GOVERNMENT NOTICE NO. ____ published on ____

THE BANKING AND FINANCIAL INSTITUTIONS (LICENSING) REGULATIONS, 2026

ARRANGEMENT OF REGULATIONS

PART V

CONDITIONS SUBSEQUENT TO GRANT OF LICENCE

PART VI

ESTABLISHMENT OF BANKING UNITS AND SUBSIDIARIES

PART VII

ADDITION ACTIVITIES AND INVESTMENTS

PART VIII

GENERAL PROVISIONS

SCHEDULES

THE BANKING AND FINANCIAL INSTITUTIONS ACT
(CAP 342)

REGULATIONS

(*Made under section 71*)

THE BANKING AND FINANCIAL INSTITUTIONS (LICENSING) REGULATIONS, 2026

PART I PRELIMINARY PROVISIONS	
Citation	1. These Regulations may be cited as the Banking and Financial Institutions (Licensing) Regulations, 2026.
Application	2. These Regulations shall apply to-
	(a) a person who intends to engage in banking business; and
	(b) a bank or financial institution except where specifically prescribed otherwise by the Bank in other Regulations.
Interpretation	3. In these Regulations unless the context otherwise requires-
Cap 342	"Act" means the Banking and Financial Institutions Act;
	"allied undertaking" includes an activity as may be specified by the Bank to be allied or related to the business of banking;
	"applicant" means applicant for a license;
	"Bank" means the Bank of Tanzania;
	"bank" has the meaning ascribed to it in the Act;
	"banking business" has the meaning ascribed to it in the Act;
	"banking unit" has the meaning ascribed to it in the Act;
	"beneficial owner" means a natural person-
	(a) who directly or indirectly ultimately owns or exercises substantial control over an entity or an arrangement;
	(b) who has a substantial economic interest in or receives substantial economic benefit from an entity or an

	arrangement directly or indirectly whether acting alone or together with other persons;
	(c) on whose behalf an arrangement is conducted; or who exercises significant control or influence over a person or arrangement through a formal or informal agreement.
	“conflict of interest” means a situation in which someone in a position of trust has competing professional, business or personal interest, making it difficult to fulfil his duties impartially;
	“connected party” has the meaning ascribed to it in the Act;
	“director” has the meaning ascribed to it in the Act;
	"fiduciary functions" means activities undertaken by a bank or financial institution in a fiduciary capacity whereby it holds, administers, manages or controls money, securities, property or other assets for or on behalf of another person and owes fiduciary duties to that person or the beneficiaries thereof, and includes acting as a trustee, executor, administrator of an estate, custodian, investment manager, portfolio manager, and escrow agent;
	“financial institution” has the meaning ascribed to it in the Act;
	“fit and proper person” means a person with the attributes required of a member of the board of directors and management of a bank or financial institution as per the criteria set out in the First Schedule to these Regulations;
	“independent director” means a director who-
	(a) does not hold any executive or management position in a bank or financial institution;
	(b) does not have, directly or indirectly, a significant interest in the bank or financial institution including any parent or subsidiary in a consolidated group with the bank or financial institution;
	(c) has not been employed by the bank or financial institution or a banking group of which he currently forms part in any executive capacity for the preceding three years;
	(d) is not a member of the family of an individual who is, or has been in any of the past three years, employed by the bank or financial institution or the banking group in an executive capacity;

	(e) is not a professional advisor to the bank or financial institution or the banking group;
	(f) is free from any business or other relationship which seems to interfere with the individual's capacity to act in an independent manner; and
	(g) does not receive remuneration contingent upon the performance of the bank or financial institution;
	"member of a family" means parent, spouse, brother, sister, child, uncle, aunt, nephew, niece, grandfather, grandmother, stepfather, stepmother, stepchild, and adopted child of the person concerned, and in case of an adopted child his adopter or adopters;
	"non-executive director" means a director who does not hold any executive or management position in a bank or financial institution;
	"person" has the meaning ascribed to it in the Act;
	"related party"
	(a) in relation to a body corporate means-
	(i) its holding company or its subsidiary;
	(ii) a subsidiary of its holding company;
	(iii) a holding company of its associates;
	(iv) any person who controls the company or body corporate whether alone or with his related party or with other related parties of it; and
	(b) in relation to an individual means-
	(i) any member of his family;
	(ii) any company controlled directly or indirectly by him whether alone or with his related parties; and
	(iii) any related party of his related parties, and it includes connected party;
	"senior management" means a Chief Executive Officer, head of function, any other senior manager reporting to the Chief Executive Officer and any other person, other than members of the board of directors, who, individually or as a group-

	(a) makes or participates in making decisions that affect the whole or a substantial part of the business of the bank of financial institution; or
	(b) has the capacity to affect the banks or financial institution’s financial standing; or
	(c) may affect the whole, or a substantial part, of the business of the bank or financial institution or its financial standing through their responsibility for-
	(i) enforcing policies and implementing strategies approved by the Board of the bank or financial institution;
	(ii) developing and implementing systems that identify, assess, manage or monitor risks in relation to the business of the bank or financial institution; or
	(iii) monitoring the appropriateness, adequacy and effectiveness of risk management systems; and
	“shell bank or shell financial institution” means a bank or financial institution that has no physical presence in the country in which it is incorporated and licensed, and which is unaffiliated with a regulated financial group that is subject to effective consolidated supervision;
	“significant interest” has the meaning ascribed to it in the Act;
	“significant shareholder” means a person holding five per cent or more of the voting shares of a bank or financial institution;
	“subsidiary” has the meaning ascribed to it in the Act; and
	“tier 1 capital” has the meaning ascribed to it in the Act.
Objectives	4. The objectives of these Regulations are to-
	(a) establish licensing criteria and conditions to ensure that only sound and prudently managed banks or financial institutions are licensed to operate in United Republic; and
	(b) specify procedures that the Bank shall use to evaluate banking business licence applications.
PART II	

