

# FIT & PROPER TEST PROFORMA

(For all Persons subject to FPT)

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# INSTRUCTIONS

**Please note the following instructions for completing the attached Proforma:**

1. This Proforma is divided into eight (8) sections. Complete all relevant sections to the extent possible, by attaching supporting documentation and continuation sheets where appropriate. The application should preferably be written or typed in BLOCK CAPITALS. All pages must be signed personally by the applicant in a colour other than black.
2. The Proforma must be accompanied by a recent photograph of the concerned applicant and certified copies of original identification documents including passport(s), CNIC and/or equivalent identity card(s) from country(ies) of which the applicant holds a nationality.
3. All applicants must submit an affidavit on non-judicial paper from their respective country duly notarized by the Notary Public or Oath Commissioner as per Appendix-I. Moreover, the proposed directors will also submit a declaration as per Appendix-II and Appendix-III (*for independent directors only*).
4. A CV (refer Section 6.2) must be provided setting out full details (dates on which employment commenced and ceased; name, place and business of employer; position held by the applicant; main responsibilities) of the applicant's employment history starting with his/her most recent employment. Where there are material issues that may be of interest to State Bank of Pakistan (SBP), such as unusual reasons for leaving employment or for periods of unemployment, details of the same should be disclosed. The applicant should provide a complete employment history since completing full-time education.
5. Applicants should endeavour, as far as possible, to provide month/year specific data which follows chronologically.
6. Applicants should satisfy themselves that they meet the requirements, inter alia, of the Banking Companies Ordinance 1962, Bank Nationalization Act 1974 (where applicable), Companies Act 2017, Corporate Governance Regulatory Framework (CGRF) and other instructions of SBP before submitting an application. This proforma contains the principal elements that are required in the assessment of fitness and propriety, but if applicants consider that there is additional evidence of relevance to the application, the same should be submitted with this Proforma. It should not be assumed that information is known to SBP merely because it is in the public domain or has previously been disclosed to SBP or another regulatory body. If there is any doubt about the relevance of information, it should be disclosed.
7. The questions, wherever appear, must be answered with due care. It should be noted that a "Yes" response may not automatically mean an application will be rejected. In order to form a view as to a person's fitness and propriety, SBP will consider the circumstances and other details provided by the applicants.

8. If any question is not applicable given the particular circumstances, please clearly indicate by marking 'N/A', with an explanation as to why it does not apply. Please provide a full explanation for any such question that cannot be answered at this stage. Please note that failure to provide the required information may result in delays in processing. SBP does not accept responsibility for any loss caused to the applicant by any delay.
9. The proposing Bank/DFI is required to peruse the information filled in the completed FPT Proforma to ensure accuracy and completeness and seek clarifications from the proposed person where necessary. Once satisfied that all is in order, the proposing Bank/DFI will forward the completed FPT Proforma to SBP, having completed the declaration given in Appendix IV.
10. The banks/DFIs must ensure accuracy and completeness of the information /documents while submitting the same to SBP. In case of any discrepancy, the FPT assessment shall not be processed and appropriate enforcement action(s) may be taken against the bank/DFI and/or the concerned person submitting the FPT documents.
11. The key purpose of submitting the FPT Proforma is to provide information to SBP to assist in forming a view about the fitness and propriety of the proposed persons. It needs to be understood that the onus is on each relevant person to establish, on reasonable grounds, that he or she is a fit and proper person. If the relevant person fails to satisfy SBP that he or she is fit and proper, SBP may refuse the person's application, revoke the person's authorization, if already granted, or take other appropriate regulatory action.
12. State Bank of Pakistan will examine the information provided in the FPT Proforma and may pursue further inquiries or seek information from other sources about a proposed person in order to form a view with regard to his/her fitness and propriety.
13. Any request for FPT clearance/SBP approval along with complete information on FPT Proforma and other information required by SBP shall be routed through concerned banks/DFIs and shall be submitted to:

**In Hard Copy Format**

The Director  
Banking Policy and Regulations Department  
State Bank of Pakistan  
I. I. Chundrigar Road  
Karachi 74000  
Pakistan

**In Soft Copy Format**

[cgd.bprd@sbp.org.pk](mailto:cgd.bprd@sbp.org.pk)

## Section 1

### Applicant's Personal Details

Paste  
Recent  
Photograph

**1.1 Proposed Position:** \_\_\_\_\_

(In case of director, please also specify nature i.e. executive, non-executive  
(Independent or nominee) sponsor, alternate as the case may be.)

