

**THE SINDH PUBLIC-PRIVATE PARTNERSHIP (SECOND AMENDMENT)
ACT, 2026.**

SINDH ACT NO. XXXI OF 2026.

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THE SINDH CODE

**THE SINDH PUBLIC-PRIVATE PARTNERSHIP (SECOND AMENDMENT)
ACT, 2026.**

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[30TH SEPTEMBER, 2026.]

AN ACT to amend the Sindh Public-Private Partnership Act, 2010.

WHEREAS it is expedient to amend the Sindh Public-Private Partnership Act, 2010, in the manner hereinafter appearing; **Preamble.**

It is hereby enacted as follows:

1. (1) This Act may be called the Sindh Public-Private Partnership (Second Amendment) Act, 2026. **Short title, extent and commencement.**
- (2) It shall come into force at once.

2. In the Sindh Public-Private Partnership Act, 2010, hereinafter referred to as the said Act, throughout the Act, for the word “Unit” wherever appearing, the words “PPP Company” and for the words “Director General” or the “Director General of the Unit”, the words “Chief Executive” or “Chief Executive of THE PPP Company” shall respectively be substituted. **Amendment of Sindh Act No.V of 2010.**

3. In the said Act, in section 2 – **Amendment of section 2 of Sindh Act of 2010.**

(i) in clause (b), for the word “Unit”, the words “PPP Company” shall be substituted;

(ii) after clause (d), the following new clause shall be inserted:-

“(d-i) “Board of Directors” means the Board of Directors of the PPP Company;

(d-ii) “Chief Executive Officer” means the Chief Executive Officer of the PPP Company;”;

(iii) after clause (q), the following new clause shall be inserted:-

“(q-i) “PPP Company” means the Sindh Public-Private Partnership (Private) limited, a Company incorporated under the Companies Act, 2017 and wholly owned by Government for the purposes enumerated under this Act and to undertake or engage in such other businesses, activities and lawful commercial operations as are authorized by its Memorandum and Articles of Association;”;

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- (iv) in clause (u-i), after the word “Association” the comma and words “this Act and rules, regulations, guidelines and policies made or issued under this Act;” shall be inserted;
- (v) after clause (k), the following new clause shall be inserted:-

(“k-i) “transfer date” means the date on which the Sindh Public-Private Partnership (Second Amendment) Act, 2026 comes into force;”;

- (i) for clause (cc), the following shall be substituted:-

“(cc) ‘Unit’ means the Public-Private Partnership Unit which was established under section 6 of the Act and existing immediately before transfer date, and upon the transfer date shall stand succeeded by the PPP Company for the purposes of this Act and/or any other law and rules, regulations, policies, orders, directive issues thereunder, unless the context otherwise requires or Government directs otherwise;”;

- 4. In the said Act, in section 4, for sub-section (7), the following shall be substituted:-

**Amendment of
section 4 of Sindh
Act No. V of 2010.**

“(7) All orders, determinations and decisions of the Board shall be rendered in writing and signed by the Chief Executive Officer, or any officer of the PPP Company duly authorized by the Board.”.

- 5. In the said Act, in section 5-

**Amendment of
section 5 of Sindh
Act No, V of 2010.**

- (i) in sub-section (1), in clause (IX), after the word “projects” appearing at the end, the comma and words “including decision related to termination of a PPP Agreement”, shall be added;
- (ii) in clause (X), the full stop at the end shall be replaced by a colon and thereafter the following proviso shall be added:-

“Provided that the Board may, subject to such terms, conditions and limitations as it may determine, delegate to the Board of Directors of the PPP Company any one or more of its powers and/or functions.”

