BANGKO SENTRAL NG PILIPINAS

OFFICE OF THE DEPUTY GOVERNOR

MEMORANDUM NO. M-2021-034

To : ALL BSP-SUPERVISED FINANCIAL INSTITUTIONS (BSFIs)

Subject : Guidelines for Obtaining a Certificate of Eligibility (COE) under Republic Act (R.A.) No. 11523, otherwise known as the Financial Institutions Strategic Transfer (FIST) Act

The Monetary Board, in its Resolution No. 610 dated 20 May 2021, approved the following guidelines for BSFIs that intend to obtain a COE for purposes of availing of the tax exemptions and privileges for the sale/transfer of non-performing asset/s (NPA) to a FIST corporation (FISTC)[1] or to an individual[2], or for transactions involving *dacion en pago* by the borrower or by a third party on behalf of a borrower to a BSFI pursuant to the provisions of Section 386 of the Manual of Regulations for Banks (MORB) and Sections 363-Q/307-N of the Manual of Regulations for Non-Bank Financial Institutions, which implement the provisions of the Republic Act (R.A.) No. 11523 or the FIST Act and its Implementing Rules and Regulations (IRR).

1. The COE refers to the certificate issued by the Bangko Sentral ng Pilipinas (BSP) as to the eligibility of the NPAs [i.e., non-performing loans (NPL)[3] and real and other properties acquired (ROPA)[4]] of BSFIs for purposes of availing of the tax exemptions and privileges,[5]

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[1] All references to FISTCs in these guidelines shall also refer to Special Purpose Vehicles whose applications for reconfirmation have been approved by the Security and Exchange Commission (SEC) pursuant to the FIST Act and its IRR.

[2] Under Rule 15.2 (9) of the IRR, the transaction shall be limited to either a single-family residential unit ROPA or an empty lot ROPA, or to an NPL secured by a real estate mortgage (REM) on said residential unit or an empty lot. Provided, however, that the tax exemptions and fee privileges shall apply only to one acquisition of NPA (either NPL or ROPA) by an individual and to the subsequent transfer of the same NPA.

[3] Under Rule 3.1 (u) of the IRR, NPLs refer to secured or unsecured loans, receivables, and other financial assets of similar nature, including restructured loans, whose principal and/or interest have remained unpaid for at least 90 days after they have become past due or any of the events of default under the loan or restructuring agreement has occurred. The BSFI may also refer to Section 386 of the of the MORB and Sections 363-Q/307-N MORNBFI for the expanded definition of NPLs pursuant to the FIST Act and its IRR.

[4] Under Rule 3.1 (v) of the IRR, ROPAs refer to real and other properties assets acquired by a financial institution (FI) in settlement of loans and receivables, including real properties, shares of stocks, and personal properties which have been acquired by way of dation in payment (*dacion en pago*) or judicial or extra-judicial foreclosure or execution of judgment or enforcement of security interest.

[5] Under Rule 15.4 (1) of the IRR, any person, natural or juridical, claiming any of the tax exemptions under the Act, shall provide the Bureau of Internal Revenue (BIR) with the appropriate COE issued by the Appropriate Regulatory Authority (e.g., the BSP), in addition to such other documentary requirements pursuant to the revenue regulations to be issued by

pursuant to the provisions of the FIST Act and its IRR. As stated under Rule 25 of the IRR, only assets that have become non-performing on or before 31 December 2022 will be issued a COE.

2. The following transactions, which pertain to Rule 15.1 (1) to (6) of the IRR, shall be issued a COE to be entitled to tax exemptions and fee privileges:[6]

   a. Transfer of an NPL by a BSFI to a FISTC;
   b. Transfer of a ROPA by a BSFI to a FISTC;
   c. Dation in payment (*dacion en pago*) of an NPL by a borrower to a BSFI;
   d. Dation in payment (*dacion en pago*) of an NPL by a third-party, on behalf of a borrower, to a BSFI;
   e. Transfer of an NPL by a BSFI to an individual; and
   f. Transfer of a ROPA by a BSFI to an individual.

3. Prior to the filing of an application for COE, the BSFI shall coordinate with the BSP, through the appropriate supervising department, its intention/plan to sell/transfer its NPAs pursuant to the FIST Act and its IRR, and to develop a reconciled and final master list of eligible NPAs.

On the Submission of the Master List of Eligible NPAs (Master List)[7]

4. The BSFIs shall submit its Letter of Intent, Master List, NPA schedules, Corporate Secretary's Certificate on the approval of Board of Directors (BOD) or Board of Trustees (BOT) on the plan to sell/transfer NPAs to a FISTC and/or individual; and sworn certification via email to FIST@bsp.gov.ph, copy furnished the appropriate supervising department of the BSP. The sworn certification shall be signed by the President, Chief Executive Officer (CEO), General Manager (GM) or a senior officer of equivalent rank, or by the country head in the case of a foreign bank branch (FBB), and the Chief Compliance Officer (CCO). Please see Annexes A.1, A.2 and B for the Master List User Guide, Master List Data Entry Template and sworn certification, respectively, and Annex C.1 for the List of Requirements for Submission of Master List.

5. The BSP will start accepting submission of Master List with reference date as of 31 March 2021 upon effectivity of these guidelines.

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the Department of Finance, upon recommendation of the Commissioner of the BIR, for purposes of implementing the fiscal incentives under the Act.

[6] Under Rule 15.2 of the IRR, the transaction must have occurred within a period of not more than two (2) years from the date of effectivity of the Act on February 18, 2021, i.e., from February 18, 2021 to February 18, 2023. Thereafter, the tax exemptions and fee privileges shall no longer apply.

[7] A Master List refers to the pool of assets as of a quarter-ended reference date that meets the definition of NPAs under the FIST Act and its IRR, for which the BSFI intends to obtain a COE.

Thereafter, BSFIs may opt to update their Master List as of every quarter-end (e.g., 30 June 2021, 30 September 2021, and so on) up to 31 December 2022, as applicable.[8] The Master List shall be submitted to BSP not earlier than 15 working days after the quarter-ended reference date to ensure that corresponding NPA schedules are available and their balances will reconcile with the BSP-Financial Reporting Package as of the said reference date. The prescribed dates for submission of Master List are as follows:[9]

Master List Quarter-End Reference Dates (Initial or Updates)	Prescribed Dates for Submission
31 Mar 2021	31 May 2021 to 30 Jun 2021
30 Jun 2021	15 Jul 2021 to 30 Sep 2021
30 Sep 2021	15 Oct 2021 to 31 Dec 2021
31 Dec 2021	15 Jan 2022 to 31 Mar 2022
31 Mar 2022	15 Apr 2022 to 30 Jun 2022
30 Jun 2022	15 Jul 2022 to 30 Sep 2022
30 Sep 2022	15 Oct 2022 to 31 Dec 2022
31 Dec 2022	15 Jan 2023 to 31 Jan 2023

6. Once the Master List is validated and verified as acceptable, the BSP shall provide the BSFI with a copy of the Final Master List as reference for its COE application. The Final Master List shall be released/sent via email to the BSFI through its registered email address.