**1.2 Name of the Proposing Bank/DFI:** \_\_\_\_\_

**1.3 Individual's full name**

| Title             | First Name | Middle Name | Last Name |
|-------------------|------------|-------------|-----------|
| Mr./Mrs./Ms./Dr./ |            |             |           |

**1.4 Date of Birth**

|     |  |       |  |      |  |
|-----|--|-------|--|------|--|
| Day |  | Month |  | Year |  |
|-----|--|-------|--|------|--|

**1.5 Place of Birth**

|         |  |           |  |
|---------|--|-----------|--|
| Country |  | City/Town |  |
|---------|--|-----------|--|

**1.6 Nationality(ies)**

|  |
|--|
|  |
|--|

In case, the person holds more than one nationality, all the nationalities (along with date(s) since held) must be disclosed.

**1.7 Details of Nationality(ies) Surrendered/Renounced (if any)**

|  |
|--|
|  |
|--|

In case, the person has surrendered/renounced the nationality of any country, the same should be disclosed along with date of surrender/renunciation and reasons thereof.

**1.8 Parents, Spouse & Children Name(s)**

| Name | Relationship | Current Occupation |
|------|--------------|--------------------|
|      |              |                    |
|      |              |                    |
|      |              |                    |

**1.9 Residential Address(es)**

|  |
|--|
| The applicant's current address and permanent address(es): |
| Current:   |
| Permanent:   |

**1.10 Contact Details**

|               |          |            |
|---------------|----------|------------|
| Telephone No. | Office:  | Residence: |
|               | Cell No. | Fax No.    |
| Email:        |          |            |

Applicant's Signature: \_\_\_\_\_

### 1.11 Personal Identification

#### 1.11.1(For Pakistani nationals)

|          |  |               |  |             |  |
|----------|--|---------------|--|-------------|--|
| CNIC No. |  | Date of Issue |  | Expiry Date |  |
|----------|--|---------------|--|-------------|--|

#### 1.11.2 (For Pakistani & Foreign nationals)

|                     |     |  |       |  |      |  |
|---------------------|-----|--|-------|--|------|--|
| Passport(s) Number: |     |  |       |  |      |  |
| Place(s) of Issue:  |     |  |       |  |      |  |
| Issue Date:         | Day |  | Month |  | Year |  |
| Expiry Date:        | Day |  | Month |  | Year |  |

### 1.12 National Tax Number (NTN)

Foreign nationals and persons holding multiple nationalities shall provide relevant Tax ID Number(s) issued by tax authorities of respective countries.

1.13 Was your candidature ever approved by SBP and/or any other regulatory authority?

|     |  |    |  |
|-----|--|----|--|
| YES |  | NO |  |
|-----|--|----|--|

If yes please provide the details below:

| Name of Regulator | Country | Position | Name of Entity | Year of Clearance/ Approval |
|-------------------|---------|----------|----------------|-----------------------------|
|                   |         |          |                |                             |
|                   |         |          |                |                             |

1.14 Have you ever been refused clearance/approval for a position by any regulatory authority?

|     |  |    |  |
|-----|--|----|--|
| YES |  | NO |  |
|-----|--|----|--|

If yes please provide the details below:

| Name of Regulator | Country | Name of Entity | Position Sought | Year of Refusal | Reason(s) of Refusal |
|-------------------|---------|----------------|-----------------|-----------------|----------------------|
|                   |         |                |                 |                 |                      |
|                   |         |                |                 |                 |                      |

1.15 Relationship with other Directors and/or President of the bank/DFI (*for independent directors only*).

| Name of Director and/or President of the Bank/DFI | Type of Relationship* |
|---|-----------------------|
|   |                       |
|   |                       |

\*If you are related to a Director/President of the bank/DFI, the type of relationship (e.g. Father, Son, Daughter, Brother, Sister, Brother-in-Law, Sister-in-Law, Father-in-Law, Mother-in-Law, Spouse etc.) shall be disclosed.

