

**SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN**

Islamabad, July 14, 2010.

**NOTIFICATION**

**S.R.O. 656 (I)/2010.-** In exercise of the powers conferred by section 505 of the Companies Ordinance, 1984 (XLVII of 1984), read with section 470 thereof and clause (c) of section 43 of the Securities and Exchange Commission of Pakistan Act, 1997 (XLII of 1997) and SRO No. 698(I)/86 dated 2nd July, 1986, the Securities and Exchange Commission of Pakistan is pleased to direct that for the Sixth Schedule to the said Ordinance the following shall be substituted, namely: -

**“SIXTH SCHEDULE**

(See sections 466 and 470)

**TABLE OF FEES TO BE PAID TO THE REGISTRAR AND THE COMMISSION**

<u>Item</u>	<u>In case of online submission of documents</u>	<u>In case of physical submission of documents</u>
	Rs.	Rs.
<b>I. By a company having a share capital:-</b>		
(1) For registration of a company whose nominal share capital does not exceed 100,000 rupees, a fee of .....	2,500	6,000
(2) For registration of a company whose nominal share capital exceeds 100,000 rupees, the additional fee to be determined according to the amount of nominal share capital as follows, namely:—		
(i) For every 100,000 rupees of nominal share capital or part of 100,000 rupees, after the first 100,000 rupees, up to 5,000,000 rupees, a fee of .. ...	500	1,250
(ii) For every 100,000 rupees of nominal share capital or part of 100,000 rupees, after the first 5,000,000 rupees, upto 5,000,000,000 a fee of .....	300	750

<p>(iii) For every 100,000 rupees of nominal share capital or part of 100,000 rupees, after the first 5,000,000,000 rupees, upto any amount a fee of ..</p> <p>(3) For registration of an increase in the share capital made after the first registration of the company, an amount equal to the difference between the amount which would have been payable on registration of the company by reference to its capital as increased and the amount which would have been payable by reference to its capital immediately before the increase, calculated at the rates given under clause 2.</p> <p><b>“Explanation”</b> – For the purpose of calculation of fee for registration of an increase in the share capital of the company which was originally formed on the basis of physical submission now opting online submission, the difference of fee shall be calculated on the basis of rates applicable to a company treating as formed on online submission.</p>	125	250
<p>(4) For registration of any existing company, except such companies as are by the Ordinance exempted from payment of fees in respect of registration under this Ordinance, the same fee as is charged for registering a new company.</p> <p>(5) For filing, registering or recording the following documents by the Ordinance required or authorized to be filed, registered or recorded:</p> <p>(i) Document notifying particulars relating to a mortgage/ charge or other interest created by a company, a fee of...</p> <p>(ii) Prospectus or statement in lieu of prospectus in terms of section 45 of the Ordinance, a fee of ...</p> <p>(iii) Return of allotments in terms of section 73(1) of the Ordinance, a fee of ...</p> <p>(iv) Special Resolution in terms of section 172 of the Ordinance, a fee of ...</p> <p>(v) Election or change of directors in terms of section 205 of the Ordinance, a fee of ...</p> <p>(vi) Filing of annual audited accounts in terms of section 242 of the Ordinance, a fee of ...</p> <p>(vii) Submission of quarterly accounts and half-yearly accounts in terms of section 245 of the Ordinance, a fee of ...</p>	5,000 5,000 1,000 2,000 1,000 2,500 1,000	7,500 7,500 2,500 5,000 2,500 5,000 2,500

**Comment [Maroof1]:** Please note that additional fee can not be specified in the 6<sup>th</sup> Schedule in absence of express provision of the Ordinance. However, the same may be included in the CRO Regulations, 2003 by amending Regulation 10.

(viii) Any other document required to be filed, registered or recorded under the Ordinance, a fee of ...	500	1,250
(ix) Filing of certified copy of order sanctioning merger, amalgamation, compromise or arrangement under section 287 (3) of the Ordinance and recording effect thereof in the relevant registers, a fee of .....	25,000	50,000
(x) For making a record of any fact by this Ordinance authorised or required to be recorded by the registrar, a fee of .....	200	500
<b>II. By a company not having a share capital, other than a company registered under a licence granted under section 42:-</b>		
(1) For registration of a new company, a fee of ... ..	20,000	30,000
(2) For registration of any existing company, except such a company, which is, by the Ordinance, exempted from payment of fees in respect of registration under the Ordinance, the same fee as is charged for registering a new company.		
(3) For filing, registering or recording the following documents by the Ordinance required or authorised to be filed, registered or recorded:		
(i) Document notifying particulars relating to a mortgage/ charge or other interest created by a company, a fee of ...	5,000	7,500
(ii) Special Resolution in terms of section 172 of the Ordinance, a fee of ...	2,000	5,000
(iii) Election or change of directors in terms of section 205 of the Ordinance, a fee of ...	1,000	2,500
(iv) Filing of annual audited accounts in terms of section 242 of the Ordinance, a fee of ...	2,500	5,000
(v) Any other document required to be filed, registered or recorded under the Ordinance, a fee of .....	500	1,250
(vi) For making a record of any fact by this Ordinance authorised or required to be recorded by the registrar, a fee of ...	200	500
(4) Companies limited by guarantee and having share capital shall be charged registration fee as mentioned at item I above.		

