

### Securities and Exchange Commission of Pakistan 63-NIC Building, Blue Area, Islamabad (Administration Department)

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**February 4, 2013** 

# Subject: Request for Quotations - Printing of "Members Meetings and Resolutions Guide"

The Commission intends to print "Members Meetings and Resolutions Guide" as per specifications given below and design attached:

S. No.	Specification	Qty
1	Members Meetings and Resolutions Guide (Booklet) Size: A4 Paper Quality: Imported Printing Colors: As per attached designs  Title Page – Front & Back (Total Page = 2) (Design Attached) Paper Type = Art Card Paper weight = 280 Gram  Internal Pages (Total Pages = 32) (Design Attached) Paper Type = Matt Paper weight = 110 gram  Color = As per Design  Binding Style = Gum Binding	2000 Booklets

**Note:** Designs other than the one defined herewith may also be quoted along with specifications.

- **Price** must be inclusive of all taxes applicable by Govt. of Pakistan.
- **Delivery** time within 07 days of receiving of Purchase Order
- **Validity** Minimum 30 Days from quoted date.
- **Bid Submission** Time within 7 days after receiving this RFQ.
- **Warranty Period:** warranty must be mentioned on the quote (if applicable).
- **Quantity/Items/Designs** given/attached may increase/decrease or change.

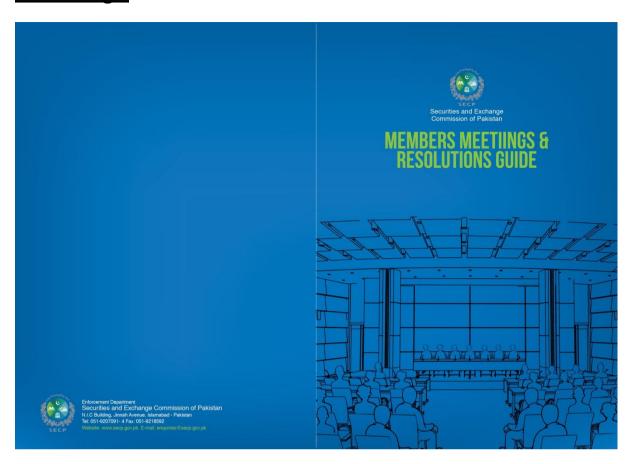
If you are interested, please submit sealed quotation for the above item to the undersigned address:

SECP, 63-NIC Building, Jinnah Avenue, Blue Area, and Islamabad within the specified period.

In case of any query, you may also contact undersigned. An early and quick response will be appreciated. With best regards.

M. Ubaidullah Khalid AD (Admin)

## **Title Page**



## **Inner Page**

### Introduction

The meetings of members of a company are a pivot around which the concept of corporate democracy revolves. The members meetings have a particular role and significance in the functioning and administration of companies. All important decisions in case of companies are generally taken at the members meetings. Since the members be ont directly participate in the day-to-day operations of the company by giving therefore, the members meetings provide a forum to align themselves with the management of the company by giving their approval at the time of making important decisions. It is very important that at the time of seeking approval from the members the management of the company discloses to the members in the notice of meeting and its annexure the material facts related to the business that is to be resolved by them. The effective disclosures are paramount to safeguard the interests of the members of a company.

The present guide titled "Members Meetings and Resolutions Guide" is aimed at assisting the personnel tasked with secretarial responsibilities in successfully carrying out pre-meeting preparations and conducting structured and purposeful meetings.

purposeful meetings.

This guide answers many frequently asked questions (FAQs) providing guidance regarding members meetings in line with the relevant provisions of the Companies Ordinance, 1984 (Ordinance). The templates of various resolutions have been added through appropriate illustrations which may be used while drafting resolutions to be passed in general meetings of the company. The templates are for illustrative purposes and may therefore not be taken as exhaustive information. Other resolutions may be passed by the members in their meeting where the subject matter is presumed important to be put forth in the members meetings. In addition, requirements with regard to a specific resolution have also been provided. In the end of the guide a checklist is provided regarding approvals and authorities involved for ease of reference.

This document is aimed at providing guidance to companies and should at all times be read in the light of the prevailing law. In case of any conflict between the law and this document, the law shall prevail.

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### Frequently Asked Questions

Q1. What is a resolution?

A. A resolution is an agreement or decision made by the members, a class of members, or the directors of a company to carry out certain changes. The day-to-day decisions are normally taken at Board of Directors meetings, however, in certain cases these decisions are to be approved by the members in their general meetings.

Q2. What is an ordinary business?

A. Consideration of the accounts, balance sheets and the reports of the directors and auditors, the declaration of a dividend, the appointment and fixing of remuneration of auditors and election or appointment of directors are ordinary businesses.

A. Business other than consideration of the accounts, balance sheets and the reports of the directors and auditors, the declaration of a dividend, the appointment and fixing of remuneration of auditors and election or appointment of directors.

Q4. What is an ordinary resolution?

A. An ordinary resolution of the members of a company means a resolution that is passed by a simple majority.

O5. What is a special resolution?

A resolution that has been passed by a majority of not less than three-fourths of such members entitled to vote as are present in person or by proxy at a general meeting of which not less than twenty one days notice specifying the intention to propose the resolution as a special resolution has been duly given. Provided that, if all the members entitled to attend and vote at any such meeting so agree, a resolution may be proposed and passed as a special resolution at a meeting for which not less than twenty one days notice has been given. Not all special businesses require special resolution, special resolution is required in business. special resolution, special resolution is required in obsiness transacted under Section 21,28,39,86,92,95A,96,112,192,202,208,252,305 and 358 of the Companies Ordinance, 1984 ("Ordinance").

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