

الارشادات الاستثمارية Investment Guidelines

شراكة ٠٠٠ تبني وطن

A. Damascus Cham Holding Company (DCH)	 The company was established under the provisions of a special Legislative Decree No. 19/Y.10. Damascus Cham Holding Company is a Private joint stock company licensed under the provisions of the Syrian Companies effective Law. The entire share capital of the company owned by Damascus Governorate, and its shares are not tradable. The Holding Company and all its licensed subsidiaries and associates are considered by law private sector legal entities, regardless of the shareholding or contribution portion of Damascus Cham Holding Company and all its licensed subsidiaries and associates shall operate under the in force provisions of the Syrian Companies Law and the Law 	 تأسست الشركة بموجب أحكام المرسوم التشريعي رقم ١٩ لعام ٢٠١٥. إن شـركة دمشـق الشـام القابضـة هي شـركة مسـاهمة خاصـة مرخصـة وفق أحكام قانون الشركات النافذ. تعود ملكيـة كامـل رأس مـال الشـركة لحافظة دمشق وتعتبر أسهمها غير قابلة للتداول. تعتبر الشـركة القابضـة وكافة الشـركات اللتداول. تعتبر الشـركة القابضـة وكافة الشـركات المناهم بها من المرخصـة التابعة أو المسـاهم جها وفق الشـركات النافذين. 	 ۸. التعريف بشـركة دمشـق الشـام القابضة
B. Objectives of establishment of Damascus Cham Holding company	of Commerce. The objectives of establishing the holding company are: Managing and investing the properties of Damascus Governorate in the organizational areas. Managing and investing the properties of Damascus Governorate outside the organizational areas but within the administrative boundaries of Damascus. (*the properties of Damascus Governorate include tangible assets of real estate and other properties, in addition to intangible assets, such as rendering public services rights owned by the Damascus Governorate or having the right to lease or invest).	هي:	B. غـايـات إحـداث شـركـة دمشـق الشام القابضة

		To manage any of the organizational areas, after being authorized and delegated by Damascus governorate, according to the best standards and to provide all developing services on behalf of Damascus governorate to all citizens aiming to improve the quality of service and raising the level of social welfare.	عنها) بإدارة أي من المناطق التنظيمية، وفق أفضل المعايير والقيام بالخدمات التنموية التي يفترض بمحافظة دمشق تقديمها للمواطنين والارتقاء بمستوى جودة تقديم هذه الخدمات بما يخدم من رفع مستوى الرفاه الاجتماعي.		
C.	Governance of Damascus Holding Company	 The General Assembly is the highest supervisory authority, represented by the Damascus Governorate Council, and it operates in accordance with the powers specified by the Syrian Companies' Law and the Company's Articles of Association. The Board of Directors: is the highest managerial authority. It is composed of nine members headed by the Governor of Damascus. The Board has extensive experience in the field of business, development and investment. It includes independent experts and is governed by the provisions of the Corporate Governance manual adopted by the Company. Executive Management is administrative and investment team specialized in business development and investment headed by an executive director (CEO). 	وتتمثل بمجلس محافظة دمشق وتعمل وفق الصلاحيات المحددة لها بقانون الشركات ونظام الشركة الأساسي. مجلس الإدارة: وهو أعلى سلطة ادارية، ويتكون من تسعة أعضاء يرأسهم محافظ دمشق، ويتمتع المجلس بخبرات واسعة في مجال إدارة الاعمال والتطوير والاستثمار، كما أنه يضم في تركيبته وفق أحكام دليل ممارسات الحوكمة السليمة المعتمد في الشركة. الإدارة التنفيذية: وهو فريق اداري واستثماري متخصص بتطوير الاعمال والاستثمارات يترأسه مدير تنفيذي		 C. حوكمة شركة دمشق الشام القابضة
D.	Damascus Cham holding operations and investments	 Selling some of the properties assigned for the Damascus governorate within the organizational areas. Investment activities via participating or establishing private joint companies operating under effective companies and trade laws. The main 	دمشق ضمن المناطق التنظيمية. الاستثمار عن طريق المشاركة وتأسيس شركات خاصة تعمل وفق أحكام قانون	•	D. أعـــــمــــال واســـتــثـمـارات شـركـة دمشــق الشام القابضة:

	 purpose of these activities is to find the most efficient investment opportunities to the Damascus governorate assets (property , services rightsetc) inside and outside the organizational areas. Through the productive 	أملاك أو خدمات المحافظة داخل وخارج المناطق التنظيمية. إجراء المستثمرين لـزيارة تعريفيـة	
	 communications between the investor (potential buyer) and Damascus Cham Holding Company, the investors will be informed about the available for sale properties within organizational areas. The investor (potential buyer) will be for each or with a point of the second buyer. 	القابضة للتعرف على المقاسم المتاحة للشراء ضمن المناطق التنظيمية. حصول المستثمر على المعلومات الأولية	
E. Steps for the direct sell of a	 furnished with initial required information for the desired properties for purchasing and any other important information. The contractual and financial terms for direct sales (Non-competitive 	المطلوبة عن المقاسم المرغوب شرائها وأي معلومات مهمة أخرى اطلاع المستثمر على الشروط التعاقدية والمالية لعمليات البيع بالتراضي.	
property ¹	procedures) will be provided and illustrated clearly to The investor (potential buyer).		شـراء مقـاسـم بالتراضي ^إ
	The investor (potential buyer) submits an application to express his/her intention of buying a property or more, in accordance with the adopted procedures and forms ^Y .		
	 The investor (potential buyer) should submits all supporting documents to better know his worthiness and credibilityetc as per related & approved forms. 	 تقديم المستثمر الراغب بالشراء للثبوتيات والوثائق التعريفية عنه وفق المحدد من الشركة ضمن النماذج ذات الصلة. 	

، non-competitive procedures . ^٢ يستثنى من هذه الخطوة الطلبات أو العروض التي تقدم سنداً لإعلان عام منشور بخصوص بيع مقسم محدد حيث يتم بهذه الحالة تقديم العروض وفق الشروط والمحددات الواردة ضمن الإعلان. ^٢Requests or offers submitted pursuant to a general bidding or RFP regarding the sale of a specific property shall be exempted from this step, as in such cases the offers shall be submitted in accordance with the conditions and terms included in the RFP

[·] بدون إجراءات تنافسية.

F. Steps to invest and develop real estate projects in a partnershipcheck the available investment properties for partnership opportunities				
 assessment result, The investor should submit his/her financial offer, including the intended price for payment, the method of payment, his/her terms and conditions. When necessary, negotiations with the investor(s) take place in order to reach a suitable final offer. When necessary, negotiations with the investor(s) take place in order to reach a suitable final offer. The received and recommended offers attached to the negotiation and evaluation results would be submitted to DCH's investment committee to discuss and recommend the most suitable offer to the holding company's board to make its final decision and choose the best offer. After getting the board's approval, the procedures of signing a final selling contract for the property (s) are finalized, including payment terms and tile deeds transfer procedures. F. Steps to invest and develop real estate projects in a partnership The investor (Potential Panner) information adout the available investment properties for partnership information adout the available investment properties for partnership information adout the available investment properties for partnership information adout the available investment properties for partnership The investor dotta prediction and and out the available investment properties for partnership		committee that consists of three experts, in order to estimate the value of the desired property (s), the experts should be listed in the company approved experts lists in addition to the real Estate financing commission lists.	ثلاثية من خبراء التقييم العقاري المعتمدين لدى الشركة ولدى هيئة الاشراف على التمويل العقاري بهدف تحديد القيمة التقديرية للمقسم أو المقاسم المرغوب بشرائها.	
 the investor(s) take place in order to reach a suitable final offer. The received and recommended offers attached to the negotiation and evaluation results would be submitted to DCH's investment committee to discuss and recommend the most suitable offer to the holding company's board to make its final decision and choose the best offer. After getting the board's approval, the procedures of signing a final selling contract for the property (s) are finalized, including payment terms and tile deeds transfer procedures. The investor (Potential Pathor) the investment properties for partnership opportunities. The investor obtains preliminary information about the available investment properties for partnership information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment properties for partnership used as actual information about the available investment propertis for partnership used as		assessment result, The investor should submit his/her financial offer, including the intended price for payment, the method of payment,	إعلامه بنتيجة التخمين، بعرضه متضمناً السعر المنوي دفعه وآلية التسديد ومدته	
 attached to the negotiation and evaluation results would be submitted to DCH's investment committee to discuss and recommend the most suitable offer to the holding company's board to make its final decision and choose the best offer. Affer getting the board's approval, the procedures of signing a final selling contract for the property (s) are infinilized, including payment terms and title deeds transfer procedures. The investor (Potential Partner) approaches the holding company to check the available investment properties for partnership opportunities. The investor obtains preliminary information and any other useful general information about the available investment properties for partnership intermet properties for partnership intermets in a partner properties for partnership intermet properties for partnership intermet properties for partnership intermets intermets intermet properties for partnership intermets intermets intermet properties for partnership intermets intermets		the investor(s) take place in order to	المستثمر/أو المستثمرين الراغبين بالشراء	
F. Steps to invest and develop real estate projects in a partnership • The investor (Potential Partner) and develop real estate projects in a partnership • The investor (Potential Partner) approaches the holding company to check the available investment properties for partnership opportunities. • The investor (Potential Partner) approaches the holding company to check the available investment properties for partnership opportunities. • The investor (Potential Partner) approaches the holding company to check the available investment properties for partnership opportunities. • The investor obtains preliminary information and any other useful general information about the available investment properties for partnership • The investor obtains preliminary information about the available investment properties for partnership • The investor obtains preliminary information about the available investment properties for partnership • The investor obtains preliminary information about the available investment properties for partnership • The investor obtains preliminary information about the available investment investment properties for partnership • The investor intervest intervestment investment information about the available investment investment properties for partnership • The investor intervestment investment investment investment properties for partnership • The investor intervestment investment investment investment intervestment investment investment intervestment investment investment investment investment investment investment investment investment		attached to the negotiation and evaluation results would be submitted to DCH's investment committee to discuss and recommend the most suitable offer to the holding company's board to make its final	التقييم والتفاوض مع الاقتراح المناسب إلى لجنة الاســتثمار لاقتراح ما يلزم ورفع النتائج لمجلس إدارة الشــركة القابضــة	•
F. Steps to invest and develop real estate projects in a partnership Information about the available investment properties for partnership approaches the holding company to check the available investment properties for partnership opportunities. المعارف المعارفة المعارفي المعارفة المعارفي المعارفي المعارفة المعارفة المعارفي المعارفي ال		procedures of signing a final selling contract for the property (s) are finalized, including payment terms	المجلس، اتمام اجراءات توقيع عقد بيع قطعي للمقسم أو المقاسم المذكورة وتضمينه شروط التسديد وشروط نقل	
estate projects in a partnership information and any other useful general information about the available investment properties for partnership inter investor obtains preliminary information and any other useful general information about the available investment properties for partnership		approaches the holding company to check the available investment	للتعرف على المقاسم المتاحة للاستثمار	
opportunities.	• /	information and any other useful general information about the available	المقاسم المتاحة للاستثمار بأسلوب المشاركة وأي معلومات عامة مفيدة	بأسلوب

