



بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

Capital Market Development Authority
Male', REPUBLIC OF MALDIVES

CLARIFICATION OF ISSUE

**Ministry of Finance & Treasury's representative to the Capital Market Development Authority
(CMDA) Board of Directors voting at the Maldives Tourism Development Corporation Plc
(MTDC) AGM**

The vote which the Ministry of Finance and Treasury's representative has exercised at the MTDC AGM, as the representative of the government, is a vote exercised by that representative as a shareholder, not a director of MTDC or CMDA. No question of conflict therefore arises, as it is well established that a shareholder (who is also a director) is entitled to vote in such manner as the shareholder wishes and does not owe fiduciary obligations to the company.

At a general meeting, therefore, the government representative is entitled to cast votes held by the representative to advance the interests of the government in the matter. The position is different from the way in which government representative on the Board of the company is required to act. A Board member is under fiduciary obligations to the company and may not advance personal interests at the expense of the interests of the company.

28 September 2010