7. The Final Master List, initial or updated, shall include eligible NPAs on or before the quarter-ended reference date, which assets meet the definition of NPAs pursuant to the FIST Act and its IRR upon evaluation of the appropriate supervising department of the BSP. The COE applied for by the BSFI shall pertain only to NPAs in the said Final Master List. The BSFI shall not submit a COE application to the BSP unless it has received the Final Master List. Please see Item no. 3 for reference. Notwithstanding the BSP's issuance of the Final Master List, the issuance of a COE to a BSFI shall depend on the evaluation and assessment of the eligibility of NPAs and the absence of an indication that the "true sale" requirement of the NPA sale/transfer under the FIST Act and its IRR is not met based on documents submitted/presented relative to its COE application.

On COE Application

8. Upon receipt of the Final Master List, the BSFI shall file with/send to the BSP an application for issuance of COE. The soft/scanned copies

[8] For master list updates, BSFIs shall submit the Updated Master List as of a quarter-ended reference date, NPA schedules and sworn certification.

[9] Submission of initial master list as of 31 March 2021 is left to the discretion of BSFIs. Nonetheless, BSFIs are encouraged to develop an initial Master List before 31 December 2021.

of the application shall be sent via email to FIST@bsp.gov.ph (copy furnished the appropriate supervising department), addressed to the Director/Head of the appropriate supervising department of the BSP. Although no specific form is prescribed, the applicant BSFI shall describe in sufficient detail its proposed transaction, identifying its counterparty/ies and disclosing the terms, conditions and all material commitments related to the transaction. An application shall be filed for each transfer of NPA/s. Please see Annex C.1 for the List of Requirements for Application for COE.

9. The COE application shall include a written authority to debit the BSFI's demand deposit account (DDA) for the applicable (non-refundable) processing fee (please refer to item no. 13 for the corresponding fees for each COE application). The BSFI's DDA shall be automatically debited upon receipt of the application.

10. In the case of BSFIs that do not have DDA with BSP, proof of payment of (non-refundable) processing fee shall be included in the COE application. BSFIs are expected to inform/coordinate with the appropriate supervising department of their intention to pay the amount of processing fee in order to receive through email an Order of Payment Number and the details on how to pay.

11. The COE application shall also be accompanied by a sworn certification (Annex D.1 for FISTC and Annex D.2 for Individual, for the prescribed format/template) signed by the President, CEO, GM or a senior officer of equivalent rank, who is authorized by the BOD/BOT, or by the country head in the case of an FBB, and the CCO certifying, among other things, that:

    a. The assets to be sold/transferred are NPA/s as defined under the FIST Act and its IRR;
    b. The proposed sale/transfer of said NPA/s is a True Sale;
    c. The notification requirement to the borrowers and all persons holding prior encumbrance upon the asset mortgaged or subject to security interest has been complied with; and
    d. The maximum 30-day period for renegotiation and restructuring of the NPL/s has been complied with.

    Items c and d shall only apply to an NPL.

12. In the case of sale/transfer of NPAs, the application for COE shall be accompanied by a notarized Deed of Transfer or equivalent document with the following minimum disclosures/provisions:

    a. The sale is on "without recourse" basis;
    b. To hold free and harmless the BSP and its officers and staff; and
    c. Profit sharing agreement, if any.

In the case of *dacion en pago* by a borrower or a third party on behalf of a borrower to a BSFI, the application for COE on the NPL being settled shall be accompanied by a notarized Deed of Dacion or equivalent document executed by the borrower, the third party (as applicable), the registered owner of the property, and the BSFI.

13. Processing fees for each COE application are as follows:

    a. If the transfer is made to a FISTC:

Type of BSFI	Processing Fee
Universal and Commercial Banks	₱ 50,000
Thrift Banks	20,000
Rural and Cooperative Banks	15,000
Non-Bank Financial Institutions	10,000

    b. ₱5,000 in case of a *dacion en pago* arrangement by an individual or corporate borrower; and

    c. ₱5,000 if the transfer involves a single-family residential unit ROPA or an empty lot ROPA or an NPL secured by REM on said residential unit or an empty lot to an individual.

14. The appropriate supervising department of the BSP shall issue the COE to applicant BSFIs within 20 working days from receipt of its application with complete requirements, and a duplicate copy of the COE shall likewise be furnished to the SEC and the BIR. The BSP, SEC and BIR shall coordinate to ensure the integrity of the COE.

15. The BSP will act on applications for COE issuance that are received on or before 24 February 2023, provided that the transaction must have occurred and the Deed of Transfer/Dacion or equivalent documents have been duly executed by the parties and notarized within the two-year period from the effectivity of the FIST Act, i.e., 18 February 2021 to 18 February 2023.

This Memorandum shall take effect immediately.

Digitally signed by Chuchi G. Fonacier
Date: 2021.06.04 16:19:38 +08'00'

CHUCHI G. FONACIER
Deputy Governor

04 June 2021

MASTER LIST USER GUIDE

GENERAL INSTRUCTIONS

a. All amounts should be in **absolute value** (do not round-off). At no time should the amounts be less than zero.
b. All entries must be in **uppercase fonts**.
c. At no time should the borrower/issuer/entity/accountee names be entered using acronyms or abbreviations. For non-individuals, use only SEC registered names.

I. Non-Performing Loans (NPL)

<table>
<tr><th>COLUMN NAME</th><th>TYPE</th><th>LENGTH</th><th>VALID VALUES</th></tr>
<tr><td>Type of Borrower</td><td>N</td><td>1</td><td>1 - Corporate
2 – Individual</td></tr>
<tr><td>Borrower Name</td><td>C</td><td>60</td><td>For individuals:
<table>
<tr><th>A</th><th>B</th><th>C</th></tr>
<tr><td>Surname</td><td>First Name</td><td>Middle Name</td></tr>
</table>
For institutions, do not use abbreviations or acronyms; use SEC registered names
<table>
<tr><th>A</th></tr>
<tr><td>Institution Name</td></tr>
</table></td></tr>
<tr><td>Borrower T.I.N.</td><td>N</td><td>12</td><td>Dash (-) in T.I.N. should not be included
Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000</td></tr>
<tr><td>Borrower Address</td><td>C</td><td>200</td><td></td></tr>
<tr><td>Promissory Note No.</td><td>T</td><td>60</td><td></td></tr>
<tr><td>Original Loan Amount (in Php)</td><td>N</td><td>17</td><td>Original Loan Amount as indicated in the promissory note</td></tr>
<tr><td>Date Granted</td><td>D</td><td>8</td><td>Date format in CCYYMMDD</td></tr>
<tr><td>Maturity Date</td><td>D</td><td>8</td><td>Date format in CCYYMMDD</td></tr>
<tr><td>Date of Last Application of Payment</td><td>D</td><td>8</td><td>Date format in CCYYMMDD

Should be dated on or before the reference date</td></tr>
<tr><td>Loan Type</td><td>N</td><td>1</td><td>1 - PDL (Past Due Loan)
2 - ITL (Items in Litigation)
3 - RL (Restructured Loan)</td></tr>
<tr><td>Date Classified as PDL</td><td>D</td><td>8</td><td>Date format in CCYYMMDD

Should be dated on or before the reference date</td></tr>
<tr><td>Date Classified as NPL</td><td>D</td><td>8</td><td>Date format in CCYYMMDD</td></tr>
</table>

COLUMN NAME	TYPE	LENGTH	VALID VALUES
			Should be dated at least 90 days or more from the date classified as PDL Should be dated on or before the reference date
Amount Secured (in Php)	N	17	Sum of AMTSEC and AMTUNSEC should equal the Outstanding Loan Amount. At no time should any of these be less than zero.
Amount Unsecured (in Php)	N	17	
Type of Security	N	1	1 - REM – Residential 2 - REM – Commercial 3 - REM – Agricultural 4 - CHM 5 - Other Collateral
Outstanding Loan Amount (in Php)	N	17	Shall be at amortized cost before allowance for credit losses. The amount indicated must equal the sum of amounts shown under "AmtSec" and "AmtUnsec". ***Auto Compute**
Booked Allowance for Credit Losses (in Php)	N	17	
Status	N	1	1 - Outstanding 2 - New 3 - Delete
Reason for Deletion from Verified Master List	N	1	1 - Issued with COE 2 - Reverted to Performing Status 3 - Fully Paid 4 - Foreclosed 5 - Others Only applicable in subsequent submission of master list of NPAs. This refers to NPAs in the previously issued Final Master List that should be deleted/removed in the Final Master List as of the current reference date.
If Issued with COE, please specify COE number	C	25	Indicate the COE no. if the Reason for Deletion from Verified Master List is "Issued with COE" **BSP-FSS Unit No.-MMDDYY-00000-XXXXX (i.e., BSP-01-033121-00001-ABCDE)**

II. Real and Other Properties Acquired (ROPA)

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Property already consolidated in the name of the BSFI	N	1	1 - Yes 2 - No
Date when title to property was consolidated in name of BSFI	D	8	Date format in CCYYMMDD or leave it blank if not consolidated in the name of the BSFI
Type of Former Borrower/Owner	N	1	1 - Corporate 2 – Individual
Name of Former Borrower/Owner	C	60	For individuals: A: Surname B: First Name C: Middle Name For institutions, do not use abbreviations or acronyms; use SEC registered names A: Institution Name
T.I.N. of Former Borrower/Owner	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Former Borrower/Owner Address	C	200	
Type of Property	N	1	1 - Land 2 - Land with Improvement 3 - Motor Vehicle 4 - Jewelry 5 - Others
TCT No. / Plate Number / Chassis No. / Not Applicable	T	30	For not applicable, indicate Not Applicable
Date Booked as ROPA	D	8	Date format in CCYYMMDD Should be dated on or before reference date
Original Book Value (In Php)	N	17	
Accumulated Depreciation (in Php)	N	17	
Net Book Value (In Php)	N	17	***Auto Compute** (Difference of the Original Book Value and Accumulated Depreciation before Allowance for Impairment Losses)
Booked Allowance for Impairment Losses (In Php)	N	17	
Latest Appraisal Date	D	8	Date format in CCYYMMDD

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Latest Appraised Value (In Php)	N	17	
Status	N	1	1 - Outstanding 2 - New 3 - Delete
Reason for Deletion from the Verified Master List	N	1	1 - Issued with COE 2 - Sold to Non-FIST counterparties 3 - Reclassified to bank premises 4 - Others Only applicable in subsequent submission of master list of NPAs. This refers to NPAs in the previously issued Final Master List that should be deleted/removed in the Final Master List as of the current reference date.
If Issued with COE, please specify COE number	C	25	Indicate the COE no. if the Reason for Deletion from Verified Master List is "Issued with COE" **BSP-FSS Unit No.-MMDDYY-00000-XXXXX (i.e., BSP-01-033121-00001-ABCDE)**

III. Sales Contract Receivables (SCR)

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Type of Borrower/ Buyer	N	1	1 - Corporate 2 - Individual
Name of Borrower/Buyer	C	60	For individuals: A: Surname B: First Name C: Middle Name For institutions, do not use abbreviations or acronyms; use SEC registered names A: Institution Name
T.I.N. of Borrower/Buyer	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Address of Borrower/Buyer	C	200	
Type of Property	N	1	1 - Land 2 - Land with Improvement 3 - Others
TCT No.	T	30	Transfer Certificate of Title Number

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Date when title to property was consolidated in name of BSFI	D	8	Date format in CCYYMMDD or leave it blank if not consolidated in the name of the BSFI
Latest Appraisal Date	D	8	Date format in CCYYMMDD
Latest Appraised Value (In Php)	N	17	
SCR Contract No.	T	30	
Original Amount (In Php)	N	17	
Date Granted	D	8	Date format in CCYYMMDD
Maturity Date	D	8	Date format in CCYYMMDD
Date of Last Application of Payment	D	8	Date format in CCYYMMDD Should be dated on or before the reference date
Date Classified as PDL	D	8	Date format in CCYYMMDD Should be dated on or before the reference date
Date Classified as NPL	D	8	Date format in CCYYMMDD Should be dated 90 days or more from the date classified as PDL Should be dated on or before the reference date
Outstanding Amount	N	17	Amortized Cost before allowance for credit losses
Booked Allowance for Credit Losses (In Php)	N	17	
Status	N	1	1 - Outstanding 2 - New 3 - Delete
Reason for Deletion from the Verified Master List	N	1	1 - Issued with COE 2 - Reverted to Performing SCR 3 - Rescinded and reverted to ROPA 4 - Fully Paid 5 - Others Only applicable in subsequent submission of master list of NPAs. This refers to NPAs in the previously issued Final Master List that should be deleted/removed in the Final Master List as of the current reference date.
If Issued with COE, please specify COE number	C	25	Indicate the COE no. if the Reason for Deletion from Verified Master List is "Issued with COE" **BSP-FSS Unit No.-MMDDYY-00000-XXXXX (i.e., BSP-01-033121-00001-ABCDE)**