Applicant's Signature: \_\_\_\_\_

## Section 2

### Shareholdings in Proposing Bank/DFI or Group Companies

(To be completed by all Directors and applicants having sponsor shareholding in the Bank/DFI or its group companies, including the parent company.)

- 2.1 How many shares or share options of the proposing Bank/DFI or its group companies, including the parent company (please mention name) are held (as direct or beneficial owner) by you, your company, your family members, nominees or in the name of an associate, whether as a Sponsor Shareholder or otherwise?

| Name of shareholder | Relationship with Applicant | Name of Investee company | No. of Shares Held | %age of Total shares of investee company |
|---------------------|-----------------------------|--------------------------|--------------------|--|
|                     |                             |                          |                    |  |
|                     |                             |                          |                    |  |
|                     |                             |                          |                    |  |

#### **FOR DIRECTORS ONLY**

- 2.2 Have you acquired any qualifying shares in the bank/DFI in terms of the Companies Act, 2017 and/or Articles of Association of the concerned bank/DFI?
- |            |           |
|------------|-----------|
| <b>YES</b> | <b>NO</b> |
|            |           |

If YES, give details below:

|  |
|--|
|  |
|--|

Applicant's Signature: \_\_\_\_\_

## Section 3

### Business Interests in Other Banks and Financial Institutions and Companies/Firms

To be completed by all applicants having interests in entities other than the Bank/DFI or group in respect of which the application is made.

**Please indicate whether this section applies to the applicant:**

|            |  |           |  |
|------------|--|-----------|--|
| <b>YES</b> |  | <b>NO</b> |  |
|------------|--|-----------|--|

If no, please continue to Section 4. If yes, please complete the following sections as appropriate.

- 3.1 Give details of any current interests in other banks and financial institutions, Please note, if you are providing a list of interests in a separate attachment, full details (i.e. the five columns below) must be completed.

| Name of the Bank/Financial Institution | Ownership or beneficial ownership of shares specifying % holding | Directorships held | Management positions | Relationship of the Bank/Financial Institution, if any, to the proposing Bank/DFI. |
|--|--|--------------------|----------------------|--|
|  |  |                    |                      |  |
|  |  |                    |                      |  |
|  |  |                    |                      |  |

- 3.2 Give details, if you have, or have had in the last 10 years, interests in any other business, whether a bank/financial institution or otherwise, i.e.:

- ownership or beneficial ownership exceeding 5%
- directorships held
- management positions
- partner
- proprietor

Please note, if you are providing a list of interests in a separate attachment, full details (i.e. the six columns below) must be completed.

| Name of the Entity | Interest in the entity<br>(see categories above) | Principal Activities of the entity | Relationship of the entity, if any, to the proposing Bank/DFI | Duration (DD/MM/YYYY) |    |
|--------------------|--|------------------------------------|---|-----------------------|----|
|                    |  |                                    |   | From                  | To |
|                    |  |                                    |   |                       |    |
|                    |  |                                    |   |                       |    |
|                    |  |                                    |   |                       |    |

Applicant's Signature: \_\_\_\_\_

## Section 4

### Integrity, Track Record & Reputation

The following questions should be answered by entering a tick (✓) in the appropriate box. In any case where the response to a question is YES, full details should be given on a separate sheet referring to the appropriate question.