APPLICATION FOR LICENCE	
Application for licence	5. -(1) A person who intends to engage in banking business shall, by a letter in the form prescribed in the Second Schedule, apply for a license to the Bank.
	(2) Any person shall, before submitting an application referred to under sub-regulation (1), apply for a pre-filing meeting with the Bank.
	(3) An application referred to under sub-regulation (1) shall be signed by the directors of the applicant or a person authorized by the applicant and be accompanied with-
	(a) a copy of business plan, and each of the documents listed in the Third Schedule;
	(b) key policies as set out under Fourth Schedule; and
	(c) particulars of beneficial owner as prescribed under Fifth Schedule.
	(4) The business plan referred to under sub-regulation (3) shall be prepared in accordance with the minimum requirements provided in the Sixth Schedule.
	(5) A bank or financial institution shall, when changes are made to its key policies or organization chart referred to under sub regulation (3), submit copies of revised policies or organization chart to the Bank not later than thirty days after they are approved by the Board of Directors.
	(6) When a bank or financial institution submits a revised copy of policy or organization structure referred to under sub-regulation (5), it shall clearly indicate areas of change.
	(7) A person shall not engage in banking business or accept deposits from the general public unless that person has obtained a license issued by the Bank.
	(8) A person who contravenes the provision of sub-regulation (4) commits an offence and on conviction shall be liable to the punishment as stipulated in the Act.
Principal contact person	6. An applicant for a license shall designate a principal contact person for the purposes of application processes and inform the Bank of the name and address of such a person.

PART III **ASSESSMENT BY THE BANK**	
Financial capacity	7. -(1) The Bank shall evaluate the financial capacity of the applicant.
	(2) The soundness of an applicant’s financial position, his business affiliates and the financial condition of those business affiliates shall be measured on-
	(a) levels of capital as shown on balance sheets; and
	(b) the potential financial support that may be made available when the bank or financial institution requires capital injection.
	(3) The Bank shall assess-
	(a) the ability of the applicant and his business affiliates to pay their current obligations from their income;
	(b) reasonability of valuation they assign to their assets; and
	(c) net-worth in relation to other liabilities.
Source of capital	8. -(1) An applicant shall disclose to the Bank the source of funds and source of wealth used or intended to be used for acquiring shares in the proposed bank or financial institution.
	(2)The Bank shall establish that the funds referred to in sub-regulation (1)-
	(a) have been obtained from lawful and legitimate sources.
	(b) are supported by sufficient documentary evidence establishing their origin and ownership.
	(c) are not derived, directly or indirectly, from proceeds of crime or any unlawful activity; and
	(d) are consistent with the applicant's financial capacity and declared source of wealth.
	(3) The Bank shall establish that shares in a proposed bank or financial institution are not acquired using borrowed funds or funds secured directly or indirectly against the shares to be acquired.

	(4) Sub-regulation (3) shall not apply to shares acquired through an initial public offering, provided that such shares are not pledged as collateral for the financing used to acquire them.
Integrity in financial and business dealings	9. The Bank shall consider the history of the applicant in assessing the applicant's reputation, experience in banking operations, financial soundness and integrity in past and present business practices.
Character and experience	10. -(1) The Bank shall make an assessment as to whether the proposed members of the Board of Directors and senior management of a proposed institution are fit and proper in accordance with the criteria set out in the First Schedule.
	(2) Without prejudice to sub-regulation (1) the Bank shall-
	(a) make an assessment of proposed board and senior management team members regarding their formal education, professional qualifications, work experience, reputation, criminal record and conflict of interest;
	(b) assess whether individuals proposed as board and senior management team members have the necessary administrative, organizational and decision-making skills, and ability to demonstrate reliability and sound character; and
	(c) the Bank may interview the proposed board and senior management team members and enquire as to past performance, reputation and skills.
	(3) For the purpose of the assessment referred to in this regulation, the proposed directors and senior managers shall complete the questionnaire in the Seventh Schedule to these Regulations.
Approval of products and services	11. (1) A bank or financial institution shall, before introducing a new product or service or modifying a product or service, obtain prior approval of the Bank.
	(2) When seeking for the approval under sub-regulation (1), a bank of financial institution shall submit to the Bank the description of the product or service, risk inherent in it and mitigation strategies.

Change of core banking system	12. (1) A bank or financial institution shall not acquire, implement or migrate to a new core banking system, or upgrade an existing core banking system, without obtaining the prior approval of the Bank.
	(2) When seeking for the approval under sub-regulation (1), a bank of financial institution shall submit to the Bank:-
	(a) a Board resolution approving the proposed acquisition, implementation or migration to a new core banking system, or upgrade of the existing core banking system;
	(b) the business case and project implementation plan, including key milestones and the proposed implementation timetable;
	(c) the estimated cost of the proposed acquisition, implementation or migration to a new core banking system, or upgrade of the existing core banking system;
	(d) an assessment of risks associated with the proposed acquisition, implementation or migration to a new core banking system, or upgrade of the existing core banking system; and
	(e) a business continuity and contingency plan, including fallback and rollback procedures.

