



Corporate Supervision Department  
Company Law Division

Before Amina Aziz –Director

*In the matter of*

**Data Textile Limited**

Number and date of notice: CSD/ARN/86/2015-2366-72 dated January 12, 2016

Date of hearing: May 19, 2016 and June 1, 2016

Present: No one appeared in hearings

**ORDER**

**UNDER SUB-SECTION (3) OF SECTION 245 READ WITH SECTION 476 OF THE COMPANIES ORDINANCE, 1984**

This order shall dispose of the proceedings initiated against following directors including chief executive (together referred to as “respondents”) of **Data Textile Limited** (the “Company”).

| S.# | Names of Directors                 |
|-----|------------------------------------|
| 1   | Mr. Raheel Akhtar, Chief Executive |
| 2   | Mr. Nadeem Zar                     |
| 3   | Mr. Shahid Saleem                  |
| 4   | Mr. Aqib Riaz Shaikh               |
| 5   | Mr. Asif Rahim Khan                |
| 6   | Mr. Shamim Ahmed Khan              |
| 7   | Mr. Muhammad Ayub                  |

The proceedings against the respondents were initiated through show cause notice (the “SCN”) dated January 12, 2016, issued under section 245 read with section 476 of the Companies Ordinance, 1984 (the “Ordinance”).

2. The relevant facts for the disposal of this case, briefly stated, are that the Company was required to prepare and transmit to the members and simultaneously file with the Registrar and the Securities & Exchange Commission of Pakistan (“the Commission”) under Section 245 of the Ordinance, its quarterly/half yearly accounts, in following manner which the Company failed to submit.

| Quarter Ended | Due On    | Remarks    |
|---------------|-----------|------------|
| 30-Dec-14     | 28-Feb-15 | Note Filed |
| 31-Mar-15     | 30-Apr-15 | Note Filed |
| 30-Sep-15     | 31-Oct-15 | Note Filed |



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3. Failure of the Company to comply with the aforesaid mandatory requirements within the prescribed time necessitated action against the respondents in terms of Sub-section (3) of Section 245 of the Ordinance. Consequently, show cause notice was served under Sub-section (3) of Section 245 read with Section 476 of the Ordinance. The respondents failed to reply the SCN.

4. In order to provide opportunity of personal hearing the case was fixed before the undersigned on May 19, 2016 but respondents failed to appear in the hearing. Another opportunity was provided on June 1, 2016 and the hearing notice clearly mentioned a final opportunity and failure to appear will result an issuance of an ex parte order. However, the respondents once again failed to appear in the hearing.

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

6. Before proceeding to decide this case, I consider it necessary to highlight the importance of the strict observance of the mandatory requirements of law. The protection of the investors/shareholders is one of the primary objectives of the Ordinance. The shareholders provide seed money for the capital formation of the Company. It is their lawful right to receive timely, adequate and meaningful information. It is the annual and interim accounts, which provide information to the investors about the affairs of the company. It has unfortunately been noted that the directors of the Company have failed to comply the requirements of law and have not circulated the quarterly accounts to the shareholders nor filed with the Commission within the prescribed time.

7. The Respondents have deprived the shareholders of their statutory right to receive the quarterly accounts of the Company within the prescribed time limit. The responsibility for preparation/circulation of quarterly accounts rests with the directors of the Company who have to take appropriate action within the time stipulated by law. The repetition of defaults clearly demonstrates that the directors of the company are not making any serious efforts to comply with the provisions of the law. For the foregoing reasons, the default under Sub-section (1) of Section 245 of the Ordinance regarding late filing of quarterly accounts for the aforesaid periods; stands established. The respondents by failing to respond to the notices issued in the course of these proceedings have demonstrated a total disregard of the corporate law which is very alarming for directors of a public listed company.



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8. Keeping in view of the above I, hereby impose a fine of Rs 420,000/- (Rupees four hundred and twenty thousand only) on the respondents in aggregate for contravening the provision of Section 245 of the Ordinance. The respondents are directed to deposit the fine in the following manner;

| S.# | Names of Directors                 | Total             |
|-----|------------------------------------|-------------------|
| 1   | Mr. Raheel Akhtar, Chief Executive | Rs 60,000         |
| 2   | Mr. Nadeem Zar                     | Rs 60,000         |
| 3   | Mr. Shahid Saleem                  | Rs 60,000         |
| 4   | Mr. Aqib Riaz Shaikh               | Rs 60,000         |
| 5   | Mr. Asif Rahim Khan                | Rs 60,000         |
| 6   | Mr. Shamim Ahmed Khan              | Rs 60,000         |
| 7   | Mr. Muhammad Ayub                  | Rs 60,000         |
|     | <b>TOTAL</b>                       | <b>Rs 420,000</b> |

The aforesaid fines must be deposited in the designated bank account maintained with MCB Bank Limited in the name of the "Securities and Exchange Commission of Pakistan" within thirty days from the receipt of this order and receipted bank vouchers must be furnished to the Commission. In case of non-deposit of the fine, proceedings for recovery of the fines as arrears of land revenue will be initiated. It may also be noted that the aforesaid fines are imposed on the respondents in their personal capacity; therefore, they are required to pay the said amount from personal resources.

9. Moreover, the Respondents are hereby directed under the provision of Section 473 of the Ordinance to prepare overdue quarterly accounts and transmit to the members and simultaneously file with the Registrar and the Commission with in sixty days of this Order.

**Amna Aziz**  
Director

**Announced:**  
June 16, 2016  
Islamabad