

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

Capital Market and Corporate Governance Institute
Capital Market Development Authority

Reference No: IL-CMDA/2009/31

Date: 14th October 2009

With regard to the notice by CMDA dated 8th September 2009 (Reference No: IL-CMDA/2009/25), we inform that the tender was cancelled.

As such Capital Market Development authority would like to extend an invitation to all interested parties to submit a proposal for creating a Directors and Company Secretaries Manual.

Directors and Company Secretaries Manual

Objective

To create a practical guide for Directors, and Company Secretaries so that they can understand vital information and relevant issues that is essential to govern and safeguard the organization against risk. (The manual can also be a guide to the Senior Management)

The *Directors and Company Secretaries Manual* should be a complete source of information that brings together various facets of the legal and regulatory aspects of the role and the rights and obligations of directors and company secretaries.

Output

Develop the manual as per the following requirements of CMDA

- a) Review laws regulations and best practices (Company Act, Securities Act, Prevention and Prohibition of Corruption Act, Pension Act, Listing Rules, Corporate Governance Code, **other relevant Laws and regulations** and global best practices.
- b) Present findings from (a) to CMDA
- c) The manual should be supported by checklists, examples, and practical tips on how to manage their role as a director, including the associated risks where appropriate.

d) The outline and structure should be included in the proposal and at minimum the manual should cover the following areas

- Duties and responsibilities of directors and secretaries
- Corporate Governance and Accountability
- Corporate Disclosures
- Policies pertaining to the board
- Remuneration matters and Disclosure
- Management Matters
- Board meetings and committees
- Financial issues/Information
- Internal Controls and safeguarding asset
- Risk Management
- Environmental Liability
- Unlawful Trade Practices
- Investor And Media Relations
- Corporate social responsibility

The proposal best suited for our requirements will be selected by taking into account the above requirements.

Interested parties must deliver their proposals (with financial details) to the following address *by 12.00 pm on 22nd October 2009* by regular mail or e-mail.

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