PART IV
ORGANISATION, OWNERSHIP AND MINIMUM CAPITAL

Legal form of a bank or financial institution Cap. 212 Z. Act No. 15 of 2013	13. -(1) A bank or financial institution shall be organized in the form of a company limited by shares and incorporated under the Companies Acts.
	(2) The name of the proposed bank or financial institution shall be subject to prior approval of the Bank.
	(3) Any person intending to use the word “bank” in establishing a bank or financial institution shall notify the Bank of such intention in writing, provided that in using the word “bank” such person shall disclose to the public the fact that it is not licensed as a bank or financial institution.

Board membership	14. -(1) The Board of Directors of a bank or financial institution shall be composed of not less than seven members, majority of whom shall be non-executive.
	(2) In appointing members of the Board, the appointing authority shall ensure that at least-
	(a) two third of the non-executive board members referred to under sub-regulation (1) shall be independent and shall have requisite experience in banking, finance, accounting, auditing, law, economics, cybersecurity, or information and communications technology; and
	(b) two of the members are Tanzanians.
	(3) The chairperson of the Board of Directors of a bank or financial institution shall be a non-executive member of the board.
	(4) The chairperson of a Board of Directors of a bank or financial institution shall not be a member of audit committee or credit committee of the board.
	(5) A bank or financial institution existing prior to the commencement of these Regulations shall be given a moratorium of six months from the date of publication of these Regulations to comply with the requirements provided under sub-regulation (1) and (2).
Change of directors and management	15. -(1) A bank or financial institution shall not appoint any person as senior manager or Board member and assign that person responsibilities unless it has obtained prior approval of the Bank.
	(2) Where a post of senior management or member of the Board of Directors is vacant, a bank or financial institution shall in writing and within seven days notify the Bank of the vacancy provided that a post of senior management or member of the Board of Directors shall be deemed to be vacant if a person who holds such position is dismissed, resigns, incapacitated or for any other reason that person ceases to hold such posts.
Restrictions on ownership	16. -(1) A person shall not directly or indirectly own or control a beneficial interest of more than twenty percent of the voting shares of any bank or financial institution, except as provided under section 15 of the Act.
	(2) For the purpose of sub-regulation (1) indirect ownership or control means ownership or control through related parties.

Employment of non-Tanzanians	17. -(1) A bank or financial institution shall not employ a non-Tanzanian or renew any contract of such a person unless it seeks and obtains prior approval of the Bank.
	(2) The number of non-Tanzanians in the institution shall not exceed ten at any time.
	(3) Subject to sub-regulation (2), any application for an extra person shall be submitted to the Bank which may authorise any additional person, taking into consideration the following-
	(a) availability of qualified Tanzanians for the proposed position;
	(b) complexity of the functions and roles to be undertaken;
	(c) approval granted by Tanzania Investment and Special Economic Zones Authority;
	(d) emergency situation which may warrant extra person; and
	(e) the timeframe the extra person is expected to stay in the bank or financial institution and impart knowledge to Tanzanians.
Minimum capital	18. -(1) A bank or financial institution shall commence operations with and maintain at all times a minimum Tier 1 capital specified in the Banking and Financial Institutions (Capital Adequacy) Regulations.
	(2) Where capital is remitted in foreign currency, it shall be reflected in the books of the bank or financial institution in Tanzanian shillings using exchange rate prevailing on the date of remittance.
Grant of licence	19. -(1) The Bank shall, within ninety days after receipt of a complete application, or where additional information has been required, after receipt of such information, grant a licence or reject the application.
	(2) For the purposes of this regulation, an application shall be regarded as complete when the Bank is satisfied that all information and documents required under these Regulations have been submitted.
	(3) Where the Bank has rejected the application it shall inform the applicant in writing explaining the grounds for rejection.

	(4) An applicant whose application has been rejected may reapply if the deficiencies that formed the basis for rejection of the initial application or subsequent review have been corrected or otherwise addressed.
	(5) When a licence is issued, it shall remain in force unless revoked in the manner provided in the Act.
Prohibition of shell bank or financial institution	20. -(1) The Bank shall not grant a licence to a shell bank or financial institution.
	(2) It shall be unlawful for a bank or financial institution to-
	(a) enter into or continue a correspondent banking relationship with a shell bank or financial institution; and
	(b) establish relationship with a respondent foreign bank or financial institution that permit its accounts to be used by a shell bank.
PART V **CONDITIONS SUBSEQUENT TO GRANT OF LICENCE**	
Submission of Memorandum and Articles of Association	21. -(1) A bank or financial institution shall submit to the Bank a copy of its Memorandum and Articles of Association after registration by the Registrar of Companies.
	(2) A bank or financial institution shall not, without obtaining prior written approval of the Bank, amend its Memorandum and Articles of Association.
Deposit of paid up capital	22. A bank or financial institution shall, not later than thirty days after grant of the licence, deposit its paid up capital either in Tanzanian Shillings or in foreign currency, in a Tanzanian registered bank or financial institution, or Treasury Bills and other Government securities of maturity not more than 364 days held with the Bank.
Commencement of business	23. -(1) A bank or financial institution shall commence its operations within twelve months from the date the licence was granted, unless such period is extended in writing by the Bank.