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6. In the said Act, in section 6-

**Amendment of
section 6 of Sindh
Act No. V of 2010.**

- (i) in the margin, for the words “Public-Private Partnership Unit”, the words “PPP Company” shall be substituted;
- (ii) for sub-section (1), the following shall be substituted :-

“(1) Upon the transfer date, all functions, powers, rules, duties, obligations and responsibilities which were exercised by the Unit prior to transfer date, shall stand transferred to, and continue to be, exercised by the PPP Company which shall exercise such functions, powers, rules, duties, obligations and responsibilities in accordance with this Act, rules, regulations, policies and guidelines made or issued thereunder and under any other law for the time being in force.

(1-A) The PPP Company shall, as the successor institutional vehicle of the Unit, promote, facilitate, and support the development and implementation of Public-Private Partnership projects in the Province, assist Agencies and Departmental Public-private Partnership Nodes, act as a catalyst for Public- Private Partnerships and do all other acts and functions specified under its Memorandum and Articles of Association, this Act and/or any other law and rules, regulation, policies and guidelines made thereunder. In the performance of its functions, the PPP Company may consult the Project Support Facility from time to time.

(1-B) All references to the Unit in this Act and/or any other law, rules, regulations, notifications, guidelines, policies, procedures, regulations, project documents, approvals, proceedings, and instruments shall, with effect from the transfer date, by construed as references to the PPP Company, unless the context otherwise requires,

- (iii) in sub-section (2) –

- (a) for the words “To achieve the objectives in subsection (1), the Unit shall”, the words “The PPP Company shall” shall be substituted;

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(b) in clause (1-A), after the word “Act”, the words “which shall be governed by the human resource policy and guidelines notified by the Finance Department, Government of Sindh, from time to time;” shall be omitted;

(c) for the omitted clause (VI and (VII), the following clauses shall be substituted:-

“(VI) formulate policies or issue directives or guidelines to regulate and strengthen Departmental Public-Private Partnership Nodes, including through issuing binding directives for compliance of this Act, rules, regulations, policies and guidelines framed hereunder and seeking compliance report;

(VII) formulate a standardized and uniform human resource policy governing the employment of contractual employees of the Departmental Public-Private Partnership Nodes, including but not limited to matters relating to recruitment, appraisal, succession planning, and the extension or renewal of contracts, and submit such policy to the Government, through the Finance Department, for approval;”;

(d) in clause (VIII), after the word “projects”, the words “approved by the Board;” shall be inserted;

(e) after clause (X), the following

“(XI) engage in such other business or commercial activities as set out in tis Memorandum & Articles of Association”;

(iv) in sub-section (4), for the words “either on the request of an agency or if the PPP policy Board”, the words “either on the request of an agency or, Departmental Public-Private Partnership Node or if the Board” shall be substituted.

7. In the said Act, after section 6, the following shall be inserted:-

“6-A. Governance of the PPP Company.-(1) The PPP Company shall be governed by its Board of Directors in accordance with the applicable laws and its Memorandum & Articles of Association.

Insertion of new section 6-A, 6-B, 6-C and 6-D in Sindh Act No.V of 2010.

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6-B. Transfer, transition and savings.-(1) Upon the transfer date, all contractual employees and staff, gratuity funds, records, rights, liabilities, obligations, contracts, approvals, and proceedings of the Unit shall, forthwith and without further act or deed, stand transferred to, vest in, or be deemed to have been taken, over by the PPP Company.

(2) The transfer of contractual employees and staff shall not, in any manner, adversely affect the contractual or other rights accrued to such employees and staff, including continuity of service, service benefits, and entitlement to gratuity, under the applicable human resource policy and contracts;

Provided that, following such transfer, the terms and conditions of such employees and staff shall thereafter be governed by such human resource policies, rules, or regulations as may be approved by the Board of Directors:

Provided further that, until such policies, rules, or regulations are approved by the Board of Director, the terms and conditions of such staff shall, to the extent practicable, continue to be governed mutatis mutandis by the existing applicable human resource policy and contractual terms.

