



भारतीय रिजर्व बैंक
RESERVE BANK OF INDIA
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RBI/2021-22/60

DOR.GOV.REC.25/12.10.000/2021-22

June 25, 2021

The Chairman / Managing Director / Chief Executive Officer
All Primary (Urban) Co-operative Banks

Madam / Dear Sir,

Appointment of Managing Director (MD) / Whole-Time Director (WTD) in Primary (Urban) Co-operative Banks

In terms of powers conferred under Sections 10, 10B, 10BB, 35A, 35B, 36AA and 53A (read with Section 56) of the Banking Regulation Act, 1949 (as amended), hereinafter called as “Act”, relating to appointment, re-appointment, termination and removal of Managing Director (MD) and Whole-Time Director (WTD), the Reserve Bank, hereby, issues the following directions.

2. Applicability

2.1 These directions are applicable to all Primary (Urban) Co-operative Banks (UCBs). However, in exercise of the powers conferred under the section 53A read with section 56 of the Act, a [notification No. DoR.HGG.GOV.668/12.10.000/2020-21 dated March 23, 2021](#) was published in the Part III -Section 4 of the Gazette of India dated June 12, 2021 by the Reserve Bank of India exempting UCBs with a deposit size of less than ₹100 crore as per preceding year's audited balance sheet and all Salary Earners' Banks, inter-alia, from the requirement of seeking prior approval of the Reserve Bank under section 35B(1)(b) read with section 56 of the BR Act, 1949, for appointment / re-appointment / termination of appointment of MD or WTD. While the exempted UCBs are not required to obtain prior approval, they are required to formulate a Board approved policy based on all the other provisions of these directions for appointment / re-appointment / termination of appointment of MD or WTD. These banks shall immediately report the appointment /

re-appointment / termination of appointment of MD or WTD to respective Regional Offices (Department of Supervision, Central Office, in case of UCBs under jurisdiction of Mumbai office) of the Reserve Bank.

2.2 UCBs which have appointed CEO with the prior approval of the Reserve Bank in terms of the guidelines contained in the [circular DoR \(PCB\). BPD.Cir.No.8/12.05.002/2019-20 dated December 31, 2019](#) on *Constitution of Board of Management in Primary (Urban) Co-operative Banks*, may continue with the CEO so appointed till completion of his / her tenure or for a period of three years from the date of initial appointment, whichever is earlier. After the aforesaid period, UCBs shall follow the directions issued herein for appointment / re-appointment of MD.

2.3 UCBs, other than those stated in para 2.2 above, shall review the 'Fit and Proper' status of the existing MD in terms of these directions and confirm the same, with the approval of BoD, to the concerned Regional Office (Department of Supervision, Central Office, in case of UCBs under jurisdiction of Mumbai office) of Reserve Bank within a period of two months from the date of issue of this circular. In case, the present MD does not satisfy the prescribed 'Fit and Proper' criteria, the UCB shall initiate the process for appointment of new MD immediately. If a UCB had appointed WTD, the bank shall follow the same procedure to comply with these directions.

2.4 All UCBs shall obtain a deed of covenants in the format annexed ([Annex I](#)) from the present MD/ WTD who is found to be complying with these directions.

3. Appointment of Managing Director / Whole-Time Director

3.1 Managing Director, who may also be designated as Chief Executive Officer or by any other name, is a person who is entrusted with the management of the whole, or substantially the whole of the affairs of a UCB, subject to the regulations or directions issued by the Reserve Bank from time to time. MD shall function under the overall general superintendence, direction and control of the Board of Directors (BoD).

3.2 If a UCB decides to appoint Whole-Time Director (WTD), who may also be designated as Executive Director or by any other name, the need for such an appointment may be decided by the bank keeping in view the growth in business, expansion of activities, geographical footprints and organisational vision for growth in the medium and long term. The creation of the post of WTD and the functions that can be performed may be decided by the BoD and approved by the General Body of the bank. The WTD shall report to the Managing Director.