|     |  | YES | NO |
|-----|--|-----|----|
| 4.1 | Have you ever been convicted of or associated directly or indirectly with any person convicted of any serious offence, including any Money Laundering/ Terrorism Financing offence or any predicate offence set out in Schedule I of the Anti-Money Laundering Act, 2010.  |     |    |
| 4.2 | Have you ever entered into Plea Bargain or been discharged of any liability through scheme of Voluntary Return under National Accountability Ordinance 1999 or involved in any other offence(s) settled privately through compromise between the parties without resorting to any civil/criminal proceedings?                      |     |    |
| 4.3 | Have you ever been a Director or President/CEO of an entity that was convicted of an offence involving fraud/forgery, financial crime, dishonesty, breach of trust, tax offences in Pakistan or elsewhere, particularly in your tenure?  |     |    |
| 4.4 | Have you ever been associated with any illegal activity concerning banking business, deposit taking, financial dealing and other business?   |     |    |
| 4.5 | Have you ever been subject to any adverse findings or any settlement in civil/criminal proceedings particularly with regard to investments, financial business, misconduct, fraud/forgery, formation of a corporate body, etc. by SBP, other regulators, professional bodies or government bodies/agencies (local and/or foreign)? |     |    |
| 4.6 | Have you ever contravened any of the requirements and standards of regulatory system or the equivalent standards or requirements of other regulatory authorities that made your association with the institution undesirable?  |     |    |
| 4.7 | Have you (or any company in which you have been interested as sponsor shareholder, Director or President) ever been prohibited, suspended or refused the right, in Pakistan or elsewhere, to carry on any trade, business or profession for which a specific licence, registration or other authority is required?                 |     |    |
| 4.8 | Have you ever been involved with a company/firm whose registration/licence has been revoked or cancelled or gone into liquidation or other similar proceedings in Pakistan or elsewhere?   |     |    |

Applicant's Signature: \_\_\_\_\_

|      |   |  |  |
|------|---|--|--|
|      |   |  |  |
| 4.9  | Have you ever been disqualified, debarred, removed or restricted, in Pakistan or elsewhere, by Regulators/ Government bodies/ agencies or Court from acting as a Chief Executive, Chairman, Director or Sponsor Shareholder of a company, or from acting in the management or conduct of the affairs of any company, partnership or unincorporated association? |  |  |
| 4.10 | Have you ever been demoted, dismissed or forced to resign from any office or employment, or from any fiduciary office or position of trust, whether or not remunerated?   |  |  |
| 4.11 | Have you ever been associated as Director and or Chief Executive with the corporate bodies whose corporate and tax record, including custom duties, central excise and sales tax has been unsatisfactory like tax concealment etc.?   |  |  |
| 4.12 | Are you directly or indirectly associated with designated/proscribed entities and/or persons under United Nations Security Council Resolution or Anti-Terrorism Act 1997?   |  |  |
| 4.13 | Any other information that is relevant and needs to be mentioned?   |  |  |
|      |   |  |  |

Applicant's Signature: \_\_\_\_\_

## Section 5

### Financial Credibility

#### 5.1 Assets & Liabilities (For Sponsor Shareholders subject to FPT)

Please provide latest details of assets and liabilities of the proposed sponsor shareholder.

#### 5.2 Financial Integrity

The following questions should be answered by entering a tick (✓) in the appropriate box. In any case where response to a question is YES, full details should be given on a separate sheet referring to the appropriate question.

|       |   | YES | NO |
|-------|---|-----|----|
| 5.2.1 | Are you currently in default of payment of dues owed to any financial institution in Pakistan or elsewhere in individual capacity or as proprietary concern or any partnership firm or as Director/Chief Executive in any company?  |     |    |
|       |   |     |    |
| 5.2.2 | Have you, in Pakistan or elsewhere, been declared bankrupt/insolvent, or entered into any compromise or compounded with creditors related to insolvency or bankruptcy or are you currently subject to any bankruptcy proceedings or have any money judgments been made against you, which you have not satisfied in full? |     |    |
|       |   |     |    |
| 5.2.3 | Are you currently in default of taxes in Pakistan or elsewhere in individual capacity or as proprietary concern or any partnership firm or as Director/Chief Executive in any company?  |     |    |
|       |   |     |    |

