans (%)

**Operating Ratios**

Interest Income/Earning Assets (%)

Interest expenses/Interest bearing (%)

Interest Margin (%)

**Profitability Ratios**

After Tax ROA (%)

After Tax ROE (%)

Net Interest Income/Earning Assets (%)

Earnings per share (%)

Dividend per share (%)

**Capital Ratios (Gearing)**

Borrowing/Capital

Total Loans/Capital

**Liquidity Ratios**

Current asset/current Liabilities (%)

Current assets/Total Liabilities (%)

Total Loans/total Deposits (%)

Total Loans/Deposit &amp; Borrowing (%)

Pre-opening Expenses (N\$)

---

<sup>3</sup> Refer to the Determination on Asset Classification (BID-2) for guidance in computing the credit risk component



## Annexure 5: Calculation of Capital Adequacy

**Table 5.1: Calculation of capital charge for credit risk<sup>4</sup>**

ASSET CATEGORY	(YEAR)		
	Nominal amount (N\$'000)	Risk weight	Risk-weighted amount (N\$'000)
Investments of deposits in:			
Sovereign paper and with BON		0%	
Short-term unrated bank paper (< 3 months)		20%	
Long-term unrated bank paper (>3 months)		50%	
Cash and bank balances		50%	
Foreign investments		100%	
Cash held with Bank of Namibia		0%	
Interbank placements		50%	
Fixed assets		100%	
Loans & advances		100%	
Other assets		100%	
TOTAL		-	
Risk-weighted assets for credit risk			
Minimum credit risk capital charge (10%)			

**Table 5.2: Calculation of minimum capital charge for operational risk**

	Year	Amount (N\$'000)
Gross income projections for the first three years	Year 1	
	Year 2	
	Year 3	
Average gross income for the first three years		
Alpha factor ( $\alpha$ )		15%
Capital charge for operational risk ( $\alpha \times$ Average gross income)		
Calibrated Risk-Weighted Amount		

<sup>4</sup> Refer to the Determination on Capital Adequacy (BID-5) for guidance on how to compute capital charger for credit risk, operational risk and market risk.

**Table 5.3: Calculation of risk-weighted assets for market risk**

Instruments	Nominal amount (N\$ '000)	Allocated Risk-weight	Specific risk capital charge (N\$'000)
Government of Namibia securities		<b>0.0%</b>	
Other domestic investments		<b>8.0%</b>	
Foreign investments		<b>8.0%</b>	
Bills receivable:			
Negotiable instruments		8.0%	
Domestic		8.0%	
Other foreign		8.0%	
Total specific market risk capital charge			
Notional risk-weighted amount			

**Table 5.4: Overall Capital Adequacy Position**

	(N\$'000)				
	Year 1	Year 2	Year 3	Year 4	Year 5
Regulatory capital					
Tier 1 Capital					
Tier 2 Capital					
Less: Formation expenditure					
Less: Minimum capital charges					
Credit risk					
Operational risk					
Market risk					
Regulatory capital surplus/ (shortage)					
Risk-weighted assets					
Gross assets					
Tier 1 Leverage Ratio (%)					
Tier 1 Risk-Weighted Capital Ratio (%)					
Total Risk-Weighted Capital Ratio (%)					

**Annexure 6: Fitness and Probity Questionnaire**

**BIF 024**

**Section A**

(If insufficient space provided, please attach a separate sheet)

**STATEMENT BY INDIVIDUALS WHO ARE DIRECTOR, OR HOLD EXECUTIVE POSITION OR ARE PROPOSING TO HOLD, THE POSITION OF A DIRECTOR OR PRINCIPAL OFFICER OR EXECUTIVE OFFICER OF A BANKING INSTITUTION (THE INSTITUTION) OR CONTROLLING COMPANY**

