

Form A

Declaration to be submitted by the applicants

Name of the banking company in which acquisition is sought:

| Sr. No. | Nature of declaration | Declaration/Comments |
|---------|---|----------------------|
| 1 | Name of the applicant (including previous names, if any) | |
| 2 | Promoter of the applicant, if any | |
| 3 | Present and permanent address of the applicant | |
| 4 | Significant Beneficial Owner (SBO) of the applicant | |
| 5 | Citizenship and Resident status [in case of an individual; ownership and control status in case of an entity (as per FEMA)]. | |
| 6 | Occupation of the applicant (individual) / Nature of business of the entity including the category of applicant i.e., Financial institution / non-financial institution / supra national institutions / public sector undertaking / Government | |
| 7 | If the applicant is an entity, list of persons holding one per cent or more of the shareholding / voting rights in the applicant | |
| 8 | Details of "proposed acquisition" by the applicant and "existing aggregate holding" in the banking company (name of the shareholder with number of shares, percentage of paid-up share capital and percentage of voting rights). | |
| 9 | a) List of "relatives" of the applicant b) List of "persons acting in concert" with the applicant c) List of "associate enterprises" of the applicant with their name, shareholding / voting rights (if any) in the banking company in number and percentage of total paid-up share capital or voting rights. | |
| 10 | Details of the applicant and persons listed at Sr. No. 9 above regarding - date of birth / incorporation, Registered Office address, nature of business activity, PAN no., TAN No., CIN No. / DIN No., income tax circle, name of the regulator, type of registration, bank, branch and account number (including credit facilities and non-fund-based facilities), net worth, total assets, credit rating / credit score. (May be given in a separate annexure) | |
| 11 | Source of funds for proposed acquisition of aggregate holding in the banking company (Duly certified by the Chartered Accountant) | |
| 12 | Total net worth, assets, profitability and average income of the applicant over the last five years (Duly certified by the Chartered Accountant). | |

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| 13 | A summary of agreement/shareholder agreement (May be given in annexure with a copy of the agreement) | |
| 14 | Whether the applicant or any of the persons / entities listed at Sr. No. 9 above been adjudged insolvent at any time? | |
| 15 | If the applicant, or any of the persons listed at Sr. No. 9 above is a member of a professional association / body, details of disciplinary action, if any, pending or commenced or resulting in conviction in the past against him / her or whether he/ she has been banned from entry into/ continuing in any profession / occupation at any time. | |
| 16 | Whether the applicant or any of the persons listed at Sr. No. 9 above been subject to any investigation by any government department or agency, including issuance of Show Cause Notice? (Though it shall not be necessary for a person to mention in the column about orders and findings made by regulators which have been later reversed / set aside in toto, it would be necessary to make a mention of the same in case the reversal / setting aside is on technical reasons like limitation or lack of jurisdiction, etc., and not on merit. If the order of the regulator is temporarily stayed and the appellate / court proceedings are pending, the same should also be mentioned). | |
| 17 | Details of adverse notice of any authority/ regulator including show cause notice or disciplinary action or prosecution, if any, pending or commenced or resulting in conviction in the past against any of the persons listed at Sr. No. 9 above for violation of any laws, rules and/or regulations. | |
| 18 | In case of non-resident investors, whether the proposed acquisition/ investment is in compliance with the relevant provisions of FEMA, 1999 and the rules/regulations framed thereunder? | |
| 19 | Whether the applicant, or persons/ listed at Sr. No. 9 above has been convicted for any offence under any legislation designed to protect members of the public from financial loss due to dishonesty, incompetence or malpractice? | |
| 20 | Whether any other person has beneficial interest in the proposed acquisition/existing holding (if applicable)? | |
| 21 | Details of shareholding / voting rights / compulsorily convertible debentures / bonds of the applicant, his relatives, associate enterprises and persons acting in concert in other banks and other financial institutions. | |
| 22 | If the applicant or persons/entities listed in at Sr. No. 9 above are a regulated entity, names and addresses of their regulators in India and abroad. | |