3.3 The UCBs shall ensure that the following 'fit and proper' criteria is fulfilled by the person being appointed as MD/ WTD.

3.4 Eligibility

3.4.1 The person shall be a graduate, preferably, with

- (a) Qualification in banking/ co-operative banking such as CAIIB / Diploma in Banking and Finance / Diploma in Co-operative Business Management or equivalent qualification; or
- (b) Chartered / Cost Accountant / MBA (Finance); or
- (c) Post graduation in any discipline.

3.4.2 The person shall not be below the age of 35 years and above the age of 70 years at any time during his/ her term in office. However, within the overall limit of 70 years, as part of their internal policy, individual bank's Boards are free to prescribe a lower retirement age.

3.4.3 The person shall have a combined experience of at least eight years at the middle / senior management level in the banking sector (including the experience gained in the concerned UCB) or non-banking finance companies engaged in lending (loan companies) and asset financing.

3.4.4 Knowledge of regional language may be considered as an advantage.

3.5 Propriety Criteria

3.5.1 The person shall **not**

- (i) be engaged in any other business or vocation;
- (ii) be holding the position of a Member of Parliament or State Legislature or Municipal Corporation or Municipality or other local bodies;
- (iii) be a director of any company other than a company registered under section 8 of the Companies Act, 2013;
- (iv) be a partner of any firm which carries on any trade, business or industry;
- (v) have substantial interest in any company or firm as defined in Section 5(ne) read with section 56 of the Banking Regulations Act, 1949;
- (vi) be a Director, Manager, Managing Agent, partner or proprietor of any trading, commercial or industrial concern;
- (vii) be of unsound mind and stands so declared by a competent court;
- (viii) be an undischarged insolvent;
- (ix) be convicted by a criminal court of an offence involving moral turpitude;
- (x) be a director of any other co-operative bank or a co-operative credit society.

3.5.2. The person shall submit a self-declaration on personal integrity as per [Annex II](#).

4. Tenure of MD/ WTD

4.1 The tenure of MD/ WTD shall not be for a period more than five years at a time subject to a minimum period of three years at the time of first appointment, unless terminated or removed earlier, and shall be eligible for re-appointment. The performance of MD/WTD shall be reviewed by the Board annually.

4.2 However, the post of the MD or WTD cannot be held by the same incumbent for more than 15 years. Thereafter, the individual will be eligible for re-appointment as MD / WTD in the same bank, if considered necessary and desirable by the board, after a minimum gap of three years, subject to meeting other conditions. During this three-year cooling

period, the individual shall not be appointed or associated with the bank in any capacity, either directly or indirectly.

4.3 UCBs whose existing MD/CEO has completed a tenure of five years at the time of issue of this circular or subsequently, shall approach RBI either to seek re-appointment of the incumbent, if he/she is eligible, or for appointment of a new MD/CEO, within a period of two months from the date of issue of this circular.

5. Procedure for obtaining approval from the Reserve Bank by the UCBs for appointment / re-appointment / termination of MD/ WTD and remuneration

5.1 UCBs, not covered under [notification No. DoR.HGG.GOV.668/12.10.000/2020-21 dated March 23, 2021](#) published in the Part III -Section 4 of the Gazette of India dated June 12, 2021, shall follow the procedure as prescribed hereinafter for appointment of MD/ WTD and for seeking prior approval from the Reserve Bank.

5.1.1 Nomination and Remuneration Committee (NRC)

UCBs shall constitute a "Nomination and Remuneration Committee (NRC)" consisting of three directors from amongst the Board of Directors (BoD) and nominate one among them as Chairman of the NRC. All three members of the NRC are required to be present in each meeting. In case of absence of any member nominated to the NRC, the BoD shall nominate any other director in his place to ensure the quorum. At the time of constituting the NRC, the BoD shall also decide its tenure.

5.1.2 Process of making an application to RBI

(i) Subject to any regulations or directions or guidelines issued by the Reserve Bank from time to time, the NRC shall undertake a process of due diligence to determine the 'fit and proper' status of a person being considered for appointment as MD/ WTD. For this purpose, UCBs shall obtain necessary 'Declaration and Undertaking' as per [Annex III](#) from the shortlisted candidates. On completion of the process of due diligence, the NRC shall identify the persons from among the shortlisted candidates and recommend to the BoD for appointment as MD/ WTD.

(ii) NRC shall also recommend the remuneration which shall be payable to the MD/ WTD. While recommending the remuneration, the NRC shall ensure that the cost / income ratio of the bank supports the compensation package and it is consistent with the maintenance of a sound capital adequacy ratio.

(iii) The BoD may pass an appropriate resolution for forwarding the name(s) of the person/s from the panel recommended by the NRC for appointment as MD/ WTD, if it is satisfied that the NRC's recommendations on the proposed appointment and remuneration are in order.

(iv) In order to expedite the process of appointment, UCBs may submit a panel of at least two names in the order of preference for appointment of new MD/ WTD, to the Reserve Bank, four months before the expiry of the term of office of the present incumbent.

5.2 Non-Scheduled UCBs with a deposit size of ₹1000 crore and above as per preceding year's audited balance sheet and all scheduled UCBs shall submit the proposal for appointment of MD/ WTD, along with the supporting documents listed in [Annex IV](#), to the Reserve Bank, Department of Regulation, Central Office, Mumbai. Non-Scheduled UCBs with a deposit size of ₹100 crore or above but below ₹1000 crore as per preceding year's audited balance sheet shall approach the Regional Office/Central Office (in case of UCBs under jurisdiction of Mumbai office) of the Department of Supervision, Reserve Bank of India, under whose jurisdiction the Registered Office of the UCB is situated, for the requisite approval. The Reserve Bank reserves the right to seek any additional information/documents as it considers necessary.

5.3 Re-appointment

In the case of a proposal for re-appointment of the incumbent MD/ WTD, the UCBs shall follow the same procedure as prescribed in Para 5.1 above by submitting the complete application in the prescribed form, i.e., 'Form A' along with 'Declaration and Undertaking' from the candidate, supported by the recommendation of NRC, resolution of the Board approving the recommendation of NRC for re-appointment and a declaration from the

UCB that the information is true and complete, to the Reserve Bank six months before the expiry of the term of office of the incumbent.

5.4 Termination of MD/ WTD by UCB

In case a UCB decides to terminate the services of MD/ WTD before the expiry of tenure, it shall seek prior approval of the Reserve Bank, by submitting detailed reasons thereof along with the relevant documents and a Board resolution to that effect.

6. Temporary appointment of MD/ WTD

Appointment of MD/WTD on temporary basis in UCBs shall be made as per the provisions of Section 10B(9) read with section 56 of the Act. Accordingly, the bank may, with the approval of the Reserve Bank, make suitable arrangements for carrying out the duties of MD/ WTD for a period of not exceeding four months. The bank shall complete the process of regular appointment within the period of the aforesaid four months.

7. Miscellaneous

7.1 MD/WTD shall be an ex-officio member of the BoD and may have voting rights in board meetings, if it is permissible under the provisions of the co-operative societies act.

7.2 MD shall be an ex-officio member of the Board of Management (BoM) constituted in terms of [circular DoR \(PCB\).BPD.Cir.No.8/12.05.002/2019-20 dated December 31, 2019](#).

7.3 In public interest, the MD/ WTD shall execute the deed of covenants in the format annexed ([Annex I](#)).

7.4 The appointment/ re-appointment/ termination of MD/ WTD shall be informed to the General Body in the ensuing Annual General Meeting.

8. Repeal of existing guidelines

The [circular, DoR \(PCB\).BPD.Cir.No.8/12.05.002/2019-20 dated December 31, 2019](#), issued on the constitution of Board of Management in Primary (Urban) Co-operative Banks, to the extent it deals with the appointment of CEO stands repealed. However,

other guidelines issued on the constitution of BoM in the Circular shall continue to apply mutatis mutandis.

9. These directions shall come into force with immediate effect.

Yours faithfully

(Neeraj Nigam)
Chief General Manager-in-Charge

Annex I

FORM OF DEED OF COVENANTS WITH MD/WTB

(Refer circular DOR.GOV.REC.25/12.10.000/2021-22 dated June 25, 2021)

THIS DEED OF COVENANTS is made this _____ day of _____ Two thousand _____
BETWEEN _____, having its registered office at _____ (hereinafter
called the 'Bank') of the one part and Mr. / Ms. _____ of _____
(hereinafter called the 'MD/WTB') of the other part.

WHEREAS

A. As a term of his / her appointment as MD/WTB of the Bank, Mr/Ms.-----is required to enter into a Deed of Covenants with the Bank.

B. Mr/Ms. ----- has agreed to enter into this Deed of Covenants, which has been approved by the Board, pursuant to his said terms of appointment.

NOW IT IS HEREBY AGREED AND THIS DEED OF COVENANTS WITNESSETH AS FOLLOWS:

1. Mr/Ms.-----acknowledges that his / her appointment as MD/WTB is subject to applicable laws and regulations including the bye laws of the Bank and the provisions of this Deed of Covenants.

2. Mr/Ms.-----covenants with the bank that:

(i) he/she shall disclose to the Board the nature of his / her interest, direct or indirect, if he / she has any interest in or is concerned with a contract or arrangement or any proposed contract or arrangement entered into or to be entered into between the Bank and any other person, immediately upon becoming aware of the same or at meeting of the Board at which the question of entering into such contract or arrangement is taken into consideration or if he/she was not at the date of that meeting concerned or interested in such proposed contract or

arrangement, then at the first meeting of the Board held after he / she becomes so concerned or interested and in case of any other contract or arrangement, the required disclosure shall be made at the first meeting of the Board held after the he/she becomes concerned or interested in the contract or arrangement.

(ii) he/she shall disclose by general notice to the Board his / her memberships of bodies corporate, his / her interest in other entities and his / her interest as a partner or proprietor of firms and shall keep the Board apprised of all changes therein.

(iii) he/she shall provide to the Bank a list of his / her relatives as defined in RBI guidelines and to the extent he/she is aware directorships and interests of such relatives in other bodies corporate, firms and other entities.

(iv) he/she shall in carrying on his / her duties as MD/WTB of the Bank:

(a) use such degree of skill as may be reasonable to expect from a person with his / her knowledge or experience;

(b) in the performance of his / her duties take such care as he / she might be reasonably expected to take on his / her own behalf and exercise any power vested in him / her in good faith and in the interests of the Bank;

(c) shall keep himself / herself informed about the business, activities and financial status of the Bank to the extent disclosed to him / her;

(d) attend meetings of the Board and Committees (of which he/she is part of) thereof (collectively for the sake of brevity hereinafter referred to as 'Board ') with fair regularity and conscientiously fulfil his / her obligations as MD/WTB of the Bank;

(e) shall not seek to influence any decision of the Board for any consideration other than in the interests of the Bank;

(f) shall bring independent judgment to bear on all matters affecting the Bank brought before the Board including but not limited to statutory compliances, performance reviews, compliances with internal control

systems and procedures, key executive appointments and standards of conduct;

(g) shall in exercise of his / her judgment in matters brought before the Board or entrusted to him / her by the Board be free from any business or other relationship which could materially interfere with the exercise of his / her independent judgment; and

(h) shall express his / her views and opinions at Board meetings without any fear or favour and without any influence on exercise of his / her independent judgment;

(v) he/she shall have:

(a) fiduciary duty to act in good faith and in the interests of the Bank and not for any collateral purpose;

(b) duty to act only within the powers as laid down by the Bank's bye laws and by applicable laws and regulations; and

(c) duty to acquire proper understanding of the business of the Bank.

(vi) he/she shall:

(a) not evade responsibility in regard to matters entrusted to him / her by the Board;

(b) not interfere in the performance of their duties by the other officers of the Bank and wherever the MD/WTB has reasons to believe otherwise, he / she shall forthwith disclose his / her concerns to the Board; and

(c) not make improper use of information disclosed to him / her as MD/WTB of the Bank for his / her or someone else's advantage or benefit and shall use the information disclosed to him / her by the Bank in his / her capacity as MD/WTB of the Bank only for the purposes of performance of his / her duties as a MD/WTB and not for any other purpose.

3. The Bank covenants with Mr/Ms-----that:

(i) the bank shall apprise Mr/Ms.-----about the:

- (a) Board procedures including identification of legal and other duties of MD/WTd and required compliances with statutory obligations;
- (b) control systems and procedures;
- (c) matters in which MD/WTd should not participate because of his / her interest, direct or indirect therein;
- (d) qualification requirements and provide copies of bye laws;
- (e) constitution of, delegation of authority to and terms of reference of various committees constituted by the Board;
- (f) appointments of Senior Executives and their authority;
- (g) deliberations of committees of the Board, and
- (h) communicate any changes in policies, procedures, control systems, applicable regulations including bye laws of the Bank, delegation of authority, Senior Executives, etc.

(ii) the Bank shall disclose and provide to Mr/Ms----- all information which is reasonably required for him/her to carry out his/her functions and duties as the MD/WTd of the Bank and to take informed decisions in respect of matters brought before the Board for its consideration or entrusted to the MD/WTd by the Board or any committee thereof;

(iii) the disclosures to be made by the Bank to Mr/Ms.----- shall include but not be limited to the following:

- (a) all relevant information for taking informed decisions in respect of matters brought before the Board;
- (b) Bank's strategic and business plans and forecasts;
- (c) organisational structure of the Bank and delegation of authority,

- (d) corporate and management controls and systems including procedures;
 - (e) economic features and marketing environment,
 - (f) information and updates as appropriate on Bank's products;
 - (g) information and updates on major expenditure;
 - (h) periodic reviews of performance of the Bank; and
 - (i) report periodically about implementation of strategic initiatives and plans;
- (iv) the bank shall communicate the outcome of Board deliberations to MD/WTB and concerned personnel and prepare and circulate minutes of the meeting of Board to MD/WTB and directors in a timely manner and to the extent possible within two business days of the date of conclusion of the Board meeting; and
- (v) advise the MD/WTB about the levels of authority delegated in matters placed before the Board.

4. The Bank shall provide to the MD/WTB periodic reports on the functioning of internal control system including effectiveness thereof.

5. Mr/Ms-----shall not assign, transfer, sublet or encumber his / her office and his / her rights and obligations as MD/WTB of the Bank to any third party provided that nothing herein contained shall be construed to prohibit delegation of any authority, power, function or delegation by the Board or any committee thereof subject to applicable laws and regulations including bye laws of the Bank.

6. The failure on the part of either party hereto to perform, discharge, observe or comply with any obligation or duty shall not be deemed to be a waiver thereof nor shall it operate as a bar to the performance, observance, discharge or compliance thereof at any time or times thereafter.

7. Any and all amendments and / or supplements and / or alterations to this Deed of Covenants shall be valid and effectual only if in writing and signed by Mr/Ms----- and the duly authorized representative of the Bank.

8. This Deed of Covenants has been executed in duplicate and both the copies shall be deemed to be originals.

IN WITNESS WHEREOF THE PARTIES HAVE DULY EXECUTED THIS AGREEMENT ON THE DAY, MONTH AND YEAR MENTIONED ABOVE.

For the Bank	MD/WTB
By	
Name:	Name:
Title:	
In the presence of:	
1.....	2.....

Annex II

Self-declaration on personal integrity

(Refer circular DOR.GOV.REC.25/12.10.000/2021-22 dated June 25, 2021)

I understand that trust is the foundation of my profession. I, therefore, pledge:

- To act with utmost integrity and pursue my work in an honest and ethical manner;
- To lead by example exhibiting integrity in personal behaviour;
- To obey the letter and spirit of the law and to pursue my ends with ethical restraint;
- To neither take nor offer bribe;
- To perform all tasks in an honest and transparent manner and to always act in public interest;
- To report any incident of corruption to the appropriate agency and to speak out against wrongdoing and support others who do the same;
- To take responsibility for my actions and consider the effects on others.