	(2) A bank or financial institution shall not commence business unless its business premises, security facilities, communication facilities, processing equipment, accounting and internal control systems are in place and have been inspected or reviewed by the Bank.
Undertaking by board members	24. Every member of the Board of Directors of a bank or financial institution shall-
	(a) execute a legally binding undertaking to fulfil his obligations towards maintaining a safe, sound and profitable institution; and
Cap. 197 Cap. 271	(b) undertake to comply with the provisions of the Act, Bank of Tanzania Act, Foreign Exchange Act, regulations, guidelines and directives issued by the Bank.
Annual General Meeting Cap. 212 Z. Act No. 15 of 2013	25. **-(1)** A bank or financial institution shall hold annual general meeting in accordance with the requirements of the Companies Acts.
	(2) A bank or financial institution shall be required to invite representative(s) from the Bank to attend Annual General Meeting 14 days prior to the date of the meeting.
PART VI **ESTABLISHMENT OF BANKING UNITS AND SUBSIDIARIES**	
Opening of opening a subsidiary, branch, agency or additional office	26. A bank or financial institution shall not invest in capital expenditure for the purpose of opening a subsidiary, branch, agency or additional office in or outside Tanzania unless it has obtained the prior approval of the Bank.
Application for opening a subsidiary, branch, agency or additional office	27. The Bank may approve an application for opening a subsidiary, branch, agency or additional office after proven successful, sound and profitable operations and it may, as a condition for approval, require additional capital.

Supporting documentation	28. An application for establishment of a subsidiary, branch, agency or an additional office shall be supported by-
	(a) projected balance sheet and income statement for the next three years;
	(b) consolidated projected balance sheet and income statement for the next three years;
	(c) proposed organization structure;
	(d) detailed budget and programme for the establishment;
	(e) names and particulars, including curriculum vitae for persons proposed to take up senior positions; and
	(f) any other information the Bank may require.
Activities of a subsidiary	29. A subsidiary of a bank or financial institution shall not undertake any activity other than those permitted under section 24 of the Act.
Establishing a Representative Office	30. (1) - A bank or financial institution shall not establish a representative office outside the United Republic without prior approval of the Bank.
	(2) An application under sub-regulation (1) shall be authorised by the Board of Directors and at minimum accompanied by: -
	(a) a certified copy of the resolution of the Board of Directors authorizing establishment of the representative office;
	(b) the name of the host jurisdiction and proposed location of the representative office;
	(c) a statement setting out the purpose, strategic rationale and proposed activities of the representative office;
	(d) the proposed organizational structure, including arrangements for oversight by the bank or financial institution;
	(e) particulars of the proposed Chief Representative Officer;
	(f) details of the estimated establishment costs; and
	(g) an assessment of the legal, regulatory, country and other material risks associated with establishment and operation of

	the representative office;
Assessment of application	31. In determining an application under regulation 19 the Bank shall consider:-
	(a) the financial condition and regulatory standing of the bank or financial institution;
	(b) the purpose and proposed activities of the representative office;
	(c) the adequacy of arrangements for governance and oversight of the representative office;
	(d) the legal, regulatory and country risks associated with the host jurisdiction; and
	(e) the ability of the Bank to exercise effective supervision and obtain information relating to the representative office.
Compliance with host regulatory requirements	32. An approval granted under regulation 30 shall not exempt the bank or financial institution from obtaining any approval or authorisation required under the laws of the host jurisdiction.
Notification of approval from host jurisdiction	33. A bank or financial institution shall inform the Bank within 7 days from the day of license or approval of establishment of its Representative Office from the host jurisdiction.
PART VII **ADDITION ACTIVITIES AND INVESTMENTS**	
Fiduciary functions	34. (1) A bank or financial institution with a Tier 1 capital of not less than seventy billion shillings may be approved by the Bank to perform fiduciary functions as may be specified by the Bank.
	(2) the Bank shall in determining the application for approval made under sub regulation (1), assess the bank or financial institution's governance arrangements, internal controls, operational systems, and expertise.

Additional activities	35. -(1) A bank or financial institution with a Tier 1 capital of not less than ninety billion shillings may be authorized by the Bank to-
	(a) acquire up to one hundred per cent of the equity of a company organized primarily for the purpose of underwriting debt or equity securities of other companies;
	(b) acquire majority or all of the equity of another bank or financial institution; and
	(c) invest in the equity of a company which is engaged in activities that are not allied or not related to banking; provided that the equity investment of the bank or financial institution shall not exceed five percent of the total subscribed share capital of the investee company.
	(2) Where a bank or financial institution intends to deal in securities, it shall form a subsidiary for such purpose.
Acquisition of a company engaged in allied undertakings	36. A bank or financial institution with a Tier 1 capital of at least forty-five billion shillings may, with the prior approval of the Bank, acquire up to one hundred per cent of the total subscribed share capital of the company engaged in activities classified as allied undertakings.
Investment in a company engaged in allied undertakings	37. A bank or financial institution with a Tier 1 capital of at least thirty billion shillings may, with the prior approval of the Bank, invest in the equity of companies engaged in activities classified as allied undertakings subject to the limits provided in the Banking and Financial Institutions (Credit Concentration and Other Exposure Limits) Regulations.
Establishment of foreign branch or subsidiary	38. -(1) A bank or financial institution shall not establish a foreign branch or subsidiary without obtaining prior approval of the Bank.
	(2) In considering the application for approval under sub-regulation (1), the Bank shall satisfy itself whether the bank or financial institution-
	(a) meets minimum capital and liquidity requirements on a solo and consolidated basis;
	(b) has a satisfactory performance record;
	(c) is able to inject additional capital as and when required; and

	(d) has the ability to manage risks arising from the established branch or subsidiary.
PART VIII **GENERAL PROVISIONS**	
Segregation of assets	39. A bank or financial institution authorized by the Bank to act as an agent shall account for and keep money, securities and other valuables, which it has received in such capacity, duly separated from its own assets and liabilities.
Sanctions	40. -(1) Without prejudice to penalties and actions prescribed by the Act, the Bank may impose on any bank or financial institution any of the following sanctions for non-compliance-
	(a) a penalty of the amount to be determined by the Bank;
	(b) prohibition from declaring or paying dividends;
	(c) suspension of the privilege to issue letters of credit or guarantee;
	(d) suspension of access to the credit facilities of the Bank;
	(e) suspension of lending and investment operations;
	(f) suspension of capital expenditure;
	(g) suspension of the privilege to accept new deposits;
	(h) suspension from office of the defaulting director, officer or employee;
	(i) disqualification from holding any position or office in any bank or financial institution under the supervision of the Bank; and
	(j) revocation of banking license.
	(2) The penalty referred to in paragraph (a) of sub-regulation (1) shall apply to directors, officers or employees of the bank or financial institution.
	(3) The suspension and disqualification referred to under sub-regulation (1) shall remain in force until the bank or financial institution,

	director, officer or employee rectifies the non- compliance which led to the suspension.
Revocation of GN. No. 297 of 2014 and GN. No. 13 of 2023	41. The Banking and Financial Institutions (Licensing) Regulations, 2014 and the Banking and Financial Institutions (Licensing) (Amendment) Regulations, 2023, are hereby revoked.

FIRST SCHEDULE

(Made under Regulation 3)

CRITERIA FOR DETERMINING THE CHARACTER AND EXPERIENCE REQUIRED FOR A MEMBER OF THE BOARD OF DIRECTORS AND SENIOR MANAGEMENT OF BANK OR FINANCIAL INSTITUTION

1. In determining whether a person proposed for appointment as a member of the Board or senior management is fit and proper for the purposes of these Regulations, the Bank shall have regard to the following matters:—
   (a) the person's educational background, professional qualifications and relevant experience;
   (b) the person's honesty, integrity and reputation;
   (c) the person's knowledge, skills, competence, experience and soundness of judgment necessary for the proper performance of the responsibilities of the proposed office;
   (d) the person's diligence, commitment and ability to devote sufficient time to the proper discharge of the responsibilities of the proposed office;
   (e) any actual or potential conflict of interest that may impair the person's independent judgment; and
   (f) the person's financial soundness.
2. Notwithstanding the criteria set under paragraph (1), the Bank may in assessing the fitness and propriety of a person, have regard to the person's previous conduct in business, financial and professional matters, in particular whether the person-
   (a) has been declared bankrupt or insolvent or has entered into any arrangement with creditors that raises concerns regarding the person's financial soundness;
   (b) was a director or member of senior management of a bank or financial institution that was placed under statutory management, receivership or liquidation where the person's conduct or management contributed to the circumstances giving rise to such action;
   (c) has been convicted by a court of competent jurisdiction of fraud, corruption, money laundering, terrorist financing, breach of trust or any other offence involving dishonesty;
   (d) has been found by a court, regulatory authority or professional body to have contravened any law, regulation or professional standard governing banking or other financial services;
   (e) has been disqualified, suspended or prohibited by the Bank from acting as a director, officer or manager of any financial institution;
   (f) has knowingly provided false or misleading information to the Bank or any other regulatory authority; or
   (g) has otherwise engaged in conduct that calls into question the person's honesty, integrity or ability to discharge the responsibilities of the proposed office. Any other criteria, which the Bank may prescribe, from time to time.

SECOND SCHEDULE

(Made under Regulation 5)

The Governor,
Bank of Tanzania,
P.O. Box 2939,
Dar es Salaam,
TANZANIA.

Re: Application for a Licence to carry out banking business

Sir,

We, the undersigned, hereby apply for a licence to establish a bank or financial institution in Tanzania to be known as ____________________________________with principal place of business at ____________________________________

The proposed institution shall have an authorized share capital of ______________ shillings and paid up capital of _______________ shillings.

We jointly and severally make a firm commitment to deposit a total amount of paid-up capital for the proposed institution with any bank or financial institution registered in Tanzania such deposit to be made not later than thirty days after grant of this application.

In support of this application, we submit herewith the documents listed in the accompanying checklist. We certify the correctness of all the information indicated in such documents to the best of our knowledge and belief.

We hereby authorize the Bank of Tanzania and any of its authorized agents or staff members to make an enquiry or obtain any information from any source for the purpose of determining the correctness of all the representations made in connection with this application or of assessing its merits.

To facilitate communication between us and the Bank, we have authorized ………………. of the following address:

(1) P.O Box ……..............
(2) Telephone number……
(3) Email address………....

to represent all of us in regard to this application. It is understood that any notice to him shall constitute sufficient notice to all of us.

Yours faithfully,

Signature of the Director or authorized person

THIRD SCHEDULE

(*Made under Regulation 5*)

Checklist of Documents	
1.	Letter of application in the prescribed form.
2.	Authenticated legal documents or board resolution authorizing the signatory.
3.	Proof of payment of a non-refundable application fee of ten million Tanzanian shillings.
4.	Proposed Memorandum and Articles of Association (unregistered).
5.	Proof of sources and availability of funds of significant shareholders and declaration that the funds have not been derived, directly or indirectly, from proceeds of crime or any unlawful activity.
6.	List of significant shareholders indicating name, nationality, number of shares, amount Paid-up and percentage of ownership.
7.	Proof of citizenship of significant shareholders.
8.	List of proposed members of board of directors, and Chief Executive Officer.
9.	Audited balance sheet, income statement and cash flow for the last three years, of every significant shareholder (in case of an entity) who owns five per cent or more of the share capital of the proposed institution engaged in business.
10.	Credit reference reports for every significant shareholder, proposed member of the Board and senior management.
11.	Certified copies of annual returns of every significant shareholder, proposed member of the Board and senior management together with accompanying schedules or financial statements filed during the last three years with relevant Authority.
12.	Certified copies of tax returns of every significant shareholder, proposed member of the Board and senior management together with accompanying schedules or financial statements filed during the last three years with relevant Tax authorities together with respective Tax clearance certificates.
13.	Home Country Regulator Certification if the applicant is a foreign bank or financial institution.
14.	Declaration that the funds to be invested have not been obtained criminally or associated with any criminal activity.