IV. Financial Assets Acquired in Settlement of Loans and Receivables

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Type of Financial Assets Acquired	N	1	1 - Debt Securities 2 - Equity Securities
ISIN/Stock Cert. No.	T	30	
Name of Issuer	C	60	Do not use abbreviations or acronyms; use SEC registered names
Issue Date	D	8	Date format in CCYYMMDD Should be dated on or before the reference date
Maturity Date	D	8	Date format in CCYYMMDD
Par Value (in Php)	N	17	
Date Booked	D	8	Date format in CCYYMMDD Date of booking of financial assets acquired in settlement/payment of loans and receivables Should be dated on or before the reference date
Book Value (in Php)	N	17	Amortized Cost before allowance for impairment losses
Allowance for Impairment Losses (in Php)	N	17	
Status	N	1	1 - Outstanding 2 - New 3 - Delete
Reason for Deletion from the Verified Master List	N	1	1 - Issued with COE 2 - Sold to Non-FIST Counterparties 3 - Matured and redeemed by issuer 4 - Others Only applicable in subsequent submission of master list of NPAs. This refers to NPAs in the previously issued Final Master List that should be deleted/removed in the Final Master List as of the current reference date.
If Issued with COE, please specify COE number	C	25	Indicate the COE no. if the Reason for Deletion from Verified Master List is "Issued with COE" **BSP-FSS Unit No.-MMDDYY-00000-XXXXX (i.e., BSP-01-033121-00001-ABCDE)**

Name of BSFI
<BSFI Code>
List of NPLs for Inclusion to Pool of NPAs for Sale/Transfer to FIST Counterparties
As of _____

Type of Borrower	Borrower Name			Borrower T.I.N.	Borrower Address	Promissory Note No.	Original Loan Amount (In Php)	Date Granted	Maturity Date	Date of Last Application of Payment	Loan Type	Date Classified as PDL	Date Classified as NPL[1/]	Amount Secured (In Php)	Amount Unsecured (In Php)	Type of Security	Outstanding Loan Amount (In Php)	Booked Allowance for Credit Losses (In Php)	For Updating of Final Master List Only		
																			Status	Reason for Deletion from the Final Master List	If Issued with COE, please specify COE number.
1 - Corporate 2 - Individual	A	B	C								1 - PDL 2 - ITL 3 - RL					1 - REM – Residential 2 - REM – Commercial 3 - REM – Agricultural 4 - CHM 5 - Other Collateral	140150000000000000	140150019000600000	1 - Outstanding 2 - New 3 - Delete	1 - Issued with COE 2 - Reverted to Performing Status 3 - Fully Paid 4 - Foreclosed 5 - Others	
				<numeric>		<numeric>	<amount>	Date format in CCYYMMDD	Date format in CCYYMMDD	Date format in CCYYMMDD		Date format in CCYYMMDD	Date format in CCYYMMDD ***Should be dated at least 90 days or more from the date classified as PDL** ***Should be dated on or before the reference date**	<amount>	<amount>		<amount> ***Auto Compute (sum of Amount Secured (In Php) and Amount Unsecured (In Php)**	<amount>		**<Editable if previous column (Status) is Delete else disabled>**	**<Editable if previous column (Reason for Deletion from the Verified Master List) is Issued with COE else disabled>**

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[1/] *NPL as defined under the FIST Act and its IRR*

Name of BSFI
<BSFI Code>
List of ROPAs for Inclusion to Pool of NPAs for Sale/Transfer to FIST Counterparties
As of _____

Property already consolidated in the name of the BSFI	Date when title to property was consolidated in name of BSFI	Type of Former Borrower/ Owner	Name of Former Borrower/Owner			T.I.N. of Former Borrower/ Owner	Former Borrower/ Owner Address	Type of Property	TCT No. /Plate No/Chassis No./Not Applicable	Date Booked as ROPA	Original Book Value (In Php)	Accumulated Depreciation (In Php)	Net Book Value (In Php)	Booked Allowance for Impairment Losses (In Php)	Latest Appraisal Date	Latest Appraised Value (In Php)	For Updating of Final Master List Only		
																	Status	Reason for Deletion from the Final Master List	If Issued with COE, please specify COE number
1 - Yes 2 - No		1 - Corporate 2 - Individual	A	B	C			1 - Land 2 - Land with Improvement 3 - tor Vehicle 4 - Jewelry 5 - Other			150100000000000000	185100000000000000		180100000000000000			1 - Outstanding 2 - New 3 - Delete	1 - Issued with COE 2- Sold to Non-FIST counterparties 3 - Reclassified to bank premises 4 - Others	
	Date format in CCYYMMDD ***Automatically "Not Applicable" if previous column (Property already consolidated in the name of the BSFI) is "No"**					<numeric>				Date format in CCYYMMDD ***Should be dated on or before reference date**	<amount>	<amount>	<amount> ***Auto Compute (difference of Original Book Value (In Php) and Accumulated Depreciation (In Php)**	<amount>	Date format in CCYYMMDD	<amount>		**<Editable if previous column (Status) is Delete else disabled>**	**<Editable if previous column (Reason for Deletion from the Verified Master List) is Issued with COE else disabled>**

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Name of BSFI
<BSFI Code>
List of SCRs for Inclusion to Pool of NPAs for Sale/Transfer to FIST Counterparties
As of _____

Type of Buyer/ Borrower	Name of Buyer/ Borrower			T.I.N. of Buyer/ Borrower	Address of Buyer/ Borrower	Type of Property	TCT No.	Date when title to property was consolidated in name of BSFI	Latest Appraisal Date	Latest Appraised Value (In Php)	SCR Contract No.	Original Amount (In Php)	Date Granted	Maturity Date	Date of Last Application of Payment	Date Classified as PDL	Date Classified as NPL[1/]	Outstanding Amount (In Php)	Booked Allowance for Credit Losses (In Php)	For Updating of Final Master List Only		
																				Status	Reason for Deletion from the Final Master List	If Issued with COE, please specify COE number
1 - Corporate 2 - Individual	A	B	C			1 - Land 2 - Land with Improvement 3 - Others						145150000000000000						145153000000000000	165451500000000000	1 - Outstanding 2 - New 3 - Delete	1 - Issued with COE 2 - Reverted to Performing SCR 3 - Rescinded and reverted to ROPA 4 - Fully Paid 5 - Others	
				<numeric>				Date format in CCYYMMDD	Date format in CCYYMMDD	<amount>		<amount>	Date format in CCYYMMDD	Date format in CCYYMMDD	Date format in CCYYMMDD	Date format in CCYYMMDD	Date format in CCYYMMDD ***Should be dated 90 days or more from the date classified as PDL** ***Should be dated on or before the reference date**	<amount>	<amount>		**<Editable if previous column (Status) is Delete else disabled>**	**<Editable if previous column (Reason for Deletion from the Verified Master List) is Issued with COE else disabled>**

<Increasing Rows>

[1/] *NPL as defined under the FIST Act and its IRR*

Name of BSFI
<BSFI Code>
List of Financial Assets Acquired in Settlement of Loans and Receivables for Inclusion to Pool of NPAs for Sale/Transfer to FIST Counterparties
As of _____