Signature of MD/WTB

Date:

Place and address:

Annex III

Name of UCB: _____

‘Declaration and Undertaking’ by a proposed MD/WTB
(with appropriate enclosures)

(Refer circular DOR.GOV.REC.25/12.10.000/2021-22 dated June 25, 2021)

Sr.No.	Particulars	Information Disclosed										
I. Personal details												
1.	Name in full	First Name	Middle Name	Last Name								
2.	Father's name											
3.	Gender (M/F/others)											
4.	Present address											
5.	E-mail address & alternate e-mail address: Telephone Number with STD code: Mobile Number:											
6.	Nationality											
7.	Date of Birth (dd/mm/yyyy) and Age	- - / - - / - - - - Age: - - years - - months										
8.	Educational qualifications											
9.	Aadhaar Number											
10.	(a) Permanent Account Number (PAN) (b) Place where the MD/ WTD is assessed to tax (Income Tax jurisdiction)/name and address of Income Tax Circle/Ward (c) Details of filing of return(s) and payment of taxes for past 3 years	<table border="1"> <thead> <tr> <th>Date of filing</th><th>Amount of tax paid (INR)</th></tr> </thead> <tbody> <tr> <td></td><td></td></tr> <tr> <td></td><td></td></tr> <tr> <td></td><td></td></tr> </tbody> </table>			Date of filing	Amount of tax paid (INR)						
Date of filing	Amount of tax paid (INR)											

11.	Permanent address				
12.	Present occupation (designation, name of the organisation and brief write-up on experience)				
13.	Previous occupation covering minimum of past ten years, with complete address of the organisation(s) worked in, date of joining, date of relieving (including reasons), designation, etc.				
14.	Details regarding work experience in banking sector/ RBI regulated entity (name of the bank/ entity, number of years at different designations, functional areas, etc.)				
15.	In case a Chartered Accountant, indicate the following: (a) Membership Number of Institute of Chartered Accountants of India (ICAI): (b) Date of registration with the ICAI: (c) Name and Address of the registered firm/s: (d) Details of the Audit(s) presently undertaken by the firm(s) or by you:				
16.	Name of the banker(s) with Branch and Account Numbers (savings/current/loan accounts) where you are a primary account holder:	Bank Name	Branch	Type of A/c	A/c Number

17.	Details of shareholding, if held in any entity, either in physical or dematerialized form, by you, spouse, and your minor child. (attach demat/shareholding certificate)															
18.	Any other information relevant for appointment as MD/WTB of the bank:															
II. Relevant Relationships of proposed MD/WTB																
19.	List of relatives, if any, who are connected with the bank:															
20.	List of entities in which: (a) interested (b) beneficial ownership (c) Trustee															
21.	List of entities, existing and proposed, in which holding substantial interest within the meaning of Section 5(ne) ¹ of the Banking Regulation Act, 1949 (as applicable to UCBs)	<table border="1"> <tr> <td><i>Name of the company / firm</i></td> <td></td> </tr> <tr> <td><i>Country of incorporation</i></td> <td></td> </tr> <tr> <td><i>Number of shares</i></td> <td></td> </tr> <tr> <td><i>Face Value of each share</i></td> <td></td> </tr> <tr> <td><i>Total face value of share holding</i></td> <td></td> </tr> <tr> <td><i>Shareholding as % of total Paid up Capital</i></td> <td></td> </tr> <tr> <td><i>Beneficial interest (in value as well as % terms)</i></td> <td></td> </tr> </table>	<i>Name of the company / firm</i>		<i>Country of incorporation</i>		<i>Number of shares</i>		<i>Face Value of each share</i>		<i>Total face value of share holding</i>		<i>Shareholding as % of total Paid up Capital</i>		<i>Beneficial interest (in value as well as % terms)</i>	
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¹ substantial interest" (i) in relation to a company, means the holding of a beneficial interest by an individual or his spouse or minor child, whether singly or taken together, in the shares thereof, the amount paid up on which exceeds five lakhs of rupees or ten percent of the paid-up capital of the company, whichever is less; (ii) in relation to a firm, means the beneficial interest held therein by an individual or his spouse or minor child, whether singly or taken together, which represents more than ten per cent of the total capital subscribed by all the partners of the said firm.