FOURTH SCHEDULE

(*Made under Regulation 5*)

KEY POLICIES

The key policies referred to under regulation 5 of these Regulations are:

S/No.	Type of Policy
1	Risk Management Policy
2	Credit Risk Management Policy
3	Liquidity Risk Management Policy
4	Market Risk Management Policy
5	Operational Risk Management Policy
6	Strategic Risk Management Policy
7	Compliance Risk Management Policy
8	Human Resource Management Policy
9	Accounting Policy (Including Fixed Assets Policy)
10	Audit Policy (Including Internal And External Audits)
11	Asset/Liability Management Policy (Including Investment Policy)
12	Information And Communication Technology Policy
13	Business Continuity Management Policy
14	Anti-Money Laundering (AML) And Combating Financing of Terrorism (CFT) Policy
15	Physical Security Policy
16	Outsourcing Policy

FIFTH SCHEDULE

(*Made under Regulation 5*)

PARTICULARS OF BENEFICIAL OWNER

1.	Name of the bank or financial institution		
2.	Address of the Registered Office		
3.	Full Name of beneficial owner *(state any former or other name(s))*		
4.	Date of Birth		
5.	Place of Birth		
6.	Gender		
7.	Place of work and position held		
8.	Date that the person became a beneficial owner		
9.	State whether or not Beneficial Owner is a Politically Exposed Person (PEP)		
10.	Nationality and Identification	Nationality	
		Identification Type and Number	
		Validity/Expiry Date	
		Issuing Authority and Country	
11.	Residential and postal address, email and phone number	Building Name/Plot Number	
		Street	
		Ward	
		District	
		Region	
		Country	
		Postcode	
		Email	
		Postal Address	
		Phone Number	
12.	Nature of ownership or control the Beneficial Owner has in the Company		
(i)	The percentage of shares a person holds in the company	Direct	………………….. % of Shares
(ii)		Indirect	…………………. % of Shares
(iii)	The percentage of voting rights a person holds in the company	Direct	………………. % of voting rights
(iv)		Indirect	………………. % of voting rights
(v)	A person holds a right to appoint or remove a majority of the board of Directors of the company; and / or	Direct	
(vi)		Indirect	
(vii)	A person exercises significant influence or control over the company	Direct	
viii)		Indirect	
13.	Link of beneficial owner with the company in indirect ownership		

(i)	Name of shareholder holding shares on behalf of the beneficial owner of the Company		
(ii)	Name of Director appointed by the beneficial owner		
14.	Declaration: I am aware that it is an offence to knowingly or recklessly provide any information which is false or misleading in connection with an application for a banking license. I am also aware that omitting material information intentionally or unintentionally shall be construed to be an offence and may lead to rejection of my application. I certify that the information given is complete and accurate to the best of my knowledge and that there are no other facts relevant to this application of which the supervisory authority should be aware. undertake to inform the supervisory authority of any changes material to the applications which arise while the application is under consideration.		
15.	Signature of Applicant:	Date of declaration:	
	This declaration must be signed in the presence of the witness named below Commissioner for Oaths:		

SIXTH SCHEDULE

(*Made under Regulation 5*)

Minimum requirements for a Business plan	
1.	The business plan shall at a minimum:-
	(a) identify the institution's markets, its proposed services, management capabilities, growth plan, strategies for profitability and dividend payout policy.
	(b) present data, which accurately reflect the economic condition of the delineated market and address statutory and regulatory changes, which may affect the operations of the proposed bank or financial institution.
	(c) contain assumptions used in preparing the business plan.
	(d) description of a core banking system and information and communication technology to be used in the operations of the institution;
	(e) staffing plan and an organization chart;
	(f) plans and strategies for promoting and supporting financial inclusion in the rural areas;
	(g) products and services he intends to provide and how such products and services shall be beneficial to the country;
	(h) contribution towards the country's economic development.
	(i) strategies for outreach through use of branches, agents, mobile banking and other appropriate channels indicating numbers and locations for the first four years.
	(j) Brief description of economic benefits to be derived by Tanzania and the community from the proposed bank or financial institution.
	(k) market analysis, including the economic characteristics of the target market, anticipated market developments, proposed products and services, market opportunities and risk. The analysis undertaken shall use current, reliable and verifiable data from credible sources.

	(l) analysis of the competitive environment, including existing and potential competitors, market position, market share, pricing strategies and their implications for the proposed bank of financial institution.
	(m) expected asset/liability mix and net interest margin or profit margin analysis.
	(n) Capital adequacy assessment, including the basis for the proposed capital structure and amount, demonstrating that the proposed capital is sufficient to support the business strategy, projected operations, organisational costs and prudential capital requirements in accordance with the Banking and Financial Institutions (Capital Adequacy) Regulations.
	(o) Projected balance sheets, income statements and cash flow statements for the first four years of operation in the prescribed format below. The financial projections shall indicate the underlying assumptions.