Type of Financial Assets Acquired 1 - Debt Securities 2 - Equity Securities	ISIN/ Stock Cert No.	Name of Issuer	Issue Date	Maturity Date	Par Value (In Php)	Date Booked	Book Value (In Php)	Allowance for Impairment Losses (In Php)	For Updating of Final Master List Only		
									Status	Reason for Deletion from the Final Master List	If Issued with COE, please specify COE number
									1 - Outstanding 2 - New 3 - Delete	1 - Issued with COE 2 - Sold to Non-FIST Counterparties 3 - Matured and redeemed by issuer 4 - Others	
			Date format in CCYYMMDD	Date format in CCYYMMDD	<amount>	Date format in CCYYMMDD ***Should be dated on or before the reference date**	<amount>	<amount>		**<Editable if previous column (Status) is Delete else disabled>**	**<Editable if previous column (Reason for Deletion from the Verified Master List) is Issued with COE else disabled>**

<Increasing Rows>

ANNEX B

Sworn Certification Template – Upon Submission of Master List of NPAs

Name of the BSP-Supervised Financial Institution (BSFI)

Pursuant to BSP Memorandum No. M-2021-___, we certify that the Master List of Non-Performing Assets (NPAs) as of quarter-ended _____, attached as Annex ___, is a true and accurate list of NPAs based on [*name of BSFI*]'s books and records and that they meet the definition of NPAs under Republic Act No. 11523, or the "Financial Institutions Strategic Transfer (FIST) Act," and its Implementing Rules and Regulations (IRR).

I/We understand that should the BSP subsequently determine that this Certification or any part thereof is false, *[name of BSFI]* and the undersigned may be subject to applicable penalties and administrative sanctions, including revocation of issued Certificate of Eligibility upon finding of violation, under the FIST Act and its IRR, BSP rules and regulations, as well as other relevant laws, rules and regulations.

_____
Name and Signature
President/CEO or Officer of Equivalent Rank
Date: _____

_____
Name and Signature
Chief Compliance Officer
Date: _____

SUBSCRIBED AND SWORN to before me this _____ day of 20__ at _____, with affiants exhibiting to me their [type of valid identification document/s]:

Name	Name of Identification and No.	Place Issued
President/CEO of Officer of Equivalent Rank		
Chief Compliance Officer		

_____
NOTARY PUBLIC

Not. Reg. No. _____
Doc. No. _____
Page No. _____
Series of _____

List of Requirements for Submission of Master List of Eligible Non-Performing Assets (NPA) and Application for Certificate of Eligibility (COE)[1]

I. General Instructions

A. Management shall provide certification if the requirement is not applicable or there is none on file.

B. The BSFIs shall use the prescribed Master List *Data Entry Template (DET) and NPA List for COE application DETs* which can be downloaded from *http://www.bsp.gov.ph/SES/reporting_templates* beginning 31 May 2021 and 30 June 2021, respectively. Please see Annex C.2 for NPA List for COE User Guide, Annex C.3 for NPA List COE Sale DET and Annex C.4 for NPA List COE Dacion DET.

C. Pursuant to BSP Memorandum No. M-2017-028 dated 11 September 2017 and BSP Memoranda Nos. 2017-014 and 2017-015 both dated 31 March 2017, BSFIs shall use only e-mail addresses officially registered with the Department of Supervisory Analytics (DSA) in electronically submitting reports. The same registered e-mail addresses shall be used by the BSP in acknowledging the submitted reports.

D. Additional schedules/requirements may be requested for reproduction/submission during the course of the master list review/verification and evaluation of COE application.

II. Master List of Eligible NPAs

A. The electronic submissions shall be transmitted to **FIST@bsp.gov.ph,** copy furnished the appropriate supervising department of the BSP, using the following prescribed format as subject:

FIST Masterlist <BSFI Name>, <Reference Period in DD Month CCYY>

For Example,

To : *FIST@bsp.gov.ph*
Subject : *FIST Masterlist* Bank ABC*, 31 March 2021*

The following are the primary requirements using the prescribed file names and file format:

[1] These requirements are only for the purpose of COE issuance by the BSP. Under Rule 5.1 (j), the FITSC/Individual, for its purpose, may require from the BSFI a different set of Data Package. Also, Rule 13.3 of the IRR provides that, in the transfer of NPAs, the parties shall exercise the requisite due diligence, and any fraud, collusion and irregularity shall be subject to penalties under Section 24 of the FIST Act, as well as other pertinent laws, rules and regulations.

Requirements	File name *Reference period (MMDDYY)*	File Format
1. Master List of NPAs (download the DET)	ML_Reference Period	xls
2. Letter of Intent	LOI_Reference Period	pdf
3. Corporate Secretary's Certificate on the approval of Board of Directors or Board of Trustees on the plan to sell/transfer NPAs to a FIST Corporation and/or individual	Sec Cert_Reference Period	pdf
4. Sworn certification	Sworn Cert ML_Reference Period	pdf
5. NPA Schedules (shall tie up with Financial Reporting Package (FRP) balances as of the same reference period and should contain primary master list information, at a minimum): a. Non-Performing Loans (NPL), reconcile with Schedule 11A of the FRP <u>With the following details, at a minimum:</u> • Name of Borrower • Promissory Note (PN) No. • Date Granted • Maturity Date • Original Amount • Outstanding Amount • Date of Last Application of Payment • Date Booked as Past Due • Allowance for Credit Losses		
1) Loans and Receivables [Classified as i. Past Due or Non-Performing excluding Items in Litigation (ITL); and ii. ITL]	Loans_Reference Period	pdf
2) Restructured Loans (Classified as i. Past Due or Non-Performing excluding ITL; and ii. ITL), reconcile with Schedule 11B of the FRP	RL_Reference Period	pdf
b. Sales Contract Receivables [SCR] (indicate nature and description of property, Transfer Certificate of Title (TCT) No., tax declaration, etc., as applicable)	SCR_Reference Period	pdf

Requirements	File name *Reference period (MMDDYY)*	File Format
c. Real and Other Properties Acquired [ROPA] (indicate nature and description of property, TCT No., Chassis No., etc., as applicable)	ROPA_Reference Period	pdf

III. COE

A. The electronic submissions shall be transmitted to **FIST@bsp.gov.ph,** copy furnished the appropriate supervising department of the BSP, using the following prescribed format as subject:

FIST COE <BSFI Name>, <Reference Period in DD Month CCYY>

The Reference Period shall always refer to the reference period of the Final Master List.

For Example.