 The investor will be informed about the contractual and financial conditions for investing process to the properties available for partnership. 	يتم إطلاع المسـتثمر على الشـروط التعاقدية والمالية لعمليات الاسـتثمار الخاصة بأسلوب المشاركة.	•	
 The investor submits the investment request to the pre-determined properties according to the approved forms and templates. 	يقدم المستثمر طلب الاستثمار والمشاركة على المقسم أو المقاسم المرغوبة وفق النموذج المعتمد بهذا الخصوص.		
The investor will fill out the investment forms, which give detailed information about the investor's credentials and capacities as a strategic partner.	يقوم المسـتثمر بتعبئة نموذج الاضـبارة الاسـتثمـاريـة الخـاصــة بـالتعريف عن الشريك الاستراتيجي.		
The investor shall submit preliminary feasibility study for the project to be established and to the partnership parameters.	يقدم المستثمر دراسة جدوى اقتصادية اولية للمشروع المزمع تأسيسه.		
The holding company asks a valuation committee that consists of three experts, in order to estimate the value of the pre- determined property (s), the experts should be listed in the company approved experts lists in addition to the real Estate financing commission lists.	تقوم الشركة القابضة بتكليف لجنة ثلاثية من خبراء التقييم العقاري المعتمدين لدى الشركة ولدى هيئة الاشراف على التمويل العقاري بهدف تحديد القيمة التقديرية للمقسم أو المقاسم المرغوب باستثمارها وفق أسلوب الشراكة.	-	
 The partnership process involves the establishment of a joint stock company between the holding company and the investor. 	تتضمن عملية المشاركة تأسيس شركة خاصة بين الشركة القابضة والمستثمر.		
The investor will be informed of the assessment or valuation results, and then the negotiating process would start to reach agreed terms of the partnership and its determinants (type of company - shares and percentage of contribution - management etc).	يتم إعلام المستثمر بنتيجة عملية التخمين ويتم التفاوض معه على شروط الشراكة ومحدداتها (نوع الشركة – الحصص ونسب المساهمة – الإدارة الخ).		
 The investor's proposal, investment file, and the assessment and negotiation results are submitted to DCH's Investment Committee along with executive management's recommendations to the appropriate 	يـرفع طلـب الاســتثمـار والاضــبـارة الاســتثمـاريـة مع نتيجـة عمليـة التقييم والتفاوض والاقتراح المناسـب إلى لجنة الاســتثمار للدراسـة وابداء الرأي وتقديم التوصـية الملائمة ورفعها لمجلس الإدارة		

