



Corporate Supervision Department
Company Law Division

Before Ms. Amina Aziz – Director (CSD)

In the matter of

Towellers Limited

Number and date of SCN: CSD/ARN/207/2015-421-27 dated August 26, 2015

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 directors including chief executive (together referred to as “respondents”) of **Towellers Limited** (the “Company”). The proceedings against the respondents were initiated through show cause notice (the “SCN”) dated August 26, 2015, issued under the provisions of sub-section (3) of section 245 read with section 476 of the Companies Ordinance, 1984 (the “Ordinance”).

2. The brief facts of the case are that review of record revealed that the Company did not file the interim financial statements (“Quarterly Accounts”) for the quarter ended March 31, 2014 with the Commission, in a timely manner as per requirements of section 245 of the Ordinance. These were due to be filed by April 30, 2014, but were filed with the Commission on May 12, 2014 i.e. with a delay of 12 days.

3. Consequently, the SCN was issued to the respondents whereof they were called upon to show cause in writing as to why penal action may not be taken against them under sub-section (3) of section 245 of the Ordinance for filing of the aforesaid Quarterly Accounts with inordinate delay. In response to the SCN the respondents vide letter dated September 1, 2015 submitted that the filing of Quarterly Accounts was delayed because the person responsible for filing was on leave and his alternate was also not available. The respondent admitted the non-compliance and while ensuring compliance in future, requested for a lenient view in the matter. For the periods ended December 31, 2013 and September 30, 2014 were timely approved by the board of director on February 28, 2014 and October 27, 2014, respectively and those were circulated to the shareholders within the stipulated time.



SECURITIES & EXCHANGE COMMISSION OF PAKISTAN

Corporate Supervision Department
Company Law Division

Continuation Sheet - 1 -

4. It is clear that the Company was required to file the aforesaid Quarterly Accounts in physical form with the Commission within thirty day, however, it failed to comply with the requirement as the aforesaid accounts were filed with a delay of twelve days. However, keeping in view good compliance history of the Company regarding filing of accounts with the Commission, instead of imposing fine, I hereby conclude the proceedings with a warning to the respondents to be careful in future and ensure meticulous compliance with provisions of section 245 of the Ordinance.

Amina Aziz
Director (CSD)

Announced:
December 9, 2015
Islamabad