

Schedule-IV

Fit and Proper Criteria for Appointment of Independent Directors, Chief Executive Officer, Company Secretary and all other Senior Management Officers

As per Section 16 of State Owned Enterprises (Governance & Operations) Act, 2023

For the purpose of determining as to whether a person proposed to be appointed as director is a 'fit and proper person' the appointing authorities shall take into account any consideration as it deems fit, including but not limited to the following criteria, namely that the candidate for appointment:-

- a) has the skills, knowledge and experience to assist the state-owned enterprise achieve its primary and other objectives;
- b) has at least a graduate degree
- c) is a businessman of repute or a recognized professional with relevant sectoral experience;
- d) is financially literate;
- e) has no convictions or civil liabilities;
- f) has good reputation and character and exhibits high ethical standards;
- g) is not disqualified to act as a director stipulated in this Act or any other law applicable to the functioning of a state-owned enterprise;
- h) has not been subject to an adverse order passed by the Securities and Exchange Commission of Pakistan or any other sector regulator;
- i) has not been subject to an order passed by the Securities and Exchange Commission of Pakistan or any other regulatory authority, withdrawing or refusing to grant any license or approval to him which has a bearing on the capital market; and
- j) does not suffer from a conflict of interest; this includes political office holders whether or not in a legislative role.