PROJECTED BALANCE SHEET
[In'000 Tanzanian Shillings]

PARTICULARS	Year 1	Year 2	Year3	Year4
Assets				
Cash				
Balances with Bank of Tanzania				
Balances with other bank or financial institutions				
- in Tanzania				
- abroad				
- investment in debt securities				
- Treasury bills				
- Other Securities (use separate schedule)				
Loans, Advances and Overdrafts (Net]				
- loans and Advances				
- overdrafts				
- allowance for losses (as a deduction)				
Bank Premises, Furniture and Equipment				
- (use separate schedule)				
- Other Assets (Use separate schedule)				
TOTAL ASSETS				
Liabilities Deposit liabilities other than banks				

PARTICULARS	Year 1	Year 2	Year3	Year4
- current accounts				
- savings deposits				
- time deposits				
Deposits from other bank or financial institutions				
- in Tanzania				
- abroad				
- other deposits (use separate schedule)				
Total deposits				
Other liabilities (use separate schedule)				
Capital				
- paid-up capital				
- Ordinary				
- preference				
- reserves				
- share premium (discount)				
- retained earnings				
- others (specify)				
Total Equity				
TOTAL LIABILITIES AND CAPITAL				
Off-balance sheet commitments				

PROJECTED INCOME STATEMENTS
[In'000 Tanzanian Shillings]

PARTICULARS	Year 1	Year 2	Year 3	Year 4
Total Interest Income				
Interest Expenses				
- deposits (use separate schedule)				
- borrowings				
- Others (specify)				
Total Interest Expenses				
NET INTEREST INCOME				
Provision for loan losses				
Bad debt written off				
Non-Interest Income				
- foreign exchange gain/losses				
- commission and fees (use separate schedule)				
- others (use separate schedule)				

PARTICULARS	Year 1	Year 2	Year 3	Year 4
Total Non- Interest Income				
Non-Interest Expenses				
- officers' salaries and benefits				
- employees' salary and benefits				
- depreciation expenses				
- maintenance costs				
- others (use separate schedule)				
Total Non-Interest Expenses				
Operating Income (Losses)				
Extra Ordinary Income/Losses (specify)				
Net Income/Loss before Income Tax				
Income taxes				
Net Income/Loss after tax				

PROJECTED CASH FLOW STATEMENTS
[In'000 Tanzanian Shillings]

PRACTICE	Year 1	Year 2	Year 3	Year 4
Part 1				
Cash flow from operating activities				
Net Income (Loss)				
Adjustments to reconcile income				
- provisions				
- net change				
- loans advances				
- gains/Loss sale of assets				
- net change deposits				
- net change short-term negotiable securities				
- - others (specify)				
Net cash provided (used) by operating activities				
Part II				
Cash flow from investing activities				
- dividend received				
- purchases of fixed assets				
- purchases of investment securities				
- proceeds from sales of investment securities				
- others (specify)				
Net cash provided (used) by investing activities				
Part III				

Cash flow from financing activities				
- Repayment of long-term debt				
- Proceeds of from issuance of long term debt				
- Proceeded from issuance of share capital				
- Proceeds sale assets of from fixed Payment of cash dividends				
- Net change in other borrowings				
- Others (specify)				
Net Cash provided (used) by financing activities				
Part IV				
Cash and Cash Equivalents				
Net decrease/increase in cash and cash equivalents				
- Cash and Cash equivalents at the beginning of the year				
- Cash and Cash equivalents, current year-to-date				

Note: For non-interest banking business, a bank or financial institution may use equivalent terminologies in the projected financial statements.

SEVENTH SCHEDULE

(*Made under Regulation 10*)

QUESTIONNAIRE FOR SIGNIFICANT SHAREHOLDERS, DIRECTORS AND SENIOR MANAGERS OF BANKS AND FINANCIAL INSTITUTIONS

	Part I: Instructions for Filling the Questionnaire
1.	This **Questionnaire** should be filled in duplicate by each director and senior manager of a bank or financial institution licensed by the Bank.
2.	This form is to be completed in English. Any documents required are to have a certified English translation appended.
3.	Answers to ALL questions should be TYPED or written in INK and in BLOCK LETTERS.
4.	No question should be left unanswered. Where the Applicant believes that a question does not apply, the Applicant should write "Not Applicable" or "N/A".
5.	If there is insufficient space to answer a question, additional information may be provided on an attachment page and identify the continuation of an answer by stating the question number.
6.	All dates should be completed in the form: Day / Month / Year
7.	All amounts are to be recorded in Tanzanian Shilling (TZS). Conversion from foreign currency should be made using the current exchange rate.
8.	Please ensure that all answers and information are true and correct. Failure to do so constitutes a criminal offence and can lead the Bank to reject an application or disqualify a director or senior manager who has been cleared on the basis of untrue or incorrect information.
9.	An applicant shall submit the following documents in respect of each proposed member of the Board and senior management: —
	(a) a detailed and signed curriculum vitae;
	(b) certified copies of academic and professional qualifications, practising certificates (where applicable) and evidence of membership of relevant professional bodies;
	(c) a certified copy of a valid passport or national identity card;
	(d) two recent passport-size photographs;
	(e) two references from persons who are not relatives, attesting to the applicant's honesty, integrity, competence and professional conduct;
	(f) a duly completed and signed fit and proper questioner in the form prescribed under fifth schedule; and
	(g) a declaration of any actual or potential conflict of interest; and a declaration of any past or pending criminal, regulatory or disciplinary proceedings.