		1		
	partnership terms. The committee shall discuss and make its recommendation regarding the appropriate proposal and send it to DCH's board to take the final decision based on DCH's investment plan.	لاتخاذ القرار المناسب حسب خطة الاستثمار والتمويل.		
	After getting the board's approval, the procedures of signing a partnership contract are finalized, including payment terms and title deeds transfer procedures and the parties other rights and responsibilities.	يتم، في حال الحصول على موافقة المجلس، توقيع العقود النموذجية الخاصة بعملية المشاركة.		
	The value of the properties invested in the process of partnership represents the holding company's share in capital of the new established company (capital in kind), and the ownership is transferred to the new established company in accordance with deadlines set by the Companies Law.			
	 The investor shall pay in cash the value of his/her/its share of capital in the partnership in accordance with the agreed terms and the provisions mentioned in the Companies Law. 	وبمالا يخالف الضوابط المحددة بقانون		
	 The investor (Potential Partner) approaches the holding company to check the available service partnership opportunities. The investor is encouraged to propose 	يتواصل المستثمر مع الشركة القابضة للتعرف على الفرص الاستثمارية الخدمية المتاحة.	•	
 G. Steps to invest and develop service projects in partnership: 	 The investor is encouraged to propose new investment ideas for the determined type of services. The investor submits the investment request to the pre-determined 	يمكن للمستثمر طرح أفكار استثمارية خدمية جديدة. يقدم المستثمر طلب الاستثمار والمشاركة على الأصل غير الملموس (الخدمة) وفق	•	 G. خطوات استثمار وتطوير مشاريع خدمية بأسلوب الشراكة
	 intangible asset according to the approved forms and templates. The investor will fill out the investment forms, which give detailed information about the investor's 			

	credentials and capacities as a		
	strategic partner.		
•	The investor shall submit preliminary	يقدم المستثمر دراسة جدوى اقتصادية	-
	feasibility study for the project to be	اولية للمشروع المزمع تأسيسه.	
	established and to the partnership		
	parameters.		
-	The holding company asks a valuation	يتم اجراء تخمين للأصل غير الملموس من	
	committee that consists of three	لجنة ثلاثية للتخمين مكونة من مختصين	
	experts, in order to estimate the value	بهذا المجال بهدف تحديد قيمة الأصل	
	of the pre-determined intangible asset	غير الملموس.	
	(s), the experts should be listed in the		
	company approved experts lists.		
-	The partnership process involves the	تتضمن عملية المشاركة بتأسيس شركة	
	establishment of a joint stock	خاصة بين الشركة القابضة والمستثمر.	
	company between the holding		
	company and the investor.		
	The investor will be informed of the	ا يتم إعلام المســـتثمر بنتيجـة عمليــة	
	assessment or valuation results, and	التخمين وبتم التفاوض معه على شـروط	-
	then the negotiating process would	الشراكة ومحدداتها (نوع الشركة –	
	start to reach agreed terms of the	المصرات ومعناد من رفع المسرات الحصرت	
	partnership and its determinants (type	العصر وللمسب المست هلمه المودارة	
	of company - shares and percentage of	.(2)	
	contribution - management etc).		
	~		
	The investor's proposal, investment	c	•
		الاستثمارية مع نتيجة عملية التقييم	
	negotiation results are submitted to	والتفاوض والاقتراح المناسب إلى لجنة	
	DCH's Investment Committee along	الاستثمار للدراسة وابداء الرأي وتقديم	
	with executive management's	التوصية الملائمة ورفعها لمجلس الإدارة	
	recommendations to the appropriate	لاتخاذ القرار المناسب حسب خطة	
	partnership terms.	الاستثمار والتمويل.	
	The committee shall discuss and make		
	its recommendation regarding the		
	appropriate proposal and send it to		
	DCH's Board to take the final decision		
	based on DCH's investment plan.		
•	After getting DCH's board's approval,	ا يتم، في حال الحصول على موافقة	•
	the procedures of signing a	المجلس، توقيع العقود النموذجية	
	partnership contract are finalized,	الخاصة بعملية المشاركة.	
	including payment terms and title		
	deeds transfer procedures and the		

parties other rights and responsibilities .		
The value of the agreed intangible assets (Service's rights) invested in the process of partnership represent the holding company's share in capital of the new established company (capital in kind), and the ownership is transferred to the new established company in accordance with deadlines set by the Companies Law.	 تعتبر قيمة الأصول غير الملموسة المتفق عليها والمطلوب المشارك باستثمارها حصة الشركة القابضة (مقدمات عينية) برأسمال الشركة الجديدة، وتنتقل ملكيتها (حق استثمارها) للشركة وفق المهل المحددة بقانون الشركات. 	
The investor shall pay in cash the value of his/her/its share of capital in the partnership in accordance with the agreed terms and the provisions mentioned in the Companies Law.	■ يقدم المسـتثمر القيمة المقابلة لحصـته بالشراكة نقداً وفق الشروط المتفق عليها وبما لا يخالف الضوابط المحددة بقانون الشركات وتعتبر رأسـمال نقدي للشـركة الجديدة.	