Applicant's Signature: \_\_\_\_\_

## Section 6

### Qualification and Experience

#### 6.1 Qualifications and Memberships

Please give the following details of qualifications you have acquired (Graduation or equivalent and above), including memberships of professional associations (certified copies of degree/certificates and translations if not in Urdu or English shall be maintained by the proposing Bank/DFI):

| Nature of qualification/<br>membership | Name of Institution/<br>Professional Association | Country | Year |
|--|--|---------|------|
|  |  |         |      |
|  |  |         |      |
|  |  |         |      |
|  |  |         |      |

Certified Copies submitted to Bank/DFI:

Yes ☐

No ☐

#### 6.2 Employment History

Beginning with your present employment, please provide details of all occupations and employment; including the **full name and address** of the employer, the nature of business, the position held and the relevant dates. Also mention gaps in employment history, if any. For the position of President/CEO, banking experience as an EVP or above (or equivalent) must be mentioned specifically as per the last two columns.

(**Note:** If self-employed, mark as self-employed.)

| Name of<br>Organization | Nature of<br>Business | Position<br>Held | From<br>(mm/yyyy) | To<br>(mm/yyyy) | For EVP and<br>above<br>Experience<br>Mention the<br>designation* | Key<br>Executive<br>(Yes/No) |
|-------------------------|-----------------------|------------------|-------------------|-----------------|---|------------------------------|
|                         |                       |                  |                   |                 |   |                              |
|                         |                       |                  |                   |                 |   |                              |
|                         |                       |                  |                   |                 |   |                              |
|                         |                       |                  |                   |                 |   |                              |

\* In case if the designation is other than EVP/SEVP, then mention its equivalency in terms of EVP/SEVP.

Curriculum Vitae Attached:

Yes ☐

No ☐

#### 6.3 Relevant Training

Please give details in relation to any other training received that may be relevant to the proposed position:

| Nature of<br>Training | Name of Institution | Country | Duration of<br>training | Date obtained<br>(mm/yyyy) |
|-----------------------|---------------------|---------|-------------------------|----------------------------|
|                       |                     |         |                         |                            |
|                       |                     |         |                         |                            |
|                       |                     |         |                         |                            |

Applicant's Signature: \_\_\_\_\_

## Section 7

### Conflicts of Interest

**7.1** Declare any conflicts of interest that are apparent at present.

**Explanation:** a person shall be deemed to have an interest in a matter if he/she has any stake, pecuniary or otherwise, in such matter which could reasonably be regarded as giving rise to a conflict between his/her duty to objectively perform functions so that his/her ability to consider and decide any matter impartially or to give any advice without bias, may reasonably be regarded as impaired.

**7.1.1** Please list any existing and/or proposed business dealings between the Bank/DFI and you, your Family Members, and/or entities in which you are interested as proprietor, partner, director or sponsor shareholder. Describe each such relationship and the actual and potential financial benefits as you can best estimate them.

**7.1.2** Please list all the business dealings that you, your family members, and/or related entities have had with the Bank/DFI in the past five years.

**7.2** The following questions should be answered by entering a tick (✓) in the appropriate box. In any case where the response to a question is YES, full details should be given on a separate sheet referring to the appropriate question.

|       |   | YES | NO |
|-------|---|-----|----|
| 7.2.1 | Are you a sponsor shareholder of the bank?  |     |    |
|       |   |     |    |
| 7.2.2 | Are you an employee of the bank/DFI?  |     |    |
|       |   |     |    |
| 7.2.3 | Are you a member/office bearer of any political party, or member of Senate, National or Provincial Assembly, Local bodies; or Governor of a Province; or Advisor to President, Prime Minister, Governor, Chief Minister or any other Federal/Provincial Minister? |     |    |
|       |   |     |    |
| 7.2.4 | Are you a director of companies, which among themselves are entitled to exercise voting rights in excess of twenty per cent of the total voting rights of all the shareholders of the banking company?  |     |    |
|       |   |     |    |
| 7.2.5 | Have you entered into any agreement with any other person (natural  |     |    |