To : FIST@bsp.gov.ph
Subject : FIST COE Bank ABC*, 31 March 2021*

B. The following are the primary requirements using the prescribed file names and file format:

Requirements	File name *Reference period (MMDDYY)*	File Format
1. NPA List for COE application, based on the Final Master List as of a quarter-ended reference date (download the DET)	NPA List COE Sale_Reference Period NPA List COE Dacion_Reference Period	xls xls
2. Letter of Application for COE	COE_Reference Period	pdf
3. Sworn Certification:		
a. FIST Corporation (FISTC)	Sworn Cert COE FISTC_Reference Period	pdf
b. Individual	Sworn Cert COE Ind_Reference Period	pdf
4. Notarized Deed of Transfer/Sale or equivalent document with the following minimum disclosures/ provisions: a. The sale is on "without recourse" basis;	Deed Sale_Reference Period	pdf

Requirements	File name *Reference period (MMDDYY)*	File Format
b. To hold free and harmless the BSP and its officers and staff; and c. Profit sharing agreement, if any. or Notarized Deed of Dacion or equivalent document	Deed Dacion_Reference Period	pdf
5. Board/Committee Resolution authorizing/approving the sale/transfer of NPAs to FITSC/individual	BR_Reference Period	pdf

C. Supporting Documents (File Name: Supporting Documents.zip)

All supporting documents should be submitted in one (1) zip file below are the expected folders and documents inside the zip file:

Requirements	Folder Name
1. For NPL	NPL_ <Promissory Note No.>
i. Promissory Note/Pawn Ticket; ii. Restructuring Agreement, if restructured loan; iii. Ledger balance as certified by the Accounting Officer or billing statement (for consumer/retail loans); iv. Last collection notice sent to the borrower; v. Proof of booking/classification as past due (e.g., accounting ticket/journal entry) vi. Proof of delivery or borrower's receipt of prior notice to the borrowers of the NPLs and all persons known to the selling BSFI to be holding prior encumbrances upon the assets mortgaged or subject to security interest on the planned transfer of said assets to FISTC/individuals in accordance with Sec. 12 of the Act and Rule 12.1 of the IRR; and <u>For Secured NPL</u> vii. Mortgage contracts and those involving easements and other encumbrances, and their corresponding annotations on the respective TCT or tax declaration if the property is untitled, as applicable.	
2. For SCR	SCR_ Name of Buyer/ Borrower
i. Notarized Sales Contract, or equivalent document; ii. Proof of property's ownership, e.g., TCT or tax declaration for unregistered land; and iii. Ledger balance as certified by the Accounting Officer or billing statement.	
3. For ROPA	ROPA_ Name of Buyer/ Borrower
i. Certificate of Sale (COS) for Extra-judicial foreclosure/Notarized Deed of Dacion in case of dation in payment/judgment in case of judicial foreclosure for real estate ROPAs with unconsolidated land title; ii. Proof of property's ownership, e.g., TCT, tax declaration for unregistered land, Certificate of Stocks or other certificate/proof of	

Requirements	Folder Name
participation in securities, Official Receipt/Certificate of Registration for motor vehicle; and iii. Latest Real Estate Tax Receipt, as applicable.	

NPA LIST FOR COE USER GUIDE

GENERAL INSTRUCTIONS

a. All amounts should be in **absolute value** (do not round-off). At no time should the amounts be less than zero.
b. All entries must be in **uppercase fonts**.
c. At no time should the borrower/issuer/entity/accountee names be entered using acronyms or abbreviations. For non-individuals, use only SEC registered names.

I. Non-Performing Loans (NPL)

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Type of Borrower	N	1	1 - Corporate 2 - Individual
Borrower Name	T	60	For individuals: A: Surname; B: First Name; C: Middle Name For institutions, do not use abbreviations or acronyms; use SEC registered names A: Institution Name
Borrower T.I.N.	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Borrower Address	C	200	
Promissory Note No.	T	30	
Original Loan Amount (in Php)	N	17	Original Loan Amount as indicated in the promissory note
Date Granted	D	8	Date format in CCYYMMDD
Date Classified as NPL	D	8	Date format in CCYYMMDD Should be dated on or before the reference date
Amount Secured (in Php)	N	17	Sum of AMTSEC and AMTUNSEC should equal the Outstanding Loan Amount. At no time should any of these be less than zero.
Amount Unsecured (in Php)	N	17	
Description of Collateral			
Type of Security	N	1	1 - REM – Residential 2 - REM – Commercial 3 - REM – Agricultural 4 - CHM 5 - Other Collateral

COLUMN NAME	TYPE	LENGTH	VALID VALUES
TCT No.	T	30	Transfer Certificate of Title Number
Tax Dec. No.	T	30	Tax Declaration Number
Registered Owner	C	60	
T.I.N. of Registered Owner	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Location of Property (St., Brgy., Mun / City, Province)	T	200	
Area (in sqm)	N	17	
Outstanding Loan Amount (in Php)	N	17	Shall be at amortized cost before allowance for credit losses. The amount indicated must equal the sum of amounts shown under "AmtSec" and "AmtUnsec". ***Auto Compute**
Booked Allowance for Credit Losses (in Php)	N	17	
Description of the Dacion Property (include TCT No., registered owner, T.I.N. of registered owner, land area in sqm, as applicable)	T	200	

II. Real and Other Properties Acquired (ROPA)

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Property already consolidated in the name of the BSFI	N	1	1 - Yes 2 - No
Date when title to property was consolidated in name of BSFI	D	8	Date format in CCYYMMDD or leave if blank if not consolidated in the name of the BSFI
Type of Former Borrower/Owner	N	1	1 - Corporate 2 - Individual
Name of Former Borrower/Owner	C	60	For individuals: A: Surname; B: First Name; C: Middle Name For institutions, do not use abbreviations or acronyms; use SEC registered names A: Institution Name
T.I.N. of Former Borrower/Owner	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Former Borrower/Owner Address	C	200	
Type of Property	N	1	1 - Land 2 - Land with Improvement 3 - Motor Vehicle 4 - Jewelry 5 - Others
TCT No. / Plate Number / Chassis No. / Not Applicable	T	30	For not applicable, indicate Not Applicable
Description of Real Property			
Type of Real Property	N	1	1 - Residential 2 - Commercial 3 - Agricultural
Tax Dec. No.	T	30	Tax Declaration Number
Registered Owner	C	60	
T.I.N. of Registered Owner	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Location of Property (St., Brgy., Mun/ City, Province)	C	200	
Area (in sqm)	N	17	
Date Booked as ROPA	D	8	Date format in CCYYMMDD Should be dated on or before reference date
Net Book Value (In Php)	N	17	Should be the difference of the Original Book Value and Accumulated Depreciation before Allowance for Impairment Losses ***Auto Compute**
Booked Allowance for Impairment Losses (In Php)	N	17	
Latest Appraisal Date	D	8	Date format in CCYYMMDD
Latest Appraised Value (In Php)	N	17	

III. Sales Contract Receivables (SCR)

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Type of Borrower/ Buyer	N	1	1 - Corporate 2 - Individual
Name of Borrower/Buyer	C	60	For individuals: A: Surname B: First Name C: Middle Name For institutions, do not use abbreviations or acronyms; use SEC registered names