		Whether the entity is a Section 8 Company under Companies Act, 2013	
22.	Details of holdings in entities incorporated abroad and having a place of business in India.		
23.	Name of Bank/NBFC/any other company in which currently or in the past a member of the Board/ Advisor etc. (giving details of period during which such office is being/was held).		
24.	If connected with any entity undertaking hire purchase, financing, investment, leasing and other para banking activities (nature of association to be mentioned), details thereof.		
25.	If a stock broker or connected with any entity engaged in share broking activities, details thereof.		
26.	Details of fund and non-fund-based facilities, if any, presently availed in person and/or by entities listed in (20) to (25) above.		
27.	Cases, if any, where as an individual or the entities listed at (20) to (25) above have defaulted or declared as willful defaulter in the past in respect of credit facilities obtained from a bank/NBFC/any other lending institution.		

III. Records of professional achievements		
28.	Professional achievements relevant for the post of MD/WTd.	
IV. Proceedings, if any, against the proposed MD/WTd		
29.	(a) As a member of a professional association/body, details of disciplinary action, if any, pending or commenced or resulting in conviction in the past or whether been banned from entry at any profession/ occupation at any time, details thereof.	
	(b) If subject of any written complaint or accusation regarding individual professional conduct or activities, details thereof.	
30.	Details of prosecution, if any, pending or commenced or resulting in conviction of self or the entities listed at (20) to (25) above for violation of economic laws and regulations.	
31.	Details of criminal prosecution, if any, pending or commenced or resulting in conviction.	
32.	Whether he/she has indulged in or penalised for any breach of AML/CFT guidelines, if so, details thereof.	
33.	If adjudicated insolvent or has suspended payment or has compounded with creditors, details thereof.	

34.	If found to be of unsound mind and stands so declared by a competent Court, details thereof.	
35.	(a) If convicted by a Criminal Court of an offence which involves moral turpitude or otherwise, details thereof.	
	(b) If convicted by any Court of law, details thereof?	
36.	If as an individual or any of the entities at (20) to (25) above have been subject to any investigation/ vigilance/matters of enquiry from any of the previous employers or government departments or agency, details thereof.	
37.	If found guilty of violation of rules/regulations/legislative requirements by customs/ excise/ income tax/ foreign exchange/ other revenue authorities, details thereof.	
38.	If reprimanded, censured, restricted, suspended, barred, enjoined, or otherwise sanctioned by any other regulator such as SEBI, IRDAI, PFRDA etc., professional organisation, government agency, or court because of professional conduct or activities, details thereof. <i>(Though it shall not be necessary for a candidate to mention in the column about orders and findings which have been later on reversed/ set aside in toto, it would be</i>	

	<i>necessary to make a mention of the same, in case the reversal/ setting aside is on technical reasons like limitation or lack of jurisdiction, and not on merit. If the order is temporarily stayed and the appellate/ court proceedings are pending, the same also should be mentioned).</i>	
V. General Information		
39.	If a professional like Chartered Accountant, Advocate etc. and presently undertaking/undertaken any professional work in any bank or RBI regulated entity, provide details thereof including the name and period of association.	
40.	If a sitting MP/MLA/MLC or holding political position in Municipal Corporation or Municipality or other local bodies, provide details thereof.	
VI. In the interest of disclosure and transparency, should there be any other information relevant for assessing 'fit and proper' status, provide details thereof.		
	<u>Undertaking</u>	
I confirm that the above information is to the best of my knowledge and belief, true and complete. I undertake to keep the bank fully informed, as soon as possible, of all events which take place after my appointment which are relevant to the information provided above.		