Applicant's Signature: \_\_\_\_\_

|        |   |  |  |
|--------|---|--|--|
|        | or legal) which will influence the way in which you exercise your voting rights or the way in which you otherwise behave in your relationship with the Bank/DFI?  |  |  |
|        |   |  |  |
| 7.2.6  | If you are currently in the service of Pakistan, have you been nominated by Government by virtue of your office?  |  |  |
|        |   |  |  |
| 7.2.7  | Do you own and/or control any other Corporate Entity or Exchange Company?   |  |  |
|        |   |  |  |
| 7.2.8  | Are you an owner, sponsor shareholder, Chairman, Director, President/CEO, Chief Financial Officer, Chief Internal Auditor, Research Analyst or Trader (by whatever name/designation called) of an Exchange Company (including franchise), Corporate Brokerage firm/entity, Credit Information Bureau, Credit Rating Agency or Electronic Money Institutions (EMIs)? |  |  |
|        |   |  |  |
| 7.2.9  | Have you been a partner of the firm of its external auditors or an employee involved in the audit of the bank/DFI at any time during the last three years?  |  |  |
|        |   |  |  |
| 7.2.10 | Have you been or are you working as consultant or such other professional to assist/advise the board, Shariah board (If applicable) and/or the management of the Bank/DFI in which you intend to become a Director?   |  |  |
|        |   |  |  |
| 7.2.11 | If Independent Director, have you enclosed declaration (as per Appendix-III) in this behalf?  |  |  |
|        |   |  |  |
| 7.2.12 | Do you or does any of your family members have a financial interest, direct or indirect, in a company, firm or organization which currently has business dealings with the Bank/DFI or which may reasonably be expected to have such business dealings with the Bank/DFI in the coming year?  |  |  |
|        |   |  |  |
| 7.2.13 | Do you or any of your family members have financial or personal interest in an entity in which the Bank/DFI has a financial or other vested interest?   |  |  |
|        |   |  |  |
| 7.2.14 | Are you aware of any other relationships, arrangements, transactions, or matters which could create a conflict of interest or the appearance of conflict?   |  |  |
|        |   |  |  |

Applicant's Signature: \_\_\_\_\_

# APPENDIX- I

## Affidavit

(On Non-Judicial Stamp Paper)

I, \_\_\_\_\_ son/daughter/wife of \_\_\_\_\_ adult, resident of \_\_\_\_\_ and holding CNIC/Passport No. \_\_\_\_\_ do hereby state on solemn affirmation as under:-

- a. that the deponent hereby confirms that the statement made and the information supplied in the attached FPT Proforma and the answers thereof are correct and that there are no other facts that are relevant for "Fit and Proper Test"
- b. that the deponent undertakes that the State Bank of Pakistan may seek additional information from any third party it deems necessary in view of assessing "Fit and Proper Test"
- c. that the deponent undertakes to bring to the attention of the State Bank of Pakistan any matter which may potentially affect my status as being someone fit and proper as and when it crops up;
- d. that I am aware that it may be an offence and/or grounds for refusal of any application to knowingly or recklessly:
  - i. provide false or misleading information and/or to make false or misleading statement (which I acknowledge, may include the withholding by me of relevant information) in this application for authorisation;
  - ii. fail to inform and or withhold details of any change in the information already submitted.
- e. that whatever is stated above is correct to the best of my knowledge and belief and nothing has been concealed therefrom.

Signature \_\_\_\_\_

**DEPONENT**

The Deponent is identified by me

Signature \_\_\_\_\_

**ADVOCATE**

**(Name and Seal)**

Solemnly affirmed before me on this \_\_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_ by the Deponent above named who is identified to me by \_\_\_\_\_, Advocate, who is known to me personally.