COLUMN NAME	TYPE	LENGTH	VALID VALUES
			A Institution Name
T.I.N. of Borrower/Buyer	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Address of Borrower/Buyer	C	200	
Type of Property	N	1	1 - Land 2 - Land with Improvement 3 - Others
TCT No.	T	30	Transfer Certificate of Title Number
Description of Real Property			
Type of Real Property	N	1	1 - Residential 2 - Commercial 3 - Agricultural
Tax Dec. No.	T	30	Tax Declaration Number
Registered Owner	C	60	
T.I.N. of Registered Owner	N	12	Dash (-) in T.I.N. should not be included Ex. T.I.N. 135-958-913-000 should be encoded as 135954913000
Location of Property (St., Brgy., Mun/City, Province)	C	200	
Area (in sqm)	N	17	
Date when title to property was consolidated in name of BSFI	D	8	Date format in CCYYMMDD
Latest Appraisal Date	D	8	Date format in CCYYMMDD
Latest Appraised Value (In Php)	N	17	
SCR Contract No.	T	30	
Original Amount (In Php)	N	17	
Date Granted	D	8	Date format in CCYYMMDD
Date Classified as NPL	D	8	Date format in CCYYMMDD Should be dated 90 days or more from the date classified as PDL Should be dated on or before the reference date
Outstanding Amount	N	17	Amortized Cost before allowance for credit losses
Booked Allowance for Credit Losses (In Php)	N	17	

IV. Financial Assets Acquired in Settlement of Loans and Receivables

COLUMN NAME	TYPE	LENGTH	VALID VALUES
Type of Financial Assets Acquired	N	1	1 - Debt Securities 2 - Equity Securities
ISIN/Stock Cert. No.	T	30	
Name of Issuer	C	60	Do not use abbreviations or acronyms; use SEC registered names
Date Booked	D	8	Date format in CCYYMMDD Date of booking of financial assets acquired in settlement/payment of loans and receivables Should be dated on or before the reference date
Book Value (in Php)	N	17	Amortized Cost before allowance for impairment losses
Allowance for Impairment Losses (in Php)	N	17	

Name of BSFI
<BSFI Code>
List of Non-Performing Loans
As of _____

Type of Borrower 1 - Corporate 2 - Individual	Borrower Name			Borrower T.I.N.	Borrower Address	Promisory Note No.	Original Loan Amount (In Php)	Date Granted	Date Classified as NPL[1/]	Amount Secured (In Php)	Amount Unsecured (In Php)	Description of Collateral							Outstanding Loan Amount (In Php)	Booked Allowance for Credit Losses (In Php)
												Type of Security 1 - REM – Residential 2 - REM – Commercial 3 - REM – Agricultural 4 - CHM 5 - Other Collateral	TCT No.	Tax Dec. No.	Registered Owner	T.I.N. of Registered Owner	Location of Property (St., Brgy., Mun/City, Province)	Area (in sqm)		
	A	B	C																140150000000000000	140150019000600000
				<numeric>		<numeric>	<amount>	Date format in CCYYMMDD	Date format in CCYYMMDD ***Should be dated on or before the reference date**	<amount>	<amount>					<numeric>		<numeric>	<amount> ***Auto Compute (sum of Amount Secured (In Php) and Amount Unsecured (In Php)**	<amount>

<Increasing Rows>

[1/] *NPL as defined under the FIST Act and its IRR*

Name of BSFI
<BSFI Code>
List of Real and Other Properties Acquired
As of _____

Property already consolidated in the name of the BSFI 1 - Yes 2 - No	Date when title to property was consolidated in name of BSFI	Type of Former Borrower/ Owner 1 - Corporate 2 - Individual	Name of Former Borrower/Owner			T.I.N. of Former Borrower/ Owner	Former Borrower/ Owner Address	Type of Property 1 - Land 2 - Land with Improvement 3 - Motor Vehicle 4 - Jewelry 5 - Other	TCT No./ Plate No/ Chassis No./ Not Applicable	Description of Real Property						Date Booked as ROPA	Net Book Value (In Php)	Booked Allowance for Impairment Losses (In Php)	Latest Appraisal Date	Latest Appraised Value (In Php)
			A	B	C					Type of Real Property 1 - Residential 2 - Commercial 3 - Agricultural	Tax Dec. No.	Registered Owner	T.I.N. of Registered Owner	Location of Property (St., Brgy., Mun/ City, Province)	Area (in sqm)			180100000000000000		
	Date format in CCYYMMDD ***Automatically "Not Applicable" if previous column (Property already consolidated in the name of the BSFI) is "No"**					<numeric>										Date format in CCYYMMDD *Should be dated on or before reference date	<amount>	<amount>	Date format in CCYYMMDD	<amount>

<Increasing Rows>

Name of BSFI
<BSFI Code>
List of Sales Contract Receivables
As of _____

Type of Buyer/ Borrower	Name of Buyer/ Borrower			T.I.N. of Buyer/ Borrower	Address of Buyer/ Borrower	Type of Property	TCT No.	Description of Real Property						Date when title to property was consolidated in name of BSFI	Latest Appraisal Date	Latest Appraised Value (In Php)	SCR Contract No.	Original Amount (In Php)	Date Granted	Date Classified as NPL[1/]	Outstanding Amount (In Php)	Booked Allowance for Credit Losses (In Php)
								Type of Real Property	Tax Dec. No.	Registered Owner	T.I.N. of Registered Owner	Location of Property (St., Brgy., Mun/City, Province)	Area (in sqm)									
1 - Corporate 2 - Individual	A	B	C			1 - Land 2 - Land with Improvement 3 - Others		1 - Residential 2 - Commercial 3 - Agricultural										145150000000000000			145153000000000000	165451500000000000
														Date format in CCYYMMDD	Date format in CCYYMMDD	<amount>		<amount>	Date format in CCYYMMDD	Date format in CCYYMMDD *Should be dated on or before the reference date	<amount>	<amount>

<Increasing Rows>

[1/] *NPL as defined under the FIST Act and its IRR*

Name of BSFI
<BSFI Code>
List of Financial Assets Acquired in Settlement of Loans and Receivables
As of _____

Type of Financial Assets Acquired 1 - Debt Securities 2 - Equity Securities	**ISIN/ Stock Cert No.**	**Name of Issuer**	**Date Booked**	**Book Value (In Php)**	**Allowance for Impairment Losses (In Php)**
			Date format in CCYYMMDD *Should be dated on or before the reference date	<amount>	<amount>