(3) All actions taken, approvals granted, processes initiated, instruments executed, appointments made, procurements commenced, proceedings pending and liabilities incurred by or in relation to the Unit prior to the transfer date, shall continue to be valid and shall be deemed to have been taken, granted, initiated, executed, made, commenced, pending or incurred by or in relation to the PPP Company.

(4) The Director General of the Unit, holding office immediately prior to the transfer date, shall be the first Chief Executive Officer of the PPP Company unless otherwise decided by Government. The terms and conditions of appointment, including remuneration package of the Chief Executive Officer shall be determined by the Board of Directors. Any subsequent appointments of the Chief Executive officer shall be made in accordance with the companies Act, 2017 or any other applicable law.

6-C. Success Fee.- The PPP Company may, subject to approval of the Board, charge a success fee on a project equivalent to such percent of the project cost, bid price or such criteria or benchmark as may be determined and approved by the Board.

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6-D. Transitional Arrangements.- Notwithstanding anything contained in this Act or any other law for the time being in force, the Government may, by notification in the official Gazette or otherwise, issue such notifications, orders, directions, instruments, or take such measures, as may be necessary or expedient to give effect to the restructuring of the Unit into PPP Company, including the incorporation, establishment, operationalization, and transition of functions, assets, rights, liabilities, personnel, and affairs to the PPP Company.”.

8. In the said Act, in section 7-

**Amendment of
section 7 of Sindh
Act No.V of 2010.**

(i) for sub-section (1), the following shall be substituted:-

“(1) The administrative head of each Agency which seeks to implement a project on a Public-Private Partnership basis, shall form and maintain a Public-Private Partnership Node with the approval of concerned Minister consisting of officers from within the Agency and technical, financial and legal experts engaged on contractual basis from private and/or public sector in accordance with the human resource policy formulated by the PPP Company and approved by the Government. Each Public-Private Partnership Node shall be headed by a Senior Director:

Provided that any recruitment process initiated by an Agency prior to coming into effect of the said human resource policy may be completed in accordance with the procedures adopted by the relevant Agency.”;

(ii) after sub-section (1), the following shall be inserted:-

“(1-A) The PPP Company may provide assistance or support recruitment, training, capacity-building, and performance evaluation of officers and professionals in Departmental Public-Private Partnership Nodes.

(iii) in sub-section (2), in clause (II), the comma and words “and recommend to the Board to enter into agreements for such services;” shall be omitted.

9. In the said Act, in section 8, for sub-section (4), the following shall be substituted:

**Amendment of
section 8 of Sindh
Act No.V of 2010.**

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“(4) The Departmental Public-Private Partnership Node and/or Project Implementation Unit shall be responsible to the administrative head of the Agency and shall provide periodic progress reports to the Agency and the PPP Company.”.

10. In the said Act, after section 24, the following new section shall be inserted:-

**Amendment of
section 24 of Sindh
Act No.V of 2010.**

“24-A. External Audits of Projects.- (1) Every Agency and/or its respective Departmental Public-Private Partnership Node shall maintain complete, accurate, and up-to-date books, records, accounts, and documentation relating to their projects, transactions, procurements, approvals, and financial matters undertaken by them. Such records shall, at all reasonable times, be subject to inspection, review, scrutiny, and audit by any competent Government authority or body authorized under applicable laws.

(2) The Agency and the relevant Departmental Public-Private Partnership Node shall provide full cooperation, access, assistance, authorities or bodies in accordance with applicable laws.”.

11. In the said Act, for section 29, the following shall be substituted:-

**Amendment of
section 29 of Sindh
Act No.V of 2010.**

“29. Immunity to acts done in good faith.- No. suit, claim or other legal proceedings by a private party or by any person shall lie against the Board, the PPP Company, the Board of Directors, an Agency, the Project Support Facility, or any member, director, officer, employee, consultant or advisor thereof, in respect of anything done or intended to be done in good faith and in accordance with this Act, rules, regulations, guidelines, approvals, directions and other laws in force.”.