Signature \_\_\_\_\_

**OATH COMMISSIONER FOR TAKING AFFIDAVIT / NOTARY PUBLIC**

**(Name and Seal)**

## APPENDIX- II

### DECLARATION

TO BE COMPLETED WHERE THE APPLICANT IS A PROPOSED DIRECTOR OF THE  
BANK/DFI

I, ..... **(name of individual)** hereby solemnly declare that I am fully cognizant of the conditions as contained in the legislation and further I am fully aware of the obligations and the duties of a director of a company arising from the legislation, regulations, codes of practice, guidance notes, guidelines and any other rules or directives, which are of relevance to the proposed position including Corporate Governance Regulatory Framework (CGRF) for Banks/DFIs, Guidelines & Criteria for setting up of a Commercial Bank & Criteria for Establishment of Islamic Commercial Banks issued by SBP and Listed Companies (Code of Corporate Governance) Regulations issued by SECP, as applicable.

I confirm my intention to ensure that the proposing Bank/DFI **(name Bank/DFI)** of which I am to be a Director will be run in compliance with the same. Moreover, in order to ensure compliance with the requirements of Regulation G-9(2) of CGRF, I shall assume my role independent of the influence of the management and sponsor shareholders of the bank/DFI.

|                             |            |    |
|-----------------------------|------------|----|
| Dated this                  | day of     | 20 |
| Name:                       | Signature: |    |
| Position/Proposed Position: |            |    |

## APPENDIX- III

### DECLARATION BY INDEPENDENT DIRECTOR

(As per Section 166 of the Companies Act 2017, except as mentioned in clause (c) below with respect to the definition of Sponsor Shareholder)

I, .....(name of proposed Independent Director) of ..... (name of Bank/DFI other than joint venture) hereby solemnly declare that I am not connected or do not have any other relationship, whether pecuniary or otherwise, with the bank/DFI its associated companies, subsidiaries, holding company or directors and will be able to exercise independent business judgment without being subservient to any form of conflict of interest. I hereby solemnly declare that I:

- a) have not been an employee of the bank/DFI, any of its subsidiaries or holding company within the last three years (two years in case of public sector bank/DFI).
- b) have not been the President/CEO of subsidiaries, associated company, associated undertaking or holding company in the last three years. (two years in case of public sector bank/DFI)
- c) have no, or have not had within the last three years, a material business relationship with the bank/DFI either directly or indirectly as a partner, sponsor shareholder or Director of a body that has such a relationship with the bank/DFI. (Sponsor shareholder shall have the same meaning as defined in Corporate Governance Regulatory Framework for banks/DFIs)
- d) have not received remuneration in the three years preceding the proposed appointment as a Director or receive additional remuneration, excluding retirement benefits from the bank/DFI apart from a Director's fee or has participated in the bank/DFI's share option or a performance-related pay scheme.
- e) am not a close relative of the bank/DFI's promoters, directors or sponsor shareholders. (Close relative means spouse(s), lineal ascendants and descendants and siblings.)
- f) do not hold cross-directorships or have significant links with other Directors through involvement in other companies or bodies.
- g) have not served on the Board of Bank/DFI for more than three consecutive terms from the date of his first appointment (two consecutive terms in case of public sector bank/DFI)
- h) have not been nominated as a director under sections 164 and 165 of the Companies Act 2017.

Whatever stated above is correct to the best of my knowledge and belief. Also, I agree that SBP has the ultimate right to decide whether I am able to exercise independent judgement or not.

|   |        |    |
|---|--------|----|
| Dated this                                | day of | 20 |
| Signature:                                |        |    |
| Proposed Position:                        |        |    |
| Name of Bank/DFI other than joint venture |        |    |

## APPENDIX- IV

### DECLARATION BY PROPOSING BANK/DFI

After in-depth self-assessment of Mr/Ms. \_\_\_\_\_ for the proposed position \_\_\_\_\_, I, \_\_\_\_\_ (*name & designation i.e. Chairman, Chief Executive Officer, Company Secretary and in case of Key Executives, Head of Human Resources*), on behalf of \_\_\_\_\_ ("the proposing Bank/DFI) submit the above FPT Proforma and declare that:

- (i) The Bank/DFI has satisfied itself that the proposed person meets the requirements of all applicable laws and regulations including but not limited to Companies Act 2017, Banking Companies Ordinance 1962 and FPT Criteria and is, in the opinion of the Bank/DFI, capable of fulfilling the role. In case of a Public Sector bank, the proposed appointee is eligible to be appointed under the relevant law/Act pertaining to the Bank/DFI (e.g. Banks Nationalization Act 1974, Bank of Khyber Act 1991, Bank of Punjab Act 1989 etc.) ☐

OR

The Bank/DFI acknowledges that the proposed person needs an exemption from provision(s) of the applicable laws and regulations, details of which are given in the attached letter along with justifications thereof. ☐

- (ii) The Bank/DFI has satisfied itself that citizenship of the proposed person has been verified from National Database and Registration Authority and has been submitted to State Bank of Pakistan along with the FPT documents. ☐

OR

In case the proposed person is a foreign national, the bank has satisfied itself that the citizenship of the proposed person has been verified from the concerned embassy or relevant Government department in the home country of foreign national and has been submitted to SBP along with FPT documents. ☐

- (iii) In case of Director, President/CEO and key executive:

The Bank/DFI has obtained copies of educational degrees/certificates and verified the same from relevant institutions/universities directly or obtained certified copies of verification from previous employer (if verified during last five years). ☐

OR

The Bank/DFI undertakes that educational degrees/certificates shall be verified within a period of four months of FPT clearance or appointment, as the case may be. ☐

**(For Government employees, the above requirement is exempted)**

- (iv) In case of President/CEO and key executive:

the Bank/DFI has obtained satisfactory confidential reports from their former employer(s) and/or current employer, as the case may be. ☐

OR

The Bank/DFI undertakes to obtain satisfactory confidential reports from their former employer(s) and/or current employer within a period of three months of FPT clearance or appointment, as the case may be. ☐

**(For Government employees, the above requirement is exempted)**

- (v) In case of Director, the proposed person has already attended Corporate Governance / Directors Training from a reputed institution. ☐

OR

The Bank/DFI undertakes to provide/arrange Corporate Governance/Directors Training from a reputed institution within first year of directorship on the board. ☐

- (vi) The Bank/DFI confirms that the person is not in default of payment of dues owed to any financial institution and/or Government duties/taxes in personal capacity or as proprietary concern or any partnership firm or in any private unlisted/listed company. Also attach latest eCIB reports and tax clearance certificate. ☐

- (vii) The Bank/DFI confirms that web-based scrutiny has been conducted and nothing adverse has been found against the person that could affect his/her fitness & propriety for proposed appointment. ☐

- (viii) The Bank/DFI will notify SBP without delay of any change in circumstances that would render the information contained in this application out of date/inaccurate or that may have any bearing on the State Bank of Pakistan's consideration. ☐

- (ix) The Bank/DFI will notify SBP without delay of the resignation/removal/dismissal of the proposed person. ☐

- (x) I am aware that it may be:
- an offence and/or
  - grounds for refusal of this application and/or
  - grounds for revocation of an authorisation granted on the basis of this application and/or
  - grounds for the SBP to commence an administrative sanctions procedure against both myself and/or the Bank/DFI

for me and/or the Bank/DFI to knowingly or recklessly

- provide false or misleading information and/or to make a false or misleading statement (which, I acknowledge, may include the withholding by me and/or the Bank/DFI of relevant information) in this application for authorization
- fail to inform and/or withhold from the SBP details of any change in circumstances/new information which is relevant and/or material to the status of the proposed person.

|  |            |    |
|--|------------|----|
| Dated this                               | day of     | 20 |
| Name:                                    | Signature: |    |
| Position:                                |            |    |
| For and on behalf of (name of Bank/DFI): |            |    |