**(Confidential and not available for inspection by the public)**

1. Name of institution in connection with which this questionnaire is being completed:

---

---

2. Your surname:

---

---

3. Your full forename(s):

---

---

4. Former surname(s) and or forename(s) by which you may have been known:

---

---

5. Please state in what capacity you are completing this questionnaire, i.e. as a current or prospective director, principal officer or executive officer or combination of these. Please state your full title and describe the particular duties and responsibilities attached to the position(s) that 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 detailed signed curriculum vitae, unless it has already been provided:

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6. Addresses (Residential and Postal):

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7. Any previous residential address (is) during the past 10 years:

---

---

8. Date and place of your birth (including town or city):

---

---

9. Your nationality and how it was acquired (birth, naturalization or marriage):

---

---

10. Name(s) and address (is) of your bankers during the past 10 years:

---

---

11. Your professional/academic qualifications and date on which and institution/s where they were obtained:

---

---

---

---

12. Your occupation and employment now and during the past 10 years, including the name and address of your employer in each case, the nature of business, the position held and relevant dates:

---

---

13. What other body corporates (other than the banking institution) are you a director or hold an executive position and since when? Describe any relationship, which now exists or will exist between the other institution and the proposed bank.

---

---

14. Do you have any direct or indirect interest representing 5 per cent or more of the issued capital of anybody corporate (other than the institution) that is now authorized, or has applied for authorization, under the Act? If so, give particulars:

---

---

15. Of what body corporates other than the institution and those listed under paragraph 13 have you been a director or an officer with managerial responsibilities at any time during the past 10 years? Give relevant dates:

---

---

16. Do any of the body corporates listed in paragraphs 12, 13, 14, and 15 maintain a business relationship with the institution? If so, give particulars:

---

---

17. Do you hold or have you ever held or applied for a license or equivalent authorization to carry on any business activity in Namibia or elsewhere? If so, give particulars. If any such application was refused or withdrawn after it was made or any authorization was revoked, give particulars:

---

---

18. Does any institution with which you are, or have been, associated as a director or executive officer, hold or has it ever held or applied for, a license or equivalent authorization to carry on any business activity? If so, give particulars. If any such application was refused, or was withdrawn after it was made or an authorization revoked, give particulars:

---

---

19. Have you, at any time, been convicted of any offence, excluding -  
(i) any traffic related offences?  
(ii) any politically related offences?  
If so, give particulars of the court by which you were convicted, the offence, the penalty imposed and the date of conviction:

---

---

20. Have you, in Namibia or elsewhere, been censured, disciplined, warned as to future conduct, or made the subject of a court order at the instigation of any regulatory authority or any professional body to which you belong or belonged, or have you ever held a practicing certificate subject to conditions? If so, give particulars:

---

---

21. Have you, or has anybody corporate, partnership or unincorporated institution with which you are, or have been, associated as a director or officer with managerial responsibility, been the subject of an investigation, in Namibia or elsewhere, by or at the instigation of a government department or agency, professional association or other regulatory body? If so, give particulars:

---

---

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

---

---

23. Have you failed to satisfy any debt adjudged due and payable by you, as a judgment-debtor under an order of a court in Namibia, or elsewhere, or made any compromise arrangement with your creditors within the last 10 years? If so, give particulars:

---

---

24. Have you ever been declared insolvent (either provisionally or finally) by a court in Namibia or elsewhere, or has insolvency petition ever been served on you? If so, give particulars:

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

---

---

26. Has anybody corporate, partnership or unincorporated institution with which you were associated as a director or executive officer, in Namibia or elsewhere, been wound up, made subject to an administration 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:

---

---

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

---

---

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

---

---

29. Do you, or does any related party of whom you are aware, undertake business with this institution? If so, give particulars:

---

---



---

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

---

---

31. In how many shares in the institution (not being registered in your name or that of a related party) are related parties beneficially interested?