I also undertake to execute a 'Deed of Covenant' as required to be executed with the bank.		
		Signature of proposed MD / WTD
	Remarks of Nomination and Remuneration Committee (NRC) of having satisfied itself that the above information is true and complete.	
		Signature of the Chair of the NRC

Annex IV

List of Documents

(Refer circular DOR.GOV.REC.25/12.10.000/2021-22 dated June 25, 2021)

1. Covering Letter by UCB submitting the application for approval for appointment / re-appointment of MD/WTB duly signed by the authorised signatory with bank's seal.
2. Declaration and Undertaking by MD/WTB in the format as prescribed in [Annex III](#).
3. Board Resolution recommending the appointment / re-appointment of MD/WTB subject to approval from RBI
4. Identity document (any one) – PAN Card / Election Card / Driving License / Passport/ Aadhaar
5. Educational Qualification - HSC Passing Certificate, Graduation and Post-Graduation Certificate, any other document evidencing the educational qualification/Professional qualification of the MD/WTB designate
6. Experience Certificate/s from previous employer/s
7. Credit Information Report (Score + complete report) (not older than 6 months)
8. Banker's Report for all accounts (both deposit and loan accounts) where the candidate is a primary account holder
9. [Form A](#)
10. Demat / Shareholding certificate showing the shareholding of MD/WTB held in any entity
11. Details regarding remuneration to be paid to MD/WTB

Form - A

Application for approval of Reserve Bank of India for appointment / re-appointment of Managing Director/ Whole-Time Directors (MD /WTD)

(Refer circular DOR.GOV.REC.25/12.10.000/2021-22 dated June 25, 2021)

Name of UCB: _____

Address:

Date: _____

Address of concerned office of Reserve Bank

Madam/Dear Sir,

Section 35B(1)(b) read with Section 56 of the Banking Regulation Act, 1949

We hereby apply for the approval of the Reserve Bank in terms of Section 35B(1)(b) read with Section 56 of the Banking Regulation Act, 1949 to the following appointment / re-appointment* and give below the relevant particulars. We shall be glad to furnish any further information that you may deem necessary in this connection.

Yours faithfully,

(Signature)

(Designation)

*Strike out the word that is not applicable.

Particulars to be attached with Form - A

Sr No	Particulars	Information Disclosed
(1)	A certified copy of the resolution (also mentioning the date thereof) of the Board of Directors, authorising the appointment / re-appointment should be furnished along with the application. If the resolution is in vernacular, a certified copy thereof as translated into English may preferably be supplied.	
(2)	Full name of the person to be appointed / re-appointed:	
(3)	His present designation:	
(4)	His-	
	(a) Age:	
	(b) Academic qualifications:	
	(c) Banking and/or other professional experience stating the name/s of the institution/s, the position/s held therein and the approximate period of such experience:	
(5)	Terms of appointment/ re-appointment:	
	(a) Whether the appointment/ re-appointment will be under a contract or agreement: (If so, a copy of the draft contract or agreement should be furnished, together with a copy of existing contract or agreement, if any)	

	(b) Period of appointment/ re-appointment fixed:	
	(c) Details of remuneration:	
(6)	(a) State whether the UCB complies with the provisions of Section 10(1)(b)(i) and (ii) and Section 10(1)(c) of the Banking Regulation Act, 1949 (as applicable to UCBs) in respect of the person proposed to be appointed/ re-appointed:	
	(b) State whether the person to be appointed as the Managing Director/ Whole-Time Director (MD/ WTD) is subject to any of the disqualifications mentioned in Section 10B(4) (as applicable to UCBs) read with Section 5(ne) of the Banking Regulation Act, 1949 (as applicable to UCBs):	
(7)	Any additional facts, which the UCB may like to state in support of the application or otherwise:	

For _____

(Name of the UCB)

(Signature)

(Designation)