<b>III. By a company registered under a licence granted under section 42:—</b>		
(1) For an application seeking grant of licence or its renewal, a non-refundable processing fee of .... ..	-	25,000
(2) For registration, a fee of .... ..	25,000	50,000
(3) For filing, registering or recording the following documents by this Ordinance required or authorised to be filed, registered or required:		
(i) Document notifying particulars relating to a mortgage/ charge or other interest created by a company, a fee of ...	5,000	7,500
(ii) Special Resolution in terms of section 172 of the Ordinance, a fee of ...	2,000	5,000
(iii) Election or change of directors in terms of section 205 of the Ordinance, a fee of ...	1,000	2,500
(iv) Filing of annual audited accounts in terms of section 242 of the Ordinance, a fee of ...	2,500	5,000
(v) Any other document required to be filed, registered or recorded under the Ordinance, a fee of ...	500	1,250
(vi) For making a record of any fact by this Ordinance authorised or required to be recorded by the registrar, a fee of ...	200	500
(4) Companies limited by guarantee and having share capital shall be charged registration fee as mentioned at item I above.		
<b>IV. By a company established outside Pakistan which has a place of business in Pakistan:-</b>		
(1) For filing, registering or recording a document containing charter/statute/ memorandum and articles, etc. for registration by a foreign company under the Ordinance required or authorised to be filed, registered or recorded, a fee of .... ..	25,000	50,000
(2) For filing of accounts pursuant to the provisions of section 453 of the Ordinance, a fee of ...	2,500	5,000
(3) For filing, registering or recording any document by the Ordinance required or authorised to be filed, registered or recorded, other than the memorandum or the abstract required to be filed with the		

registrar by a receiver or the statement or other document required to be filed with the registrar by the liquidator in a winding up, or accounts to be filed pursuant to section 453 of the Ordinance, a fee of ....	500	1,250
(4). For making a record of any fact by this Ordinance authorised or required to be recorded by the registrar, a fee of .... ..	200	500
<b>V. For inspecting documents kept by the registrar in respect of a company or inspecting any register kept by him in relation to companies, a fee of ....</b>	200	500
<b>VI. (1)</b> For a certified copy of the certificate of incorporation or a certificate of commencement of business or a certificate of registration of mortgage or charge, a fee of.....	100	200
(2) For a certified copy of the Memorandum and Articles of Association of a private limited company, a fee of...	250	500
(3) For a certified copy of the Memorandum and Articles of Association of other than a private limited company, a fee of.....	500	1,000
(4) For a certified copy of any return of a private limited company, a fee of.....	100	200
(5) For a certified copy of any return of other than a private limited company, a fee of... ....	200	300
(6) For a certified copy or extract of any other document or register, calculated at the rate, per page or fractional part thereof required to be copied, subject to a minimum fee of one hundred rupees, a fee of ....	20	20
(7) For providing list of companies, a fee calculated at the rate per data field, subject to a minimum fee of five hundred rupees, a fee of ....	Rs. 2 per data field	Rs. 2 per data field
(8) For a Corporate Registration and Compliance System generated company profile, per company, a fee of .... ..	200	200
<b>VII. For any application/appeal/complaint submitted to the registrar or the Commission under the Ordinance:-</b>		
(1) by a member of the company or any other person having dealings with the company, a fee of .....	500	500
(2) by any creditor of the company, a fee of .....	500	1,000
(3) by or on behalf of a company, a fee of .....	500	1,000

<b>VIII.</b> (1) For an application to the registrar for information about the position of any proposed name, a fee of .....	200	500
(2) For an application to the registrar seeking approval for change of name, a fee of .....	1,000	2,000
<b>IX. For an application to the Commission seeking approval to issue, circulate and publish the prospectus, a non-refundable fee in the following manner:-</b>		
(1) Size of total issue including all types of securities up to Rs. 250 million, a fee of .....	-	25,000
(2) Size of total issue including all types of securities more than Rs. 250 million and up to Rs. 1000 million, a fee of .....	-	50,000
(3) Size of total issue including all types of securities more than Rs. 1000 million, a fee of .....	-	100,000
<b>X. For an application to the Commission seeking confirmation of the alteration in the memorandum, a fee of .....</b>	5,000	10,000
<b>XI. For an application seeking extension in the prescribed period for holding annual general meeting;</b>		
(1) by a public company, a fee of .....	15,000	15,000
(2) by a private company, a fee of .....	5,000	5,000
<b>XII. For an application seeking conversion of status of a company, from a public company to a private company, or from a private company to a single member company, a fee of.....</b>	5,000	10,000

<b>XIII.</b>	<b>Application Processing Fee shall be charged from companies regarding the application as given below:</b>	
	(a) For an application to issue shares, otherwise than rights under first proviso of sub-section (1) of section 86 of the Ordinance. OR For an application to issue of preference shares under section 90 of the Ordinance.  (The aforesaid fee shall not apply to applications for issuance of	Rs. 50,000 or 0.1% of the proposed capital increase whichever is higher

	shares under section 86 for the purpose of the Employee Stock Option Scheme)	
	(b) For an application to issue shares at discount under section 84 of the Ordinance.	Rs. 10,000
	(c) For an application for relaxation from the requirements of the Companies (Issue of capital) Rules, 1996 under rule 10 thereof:	
	(i) For share capital proposed to be issued/increased upto Rs. 50 million	Rs. 25,000
	(ii) For share capital proposed to be issued/increased above Rs. 50 million to Rs. 100 million.	Rs. 37,500
	(iii) For share capital proposed to be issued/increased above Rs. 100 million.	Rs. 50,000

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F.No .CLD/RD/CO-470/1/90

**Nazir Ahmed Shaheen**  
Executive Director (Registration.)