---

---

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

---

---

33. Are any of these shares in the institution mentioned in reply to questions 30, 31 and 32 equitably or legally charged or pledged to any party? If so, give particulars:

---

---

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

---

---

35. If the exercise of the voting power at any general meeting of the institution, or of another body corporate of which it is a subsidiary, is or may be controlled by one or more of your associates or any related party, give the proportion of the voting power so controlled in each case and the identity of each associate:

---

---

36. Are you currently, or do you, other than in professional capacity, expect to be, engaged in any litigation in Namibia or elsewhere? If so, give particulars excluding litigations relating to private affairs such as divorce, child custody, child maintenance etc.:

---

---

37. Do you have a basic knowledge and understanding of the risks to which banking institutions and controlling companies are exposed?

---

---

38. Do you, at all times while acting in your capacity as a director or executive officer of the institution, undertake to:

- act in good faith towards the bank/banking institutions and controlling companies in the group;
  - avoid conflict between your other interests and the interests of the bank/banking institutions and controlling companies in the group; and
  - place the interest of the bank/banking institutions and controlling companies in the group and the depositors above all other interests?
- 
- 

39. Have you acquainted yourself with, and do you understand, the extent of the rights and powers, as well as your responsibilities and duties as a director of the institution, as contained in the common law, the Companies Act, 2004 (Act No. 28 of 2004), the Banking Institutions Act, 1998 (as amended),

Determinations on the appointment and duties of Directors issued by the Bank of Namibia? (To be completed only by directors or prospective directors).

---

---

40. Are you a practicing lawyer employed by or a partner in a bank which is on the panel of lawyers of the institution?

---

---

41. Are you a practicing accountant employed by or a partner in an accounting firm which is engaged or to be engaged to conduct the audit or consultancy work for the institution?

---

---

42. Are you a member of National Assembly or the National Council of Namibia or any other equivalent state organs in other jurisdictions?

---

---

**Annexure 7:**

**BIF 022**

**PERSONAL FINANCIAL STATEMENT**

(To be submitted by director, officer and substantial shareholder)

(Amounts in N\$'000)

Balance sheet (As at -----)

<b>Assets</b>		<b>Liabilities &amp; Net worth</b>	
Cash & Bank Balances: (Schedule I)	-----	Accounts Payable:	-----
Marketable Securities: (Schedule II)	-----	Notes Payable:	-----
CSV Life Insurance <sup>5</sup> : (Schedule III)	-----	Mortgage Indebtedness:	-----
Debtors-Good:	-----	Interest Payable:	-----
Debtors-doubtful:	-----	Taxes Payable:	-----
Other Investments: (Schedule IV)	-----	Judgements:	-----
Machinery & Equipment:	-----	Other Liabilities (specify):	-----
Real Estate (1): (Schedule V)	-----		
Farms Products (2):	-----	<b>Total Liabilities:</b>	-----
Business Interests:	-----	<b>Net Worth:</b>	-----
Other Assets (specify):	-----		
<b>Total Assets:</b>	-----		<b>Total Liabilities</b>
<b>&amp; Net Worth:</b>	-----		

=====

Income (For the Year: -----)

Salary/Wages:	-----
Investments:	-----
Real Estate:	-----
Other (Specify):	-----
<b>Total:</b>	-----

<sup>5</sup> Please indicate the cash value that the insurance company will pay-out in an event that an insured event occurs.

**PERSONAL FINANCIAL STATEMENT**

**BIF 022**

**SUPPORTING SCHEDULES**  
(Attach Additional Sheets as Necessary)

**SCHEDULE I**  
**CASH IN BANKS**

TYPE OF SECURITY (Savings, checking)	BANK AND ADDRESS	ACCOUNT NAME	BALANCE

**SCHEDULE II**  
**MARKETABLE SECURITIES**

TYPE OF SECURITY (Stock, Bonds)	DESCRIPTION	NO. OF SHARES OR FACE VALUE	IN NAME OF	COST	MARKET VALUE

**SCHEDULE III**  
**LIFE INSURANCE IN FORCE**

FACE AMOUNT	TYPE OF POLICY (Whole life, term)	POLICY NUMBER	INSURANCE COMPANY AND ADDRESS	(A) INSURED (B) BENEFICIARY	CASH VALUE

Note: Please provide account numbers where applicable.