	Part II: Personal Particulars
1.	Full Names
	▪ First Name
	▪ Middle Name
	▪ Surname
	▪ Other Names
2.	Previous Names (if applicable and reasons for change of names)
3.	Date of Birth
4.	Place of Birth
5.	Identification
	▪ National Identity Number
	▪ Passport No, Place of Issue, Issue Date and Expiry Date
6.	Nationality(ies) History
	▪ Birth
	▪ Naturalization
	▪ Marriage
7.	Residence History
	Official (Business) Physical Address in(and outside) respective jurisdiction
	▪ Block/Plot Number & Street
	▪ Postal Address
	▪ Previous Postal Address
	▪ District/Town/County
	▪ Telephone Number
	▪ City and Country
	Residential Address in(and outside) resp. jurisdiction
	▪ Block/Plot Number
	▪ Street
	▪ Postal Address
	▪ District/Town/County
	▪ Telephone Number
	▪ City and Country
8.	Proposed Position to be held in a bank or financial institution
9.	Responsibilities of the proposed position
10.	Names of Bankers and types of accounts for the past 5 years
11.	Academic Qualification(s)
	▪ Qualification
	▪ Educational Establish/Awarding Body
	▪ Year Obtained
	▪ Award(s) if any
12.	Professional Qualification
	▪ Professional Body's Name &Contact
	▪ Levels of Membership
	▪ Year Admitted
	▪ Status of Membership
	▪ Membership Number
13.	Training courses and seminars attended (relevant to the position)
14.	Borrowings

	▪ Name of Borrower
	▪ Name of Lending Institution
	▪ Type of Facility
	▪ Amount Borrowed
	▪ Date of Offer
	▪ Terms of Facility
	▪ Security Offered
	▪ Value of Security
	▪ Current Outstanding Balance
	▪ Performance of the credit facility
15.	Employment History
	▪ Name and Address of Employer
	▪ Nature of Business
	▪ Position Held
	▪ Relevant Dates
	▪ Responsibilities
	▪ Reason(s) for leaving
16.	Directorship
	▪ Company Name
	▪ Company Nature of Business
	▪ Country of Registration
	▪ Nature of Affiliation
	▪ Relevant Date
17.	Shareholding
	▪ Company's Name
	▪ Date of incorporation
	▪ Number of shares held
	▪ % of shareholding
	▪ Past shareholding (Date of disposal the share in the last five years)
	▪ Past shareholding (reason for disposal of the share)
18.	Sources of funds (for shareholders)
	▪ Provide details of source of fund, that you as a shareholder would like to invest or use in acquisition of shares in the institution.
	▪ Provide a sworn statement that the funds you would like to invest or use in acquisition of shares in the institution are not from proceeds of crime.
19.	Have you or any other body corporate, partnership or unincorporated institution to which you are, or have been associated with as a director, senior manager, or officer ever applied for banking business to any jurisdiction for a license or other authority to carry on banking business or other related business (e.g. insurance, mortgage finance etc.), regardless of whether the application was successful.
20.	Have you or at any time been convicted of any **criminal offence**? If so, give full details of court by which you were convicted, the offence and the penalty imposed and conviction date
21.	Have you or anybody corporate, partnership or unincorporated institution to which you are, or have been associated with as a director, senior manager, or officer been subject of an investigation by a government, professional or other regulatory body?
22.	Have you ever been subject of a disciplinary enquiry?

23.	Have you ever been suspended from any office or asked to resign?
24.	Have you been dismissed from any office of employment or barred from entry to any profession or occupation?
25.	Have you ever been disqualified from acting as a director of a company, or from acting in the management or conduct of the affairs of the company, partnership or unincorporated company?
26.	Have you ever been adjudged bankrupt by a court, or entered into any compromise with creditors, or are you currently the subject of bankruptcy proceedings? Are you aware of any such proceedings pending?
27.	Have you ever failed to honour any credit obligation as borrower of any bank or financial institution or other money lending institution in the past five years?
28.	Have you failed to satisfy any debt adjudged due and payable by you as a judgment-debtor under an order of a court?
29.	Have you in connection with the formation or management of anybody corporate, partnership or unincorporated institution been adjudged by a court civilly liable for any fraud misfeasance or other misconduct by you towards such a body or company or towards any members thereof?
30.	Has anybody corporate, partnership or unincorporated institution with which you were associated as a director, senior manager or officer been compulsory wound up or made any compromise or arrangement with creditors or ceased trading in circumstances where its creditors did not receive or have not yet received full settlement of their claims.
31.	Have you ever been diagnosed as being mentally unfit or unsound mind
32.	Are you at present, or do you other than in a professional capacity, expect to be engaged in any litigation in any country. If so, give particulars
33.	Family Group
	▪ Name(s) of Spouse(s)
	▪ Name(s) of Children
	▪ Name(s) of Parents
	▪ Name(s) of Brothers and Sisters
34.	Referee: name, address and occupation of persons other than relatives who have personally known the candidate for at least five years (vouching for good moral character, integrity & performance regarding their character & reputation).
	▪ Two referees
35.	Declaration: I am aware that it is an offence to knowingly or recklessly provide any information which is false or misleading in connection with an application for a banking license. I am also aware that omitting material information intentionally or unintentionally shall be construed to be an offence and may lead to rejection of my application. I certify that the information given is complete and accurate to the best of my knowledge and that there are no other facts relevant to this application of which the supervisory authority should be aware. I undertake to inform the supervisory authority of any changes material to the applications which arise while the application is under consideration.

	▪ Signature of Applicant
	This declaration must be signed in the presence of the witness named below ▪ Commissioner for Oaths

(Note: Please enter particulars of every beneficial owner in a separate form)

Dodoma**,**
…………………….., 2026

EMMANUEL M. TUTUBA
Governor