



Beyon CG Guidelines Amendments Summary

1. The Board of Directors Roles and Responsibilities

Added a provision that no Director may hold more than five (5) directorships in Public Joint Stock Companies in Bahrain; election or re-election is restricted if this limit is exceeded.

2. Decision Making Process

Added rule that if a Board Member does not approve a circulated resolution, a meeting must be called to discuss the matter.

3. Director's Access to Independent Advice

Added requirement that engagement with external advisors be overseen by the Board Secretary.

4. Committees of the Board

Expanded Audit Committee scope to include Risk Management, Compliance, and Legal and Regulatory matters.

5. Personal Accountability and Liability

Expanded on Directors' personal liability in line with recent changes to the Commercial Companies Law, as set out in Articles 18bis and 185–187.

6. Disclosure of Conflicts of Interest:

Added a clause allowing the Board Secretary to alert Directors and Executive Management of any conflict of interest, ensuring it is declared and recorded in the meeting minutes.

7. Minor cosmetic changes and rephrasing for clarity and consistency.

Thank You !

