



PRINCIPLES OF BUSINESS MODULE



MODULE:

PB (Principles of Business)

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MODULE	PB:	Principles of Business
CHAPTER	PB-A:	Introduction

PB-A.1 Purpose

Executive Summary

PB-A.1.1 The principles of Business are a general statement of the fundamental obligations of all Central Bank of Bahrain (“CBB”) Islamic bank licensees and approved persons. They serve as a basis for other material in Volume 2 (Islamic Banks), and help address specific circumstances not covered elsewhere in the Rulebook.

PB-A.1.2 The Principles of Business have the status of Rules and apply alongside other Rules contained in Volume 2 (Islamic Banks). However, these other Rules do not exhaust the fundamental obligations contained in the Principles. Compliance with all other Rules, therefore, does not necessarily guarantee compliance with the Principles of Business.

Legal Basis

PB-A.1.3 This Module contains the CBB’s Directive (as amended from time to time) relating to Principles of Business and is issued under the powers available to the CBB under Article 38 of the Central Bank of Bahrain and Financial Institutions Law 2006 (‘CBB Law’). The Directive in this Module is applicable to all Islamic bank licensees (including their approved persons).

PB-A.1.4 For an explanation of the CBB’s rule-making powers and different regulatory instruments, see Section UG-1.1.



MODULE	PB:	Principles of Business
CHAPTER	PB-A:	Introduction

PB-A.2 Module History

PB-A.2.1 This Module was first issued on 1st January 2005 by the BMA as part of the Islamic principles volume. Any material changes that have subsequently been made to this Module are annotated with the calendar quarter date in which the change was made; Chapter UG-3 provides further details on Rulebook maintenance and version control.

PB-A.2.2 When the CBB replaced the BMA in September 2006, the provisions of this Module remained in force. Volume 2 was updated in October 2007 to reflect the switch to the CBB; however, new calendar quarter dates were only issued where the update necessitated changes to actual requirements.

PB-A.2.3 A list of recent changes made to this Module is provided below:

Module Ref.	Change Date	Description of Changes
PB-A.1	10/2007	New Rule PB-A.1.3 introduced, categorising this Module as a Directive.
PB-1.1	10/2007	Small expansion of Principle 1 to refer to disclosure of all relevant information to customers, as required by CBB Regulations and Directives. Reordering and expansion of other principles, although no substantive changes.
PB-A.1.3	01/2011	Clarified legal basis.
PB-B.1.5	01/2011	Corrected cross reference.
PB-1.1.10	01/2011	Corrected formatting.



MODULE	PB:	Principles of Business
CHAPTER	PB-B:	Scope of Application

PB-B.1 Scope of Application

PB-B.1.1 The 10 Principles of Business apply to all CBB Islamic bank licensees, in accordance with Paragraph PB-B.1.2. Principles 1-8 (Paragraphs PB-1.1 to PB-1.8 inclusive) also apply to all approved persons, in accordance with Paragraph PB-B.1.3.

PB-B.1.2 Principles 1 to 10 apply to activities carried out by the Islamic bank licensee, including activities carried out through overseas branches (if any). Principles 9 and 10 also take into account any activities of other members of the group of which the Islamic bank licensee is a member.

PB-B.1.3 Principles 1 to 8 apply to approved persons in respect of the controlled function for which they have been approved.

PB-B.1.4 Principles 1 to 8 do not apply to behaviour by an approved person with respect to any other functions or activities they may undertake. However, behaviour unconnected to their controlled function duties may nonetheless be relevant to an assessment of that person's fitness and propriety.

PB-B.1.5 The CBB's requirements regarding approved persons and controlled functions are located in Module LR (Licensing Requirements).



MODULE	PB:	Principles of Business
CHAPTER	PB-C:	Scope of Application

PB-B.2 Non-compliance

- PB-B.2.1 Breaching a Principle of Business makes the Islamic bank licensee or approved person concerned liable to enforcement action. In the case of a licensee, this may call into question whether they continue to meet the licensing conditions (see Chapter LR-2). In the case of an approved person, this may call into question whether they continue to meet the “fit and proper” requirements for the function for which they have been approved (see Section HC-2.2).
- PB-B.2.2 Module EN (Enforcement) sets out the CBB’s policy and procedures on enforcement action.



MODULE	PB:	Principles of Business
CHAPTER	PB-1:	Principles

PB-1.1 Principles

Principle 1 – Integrity

PB-1.1.1

Islamic bank licensees and approved persons must observe high standards of integrity and fair dealing. They must be honest and straightforward in their dealings with customers, and provide full disclosure of all relevant information to customers, as required by the CBB's Regulations and Directives. Banks' management must safeguard not only the interests of shareholders of the bank, but also those of the Profit Sharing Investment Account (PSIA) holders.

Principle 2 – Conflicts of Interest

PB-1.1.2

Islamic bank licensees and approved persons must take all reasonable steps to identify, and prevent or manage, conflicts of interest that could harm the interests of a customer. Again the bank's management must bear in mind the interests of shareholders and PSIA holders.

Principle 3 – Due Skill, Care and Diligence

PB-1.1.3

Islamic bank licensees and approved persons must act with due skill, care and diligence.

Principle 4 – Confidentiality

PB-1.1.4

Islamic bank licensees and approved persons must observe in full any obligations of confidentiality, including with respect to customer information. This requirement does not over-ride lawful disclosures.

Principle 5 – Market Conduct

PB-1.1.5

Islamic bank licensees and approved persons must observe proper standards of market conduct, and avoid action that would generally be viewed as improper.



MODULE	PB:	Principles of Business
CHAPTER	PB-1:	The Principles

PB-1.1 Principles (Continued)

Principle 6 – Customer Assets

PB-1.1.6 Islamic bank licensees and approved persons must take reasonable care to safeguard the assets and deposits of customers for which they are responsible.

Principle 7 – Customer Interests

PB-1.1.7 Islamic bank licensees and approved persons must pay due regard to the legitimate interests and information needs of their customers and communicate with them in a fair and transparent manner. Islamic bank licensees and approved persons, when dealing with customers who are entitled to rely on their advice or discretionary decisions, must take reasonable care to ensure the suitability of such advice or decisions.

Principle 8 – Relations with Regulators/Supervisors

PB-1.1.8 Islamic bank licensees and approved persons must act in an open and co-operative manner with the CBB and other regulatory/supervisory bodies under whose authority they come under. They must take reasonable care to ensure that their activities comply with all applicable laws and regulations.

Principle 9 – Adequate Resources

PB-1.1.9 Islamic bank licensees must maintain adequate human, financial and other resources sufficient to run their business in an orderly manner.

Principle 10 – Management, Systems & Controls

PB-1.1.10 Islamic bank licensees' Boards of Directors and Shari'a Boards (where applicable) and management must take reasonable care to ensure that their affairs are managed effectively and responsibly, with appropriate systems and controls in relation to the size and complexity of their operations. Islamic bank licensees' systems and controls, as far as is reasonably practical, must be sufficient to manage the level of risk inherent in their business and ensure compliance with the CBB Rulebook. In particular, the CBB requires that banks comply with all AAOIFI issued accounting standards as well as the Shari'a pronouncements issued by the Shari'a Board of AAOIFI.