**SCHEDULE IV  
OTHER INVESTMENTS**

DESCRIPTION (INCLUDE NATURE/EXTENT OF OWNERSHIP)	DATE PURCHASED	COST	CURRENT VALUE

**SCHEDULE V  
REAL ESTATE OWNED**

DESCRIPTION (INCLUDE NATURE/EXTENT OF INTEREST)	DATE PURCHASED	COST	MORTGAGE* INDEBTEDNESS	CURRENT VALUE

\* Description below the terms of mortgages with name and address of mortgage.

**SCHEDULE VI  
NOTES/LOANS PAYABLE - BANKS AND OTHERS**

WHERE BORROWED	DATE OF LOAN	ORIGINAL AMOUNT	REPAYMENT TERMS	COLLATERAL SECURITY (IF ANY)	CURRENT BALANCE OWING

Please provide account numbers where applicable.

## DECLARATION

I, ....., hereby declare the following:

This statement consists of ..... pages, each signed by me. The content of this declaration is true to the best of my knowledge and belief. I am aware that should it be submitted as evidence and I know something appears therein that I know to be false or believe not to be true, I may be liable to prosecution.

I undertake that, as long as I continue to be a director or executive officer of the institution, I will notify the Bank of Namibia of any material changes to, or affecting the completeness or accuracy of, the information supplied by me on forms BIF 022 and BIF 024 as soon as possible, but in no event later than 21 days from the day that the changes come to my attention.

I also authorize the Bank to request and receive any information necessary, from any source the Bank deem appropriate, to verify the accuracy of information contained in these statements.

I know and understand the content of this declaration. I have\*/do not have\* objections to taking the prescribed oath. I consider the prescribed oath to be binding\*/not binding\* on my conscience.

..... SIGNATURE OF DEPONENT  
..... ADDRESS OF DEPONENT  
..... NAME OF DEPONENT  
..... POSITION OF DEPONENT

I certify that the above statement was taken by me and that the deponent has acknowledged that he\*/she\* knows and understands the content of this statement. This statement was sworn to\*/affirmed\* before me and the deponent's signature was placed hereon in my presence at ..... on .....

.....  
COMMISSIONER OF OATHS

FULL NAMES .....  
EX OFFICIO .....  
AREA .....  
ADDRESS .....

*\*Delete whichever is not applicable*

**Annexure 8****Banking license application checklist**

**Applicant should use this checklist to ensure that all relevant documentation with respect to the application have been submitted.**

#	Requirements/documentation	Tick as appropriate
1.	Application form for authorisation to conduct banking business in Namibia (BIF 100)	
2.	Viable business plan	
3.	Application(s) for permission to acquire shares in a banking institution (duly completed by all prospective shareholders) (BIF 101)	
4.	Statement of Comprehensive Income projections	
5.	Statement of Financial Position projections	
6.	A list of derived of information from the financial projections	
7.	Calculation of capital adequacy	
8.	BIF 024 (duly completed by all prospective directors and executive officers)	
9.	BIF 022 (duly completed by all prospective directors, executive officers, and shareholders)	
10.	Supporting documents for all prospective directors, and executive officers. This includes: CVs; certified copies of ID; proof of residence; Tax certificate; Certificate of conduct/Police clearance certificate; certified copies of qualifications; and any other relevant supporting document as stipulated under subsection 2.1 of the BIF 100.	
11.	Supporting documents for prospective shareholder. This includes: personal statements (if individuals) and/or recent financial reports (if juristic person); Tax certificate; police clearance certificate; proof of residence; physical address of offices (if existing juristic person); contact details; letter of comfort to support envisaged banking institution; certificate of incorporation; approval letter from the home regulator to establish a new banking institution in Namibia, and all other requirements stipulated under subsection 2.3 of the BIF 100.	
12.	All Declaration forms are correctly completed, numbers of pages are indicated, signed by the applicant/directors/executive/shareholders (as applicable) and duly signed by the commissioner of oath.	

End