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| 23 | Whether the applicant or persons/entities listed in at Sr. No. 9 above is financial institution / supranational institution / Government / public sector undertaking? | |
| 24 | Whether the applicant or persons/entities listed in at Sr. No. 9 above is listed? If yes, mention stock exchanges and the extent of public shareholding? | |
| 25 | Income Tax returns and financial statements of the applicant for the last three years (To be attached). | |
| 26 | Any other explanation / information regarding items above considered relevant for assessing "fit and proper" status of the applicant and persons/entities listed at Sr. No. 9 above. | |
| 27 | Whether the applicant intends to have a Board representation in the banking company? | |
| 28 | Timeline by which the applicant intends to complete the proposed acquisition of shareholding in the bank. | |
| 29 | Purpose for acquiring shareholding or voting rights in the banking company. | |
| 30 | Where there are more than two layers between the applicant and the ultimate beneficial owners? The reasons for such layering. | |
| 31 | Whether the proposed investment is from or through FATF non-compliant jurisdictions? | |
| Additional information to be submitted by the applicants/persons/major shareholder intending to acquire aggregate holding of 10 percent or more in the banking company | | |
| 32 | Details of capital raised by the applicant during the past five years | |
| 33 | <p>a) List of persons / entities which hold 10 per cent or more of the paid-up share capital of the applicant.</p> <p>b) List of HUFs where the applicant or his family member is a member / Karta Provided, they are eligible to hold 10 per cent or more of the shareholding as per the guidelines.</p> <p>c) List of entities in which the HUF at (b) above is holding 10 per cent or more of the paid-up share capital of that entity.</p> <p>d) List of entities in which the applicant is holding 10 per cent or more of the paid-up share capital of such entities.</p> <p>e) Entities, if any, in which the applicant is considered as being interested [Refer Section 184 of Companies Act, 2013].</p> | |

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| | <p>f) Entities where there are common shareholders of the applicant who hold 20 per cent or more of the paid-up share capital of the applicant and also those entities.</p> <p>g) Joint Venture / Associates (defined under relevant accounting standards) of the applicant.</p> <p>h) Related parties (includes both as defined under Companies Act, 2013/ SEBI LODR and relevant Accounting Standard) of the applicant.</p> <p>i) Entities in which the collective shareholding, by the applicant and persons / entities listed at Sr. No. 9 and from (a) to (h) above, is 10 per cent or more of the paid-up share capital of that entity.</p> <p>j) Entities in which persons / entities listed at Sr. No. 9 and from (a) to (i) above have individually or collectively divested their shareholding to the extent of 10 per cent or more in the past five years.</p> | |
| 34 | Details of “acquisition” and “aggregate holding” by persons / entities listed at Sr. No. 33 above (details of - name, shareholding in number of shares and percentage of paid-up share capital and voting rights in the concerned banking company). | |
| 35 | Whether the applicant, or any of the persons listed at Sr. No. 33 above been adjudged insolvent at any time? | |
| 36 | If any of the persons listed at Sr. No. 33 above is a member of a professional association / body, details of disciplinary action, if any, pending or commenced or resulting in conviction in the past against him / her or whether he / she has been banned from entry into/ continuing in any profession / occupation at any time | |
| 37 | Have any of the entities listed at Sr. No. 33 above been subject to any investigation at the instance of any government department or agency? If yes, give full details, with latest status. | |
| 38 | <p>Details of adverse notice of any authority / regulator including show cause notice or disciplinary action or prosecution, if any, pending or commenced or resulting in conviction in the past against the persons listed at Sr. No. 33 above for violation of any law, rules and/or regulations.</p> <p>(Though it shall not be necessary for a person to mention in the column about orders and findings made by regulators which have been later on reversed / set aside in toto, it would be necessary to make a mention of the same, in case the reversal / setting aside is on technical reasons like limitation or lack of jurisdiction, etc, and not on merit. If the order of the</p> | |

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| | regulator is temporarily stayed and the appellate / court proceedings are pending, the same also should be mentioned). | |
| 39 | Whether any of the persons / entities at Sr. No. 33 above has been convicted for any offence under any legislation designed to protect members of the public from financial loss due to dishonesty, incompetence or malpractice? | |
| 40 | Details of representation of the applicant on the Boards of other banks and other institutions in the financial sector. | |
| 41 | Whether the applicant is directly or indirectly connected to a Large Industrial House? | |
| 42 | Tabulation of details of the date of incorporation, PAN/TAN No., CIN No., DIN No., Registered Office address, nature of business activity, income tax circle, name of the regulator, type of registration, if any, bank, branch and account number (including credit facilities and non-fund based facilities), net worth and total of the entities listed in 33 above (May be given in a separate annexure). | |
| 43 | Financial statements of the major entities listed at Sr. No. 33 above (covering at least 50 per cent of the group's total assets) in the group for the last three years. | |
| 44 | The business record and experience of the applicant including any experience of acquisition of companies / business. | |
| 45 | Any other explanation / information in regard to items above considered relevant for assessing "fit and proper" status of the entities listed at Sr. No. 33 above. | |

Undertaking

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

I undertake to keep the banking company fully informed, as soon as possible, of all events which take place subsequent to submission of this declaration which are relevant to the information provided above.

Name of the authorized signatory

Signature and stamp of the applicant/authorised representative of applicant

Place:

Date: