



Corporate Supervision Department
Company Law Division

128

Before Abid Hussain – Executive Director

In the matter of

Al-Mal Securities and Services Limited

Number and date of notice:	EMD/233/636/2002-2989 dated January 10, 2011
Date of hearing:	January 24, 2012; May 11, 2016; May 30, 2016; August 23, 2016; Sept 21, 2016; October 17, 2016; November 7, 2016; April 12, 2017; April 20, 2017
Present:	Mr. Shiraz Khan Rajper, Nuruddin Sarki & Company, Advocates (Authorized Representative)

ORDER

UNDER SECTION 309 READ WITH SECTION 305 OF THE COMPANIES ORDINANCE, 1984

This order shall dispose of proceedings in the matter of show cause notice dated January 10, 2011 (*the "SCN"*) under Section 309 read with Section 305 of the Companies Ordinance, 1984 (*"Ordinance"*) issued to directors of the Company (*the "Respondents"*) of Al-Mal Securities and Services Limited (*the "Company"*).

2. The facts leading to this case, briefly stated, the Company Al-Mal Securities and Services Limited is a public limited company, incorporated in Pakistan on May 19, 1992 under the Ordinance. Primary business of the Company is stock brokerage, investment counselling and registrar services. The Company has failed to hold consecutive Annual General Meetings (*the "AGMs"*) for the years ended June 30, 2009 and June 30, 2010.

3. The Joint Registrar of Companies, Company Registration Office, Karachi had approached for grant of sanction in terms of clause (b) of section 309 read with clause (b) of section 305 of the Ordinance to present a petition before the Honorable High Court for winding up of the Company on the grounds that the Company has failed to hold AGMs for the years ended June 30, 2009 and June 30, 2010.

4. The SCN was issued to the directors in this regard and a hearing was fixed for January 24, 2012; for which no response from the respondents was received. Later on, hearing opportunities

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SECURITIES & EXCHANGE COMMISSION OF PAKISTAN

Corporate Supervision Department
Company Law Division

Continuation Sheet - 1 -

October 17, 2016 however the Company kept on requesting for re-fixing of hearing citing one reason or another. The respondents however also did not submit any reply to the SCN. A hearing was again scheduled for November 7, 2016. A request was once again received from the company for rescheduling of the hearing fixed. The Commission in response informed the company vide letter dated November 7, 2016 that a number of hearing opportunities have been afforded to the respondents and the Commission shall pass an *ex parte* order in the matter on the basis of material available on record. The company vide letter dated November 10, 2016 requested for one more hearing opportunity. The hearing was fixed for April 12, 2017 for which an adjournment request was received from the company. A final hearing opportunity was provided to the respondents on April 20, 2017 which was attended by Mr. Shiraz Khan Rajper, Nuruddin Sarki & Company, Advocates (the "Authorized Representative"). The authorized representative in the hearing requested for a copy of the SCN issued. The copy of the SCN was provided to the Company vide letter dated April 24, 2017. Subsequent to the hearing held, the respondents or the authorized representative have not submitted any response to the SCN as against the promise in the hearing thus this order.

5. It is necessary to advert to the following relevant provisions of the Ordinance:

Clause (b) of section 305 of the Ordinance states that a company may be wound up by the Court if default is made in delivering the statutory report to the registrar or in holding the statutory meeting or any two consecutive annual general meetings;

Section 309 of the Ordinance states that an application to the Court for the winding up of a company shall be by petition presented, subject to the provisions of this section, either by the company, or by any creditor or creditors (including any contingent or prospective creditor or creditors), or by any contributory or contributories, or by all or any of the aforesaid parties, together or separately, or by the registrar, or by the Commission or by a person authorised by the Commission in that behalf.

In terms of the Commission's notification SRO 1003 (I)/2015 dated October 15, 2015, the powers to adjudicate cases under section 309 of the Ordinance have been delegated to Executive Director (Corporate Supervision Department).

6. Before proceeding further, I would like to highlight that the position subsequent to the SCN issued shows that the Company has not held any AGM since the year 2009. The Commission has issued orders against the Company for not holding AGMs for the years ended June 30, 2009 up till



SECURITIES & EXCHANGE COMMISSION OF PAKISTAN

Corporate Supervision Department
Company Law Division

Continuation Sheet - 2 -

June 30, 2016. The SCN has not been responded to by the respondents. The respondents have been given a number of hearing opportunities and they have not responded in a responsible manner. It is established that the Company has not only not held the AGMs for the years 2009 & 2010 as referred to in the AGM, but the company has also not held the successive AGMs thereafter. I, therefore, in exercise of the powers conferred on me under section 309 of the Ordinance, hereby authorize the Additional Registrar, Company Registration Office, Karachi to present a petition for winding up of the Company.

Abid Hussain
Executive Director

Announced:
October 2, 2017
Islamabad

