



Before Ms. Amina Aziz – Director (CSD)

*In the matter of*

Data Agro Limited

Number and date of SCN: No. CSD/ARN/32/2015-669-682, dated August 24, 2016  
Date of Hearing: January 17, 2017  
Present for Respondent: Mr. Sohail Mehmood, Authorized Representative

ORDER

**UNDER SECTION 245 READ WITH SECTION 476 OF THE COMPANIES ORDINANCE, 1984**

This order shall dispose of the proceedings initiated against the following directors including the chief executive officer (together referred to as "respondents") of Data Agro Limited (the "Company"):

- |   |                        |   |                     |
|---|------------------------|---|---------------------|
| 1 | Mr. Faaiz Rahim Khan   | 5 | Mr. Asif Rahim Khan |
| 2 | Mr. Asad Rahim Khan    | 6 | Mr. Anwar-ul-Haq    |
| 3 | Mr. Hamid Jamshed      | 7 | Mrs. Badar Hussain  |
| 4 | Mr. Muhammad Ayub Khan |   |                     |

The proceedings against the respondents were initiated through show cause notice (the "SCN") dated November, 2015 under the provisions of section 245 read with section 476 of the Companies Ordinance, 1984 (the "Ordinance").

2. The brief facts of the case are that the Company did not file the interim financial statements ("Quarterly Accounts") for the period ended December 31, 2015 with the Commission, in a timely manner as per requirements of section 245 of the Ordinance, i.e. by February 29, 2016. Consequently, the SCN was issued to the respondents whereof they were called upon to show cause in writing within fourteen days as to why penal action may not be taken against them under sub-section (3) of section 245 of the Ordinance for not filing the aforesaid Quarterly Accounts with the Commission in a timely manner, as per requirements of the law.

3. Mr. Suhail Mehmood, Company Secretary appeared before the undersigned on January 17, 2017 and submitted that the accounts had been e-filed and due to some misunderstanding, the same could not be sent to the Head Office. He provided hard copies of the accounts and a scanned copy of the e-mail depicting that the accounts had been e-filed on time.

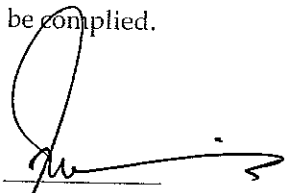
4. Before proceeding further, it is necessary to advert to the following relevant provisions of the Ordinance. In terms of sub-section (1) of section 245 of the Ordinance read with Commission's circular no. 9 dated March 19, 2003, all listed companies are, inter alia, required to file their quarterly accounts with the Commission within stipulated time i.e. one month from the close of first and third quarters and two months from the close of second quarter.

Sub-section (3) of section 245, inter alia, provides as under:

*(3) If a company fails to comply with any of the requirements of this section, every director, including chief executive and chief accountant of the company who has knowingly by his act or omission been the cause of such default shall be liable to a fine of not exceeding one hundred thousand rupees and to a further fine of one thousand rupees for every day during which the default continues.*

In terms of the Commission's notification SRO 1003 (I)/2015 dated October 15, 2015, the powers to adjudicate cases under section 245 have been delegated to the Director (Corporate Supervision Department).

6. It is clear that the Company did not file the aforesaid Quarterly Accounts in physical form with the Commission, however those were both e-filed with the Registrar and emailed to the Commission within the prescribed time. Therefore, considering the otherwise satisfactory compliance history of filing of accounts with the Commission, instead of imposing fine, I hereby conclude the proceedings without any adverse order. The respondents are should, however, take note that the submission of hard copies of quarterly accounts to the Commission has to date not been replaced by e-filing, therefore, the same must be complied.



Amina Aziz  
Director (CSD)

Announced:  
January 17, 2017  
Islamabad