<Increasing Rows>

Name of BSFI
<BSFI Code>
List of Non-Performing Loans
As of _____

Type of Borrower	Borrower Name			Borrower T.I.N.	Borrower Address	Promisory Note No.	Original Loan Amount (In Php)	Date Granted	Date Classified as NPL[1/]	Amount Secured (In Php)	Amount Unsecured (In Php)	Description of Collateral							Outstanding Loan Amount (In Php)	Booked Allowance for Credit Losses (In Php)	Description of the Dacion Property (include TCT No., registered owner, T.I.N. of registered owner, land area in sqm, as applicable)
												Type of Security	TCT No.	Tax Dec. No.	Registered Owner	T.I.N. of Registered Owner	Location of Property (St., Brgy., Mun/ City, Province)	Area (in sqm)			
1 - Corporate 2- Individual	A	B	C									1 - REM – Residential 2 - REM – Commercial 3 - REM – Agricultural 4 - CHM 5 - Other Collateral							140150000000000000	140150019000600000	
				<numeric>		<numeric>	<amount>	Date format in CCYYMMDD	Date format in CCYYMMDD ***Should be dated on or before the reference date**	<amount>	<amount>					<numeric>		<numeric>	<amount> ***Auto Compute (sum of Amount Secured (In Php) and Amount Unsecured (In Php)**	<amount>	

<Increasing Rows>

[1/] *NPL as defined under the FIST Act and its IRR*

ANNEX D-1

Sworn Certification Template – Upon application of COE (FISTC)

Name of the BSP-Supervised Financial Institution (BSFI)

Relative to *[name of BSFI]*'s application/request for issuance of Certificate of Eligibility (COE) pursuant to Republic Act No. 11523, otherwise known as the "Financial Institutions Strategic Transfer (FIST) Act," and its Implementing Rules and Regulations (IRR), the undersigned certify that:

1. The assets to be sold/transferred, as identified in the attached *[Annex/List/Document]*, are non-performing assets (NPAs), as defined under Section 3 (h) to (j) of the FIST Act and items Rule 3.1 (t) to (v) of its IRR, and have become non-performing on or before 31 December 2022;
2. *[Name of BSFI*] has neither legal or beneficial ownership of more than 10 percent nor direct or indirect control over *[name of transferee FISTC]* in accordance with Section 3 (k) of the FIST Act and Rule 3.1 (x) of its IRR;
3. The borrowers of the non-performing loans (NPLs) and all persons holding prior encumbrances upon the assets mortgaged or subject to security interest, if any, have been notified of the proposed sale/transfer and were given 30 days from receipt of notice within which to restructure or renegotiate the terms of the loan pursuant to Section 12(a) of the FIST Act and Rule 12.1 of its IRR;
4. Despite the 30-day period given to the borrower(s), there was no successful renegotiation or restructuring of the subject NPLs between *[name of BSFI]* and the borrower(s); and
5. The proposed sale/transfer of said NPAs is in the nature of a true sale, in accordance with Section 13 of the FIST Act and Rule 13 of its IRR.

We further certify that the assets to be sold/transferred to *[name of the transferee FISTC*] are included in the Final Master List of NPAs, as verified by the BSP, as of quarter ended _____, and that *[name of BSFI]* has performed the appropriate Know-Your-Customer or anti-money laundering-related procedures on *[name of the transferee FISTC*].

I/We understand that should the BSP subsequently determine that this Certification or any part thereof is false, *[name of BSFI]* and the undersigned may be subject to applicable penalties and administrative sanctions, including revocation of issued COE upon finding of violation, under the FIST Act and its IRR, BSP rules and regulations, as well as other relevant laws, rules and regulations.

_____
Name and Signature
President/CEO or Officer of Equivalent Rank
[Country Head (*in the case of foreign bank branch*)]
Date: _____

_____
Name and Signature
Chief Compliance Officer
Date: _____

SUBSCRIBED AND SWORN to before me this _____ day of 20__ at _____, with affiants exhibiting to me their [type of valid identification document/s]:

Name	Name of Identification and No.	Place Issued
President/CEO of Officer of Equivalent Rank		
Chief Compliance Officer		

_____
NOTARY PUBLIC

Not. Reg. No. _____
Doc. No. _____
Page No. _____
Series of _____

ANNEX D.2

Sworn Certification Template – Upon application of COE - Individual

Name of the BSP-Supervised Financial Institution (BSFI)

Relative to *[name of BSFI]*s application/request for issuance of Certificate of Eligibility (COE) pursuant to Republic Act No. 11523, otherwise known as the "Financial Institutions Strategic Transfer (FIST) Act," and its Implementing Rules and Regulations (IRR), the undersigned certify that:

1. The asset to be sold/transferred, as identified in the attached *[Annex/Document]*, is a non-performing asset (NPA), as defined under Section 3 (h) to (j) of the FIST Act and Rule 3 (u) to (v) of its IRR, *[To add the phrase* "and has become non-performing on or before 31 December 2022*" if the sworn statement is executed after 31 December 2022]*;
2. The subject NPA is a *[state exactly whether it is a single-family residential unit or an empty lot, or a non-performing loan (NPL) secured by a real estate mortgage on a residential unit or an empty lot]*;
3. The proposed sale/transfer to the *[name of the transferee individual]* is a single transaction covering *[state exactly whether one residential unit or empty lot only],* and *[name of BSFI]* has had no other application for issuance of COE with the BSP covering the transfer of any NPA to *[name of transferee individual]*;
4. *[To include if the proposed sale/transfer involves NPL secured by a real estate mortgage on a residential unit or an empty lot]* The borrowers of the NPLs and all persons holding prior encumbrances upon the assets mortgaged or subject to security interest, if any, have been notified of the proposed sale/transfer and were given 30 days from receipt of notice within which to restructure or renegotiate the terms of the loan pursuant to Section 12(a) of the FIST Act and Rule 12.1 of its IRR;
5. *[To include if the proposed sale/transfer involves NPL secured by a real estate mortgage on a residential unit or an empty lot]* Despite the 30-day period given to the borrower(s), there was no successful renegotiation or restructuring of the subject NPLs between *[name of BSFI]* and the borrower(s); and
6. The proposed sale/transfer of said NPA is in the nature of a true sale, in accordance with Section 13 of the FIST Act and Rule 13 of its IRR.

We further certify that the asset to be sold/transferred to *[name of the transferee individual*] is included in the Final Master List of NPAs, as verified by the BSP, as of quarter ended _____, and that *[name of BSFI]* has performed the appropriate Know-Your-Customer or anti-money laundering-related procedures on *[name of the transferee individual*].

I/We understand that should the BSP subsequently determine that this Certification or any part thereof is false, *[name of BSFI]* and the undersigned may be subject to applicable penalties and administrative sanctions, including revocation of issued COE upon finding of violation, under the FIST Act and its IRR, BSP rules and regulations, as well as other relevant laws, rules and regulations.

_____	_____
Name and Signature	Name and Signature
President/CEO or Officer of Equivalent Rank	Chief Compliance Officer
[Country Head (*in the case of foreign bank branch*)]	Date: _____
Date: _____	

SUBSCRIBED AND SWORN to before me this _____ day of 20__ at _____, with affiants exhibiting to me their [type of valid identification document/s]:

Name	Name of Identification and No.	Place Issued
President/CEO of Officer of Equivalent Rank		
Chief Compliance Officer		

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