

**Government of Pakistan  
Privatisation Commission**

**MODEL CHECK LIST INDICATING ACTIONS THAT MAY BE TAKEN / SHOULD NOT BE  
TAKEN BY AN ENTERPRISE ON THE PRIVATISATION LIST  
(With or Without Prior Consent / Clearance of Privatisation Commission)**

S#	Actions may be taken without prior consent/ clearance of Privatisation Commission	Actions to be taken with prior consent/clearance of Privatisation Commission
1	<p><b><u>Management</u></b></p> <ul style="list-style-type: none"> <li>✓ Undertaking routine hiring, filling of vacancies due to resignation, retirement etc.</li> <li>✓ Take decision with respect to all litigation matters by or against the company.</li> <li>✓ Regularly attend the courts proceedings filed by and against PC/ unit jointly.</li> <li>✓ Undertake normal business activities</li> </ul>	<p><b><u>Management</u></b></p> <ul style="list-style-type: none"> <li>• Change of CEO, CFO, COO, Board of Directors, etc.</li> <li>• Major administrative changes.</li> <li>• Hiring other than in normal course.</li> <li>• Setting up / winding up of companies (including subsidiaries, affiliates or Associates).</li> <li>• Implementation of existing and new development plans.</li> <li>• Sale or transfer of licenses, permits etc.</li> <li>• Closing of any line of business.</li> </ul>
2	<p><b><u>Employees</u></b></p> <ul style="list-style-type: none"> <li>✓ CBA Agreements as per law.</li> <li>✓ Transfer of employees, in case of re-structured entities and finalization of payroll. Final list of the employees transferred to restructured entities to be provided to Privatisation Commission.</li> <li>✓ Completion and finalization of the actuarial valuations of employee benefits (pensions, medicine, free electricity etc.) for the employees transferred to re-structured entities.</li> <li>✓ Agreement between re-structured entities and the main entity for the use of facilities of main entity for employees.</li> </ul>	<p><b><u>Employees</u></b></p> <ul style="list-style-type: none"> <li>• Introduction of any severance scheme.</li> <li>• Changes in employee's benefits between the pre-bid meeting and the bidding date.</li> <li>• Transfer of employees from main entity to the re-structured entity or vice versa after finalization of list of employees transferred to the re-structured entities.</li> <li>• Changes in terminal benefits/ employees' salaries.</li> </ul>

4	<p><b><u>Financial</u></b></p> <ul style="list-style-type: none"> <li>✓ Provision of monthly operating results (Profit &amp; Loss and Balance Sheet) and audited accounts, as per audit schedule.</li> <li>✓ Finalization of company financial statements upon completing the transfer of assets/liabilities if any.</li> <li>✓ Closure of Business Transfer Agreement (BTA)/Supplementary Business Transfer Agreement (SBTA) and proper transfer of shares to GOP;</li> <li>✓ Separation of the management and accounts of the re-structured entities.</li> </ul>	<p><b><u>Financial</u></b></p> <ul style="list-style-type: none"> <li>• Material change affecting the Financial Statements.</li> <li>• Fresh borrowing and related guarantees.</li> <li>• Financial and contractual obligations outside the normal course of business.</li> <li>• Major financial restructuring.</li> <li>• Capital expenditure of any kind over and above that of routine maintenance and repair.</li> <li>• Declaration of dividend after bidding date.</li> </ul>
5	<p><b><u>Assets &amp; Investments</u></b></p> <ul style="list-style-type: none"> <li>✓ Regularization of the transfer of all immovable assets which are currently in possession of the company but where the legal titles of ownership does not exist</li> <li>✓ Regularization and transfer of the ownership of all movable assets (vehicles) currently in use of the company but where the legal titles of ownership does not exist</li> <li>✓ Completion and update of list of assets (fixed assets register) under the control of the company (list be provided to Privatisation Commission).</li> </ul>	<p><b><u>Assets &amp; Investments</u></b></p> <p>Threshold will depend upon the nature of the transaction and industry.</p> <ul style="list-style-type: none"> <li>• Material reduction / increase in inventories, etc.</li> <li>• Sale / purchase / transfer of assets of any kind including fixed assets</li> <li>• Purchase /divestment of Investments</li> </ul>
6	<p><b><u>Liabilities &amp; Capital</u></b></p> <ul style="list-style-type: none"> <li>✓ Completion of final list of debts existing or transferred for submission to Privatisation Commission.</li> <li>✓ Finalization of the allocation of debts and official/legal transfer of debts (final list be provided to Privatisation Commission).</li> <li>✓ Trading of listed shares.</li> <li>✓ Normal loan/ debt creation and repayment</li> </ul>	<p><b><u>Liabilities &amp; Capital</u></b></p> <ul style="list-style-type: none"> <li>• Issuance of shares, bonds or debentures.</li> <li>• Buyback of the Company's own shares from the stock market or other investors.</li> <li>• Changes in Capital Structure of company.</li> <li>• Settlement of any liability beyond a certain threshold.</li> </ul>
7	<p><b><u>Operational</u></b></p> <ul style="list-style-type: none"> <li>✓ Undertaking normal routine day-to-day affairs of the entity.</li> <li>✓ Undertaking routine maintenance and repair work.</li> </ul>	<p><b><u>Operational</u></b></p> <ul style="list-style-type: none"> <li>• Major change in processes, technologies, etc.</li> <li>• Major change in Corporate Policies.</li> </ul>

8	-----	<p><b><u>Marketing</u></b></p> <ul style="list-style-type: none"> <li>• Major change in product line, distribution network, etc.</li> </ul>
9	-----	<p><b><u>Information Sharing</u></b></p> <ul style="list-style-type: none"> <li>• In meetings, interviews, or with any type of media which may go against the spirit of privatisation.</li> <li>• Issuance of public statements with respect to privatizing entity.</li> <li>• All special resolution matters as per Companies Act 2017, or where the Company's Articles of Association require Special Resolution.</li> <li>• Any Board meeting.</li> </ul>