PART II

Statutory Notification (S. R. O.)

GOVERNMENT OF PAKISTAN SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

Islamabad, 8th April, 2025

NOTIFICATION

S.R.O.598(I)/2025.- The following draft amendments to the Companies Regulations, 2024, proposed to be made by Securities and Exchange Commission of Pakistan, in exercise of the powers conferred under sub-section (1) of section 512 of the Companies Act, 2017 (XIX of 2017), are hereby published for information of all persons likely to be affected thereby and notice is hereby given that objections or suggestions, if any, received within fourteen days from the date of its publication in the Official Gazette shall be taken into consideration by the Commission, namely:-

DRAFT AMENDMENTS

In the aforesaid regulations, -

1. in regulation 13, in sub-regulation (2),-

- (i) After the expression 'voting rights or controlling interest,' the expression 'directly or indirectly,' shall be inserted;
- (ii) for clause (d), the following shall be substituted;

"CNIC/NICOP/Passport no. along with date of issue and expiry"

(iii) after clause (d) amended as aforesaid, following new clauses shall be inserted:

"di. Date of birth of UBO dii. Gender of UBO"

(iv) after clause (f), following new clause shall be inserted:

"fi. Address of UBO as per CNIC/NICOP/Passport"; and

(v) for the existing clause (g), following shall be substituted:

"Usual residential address of UBO (in case different than given in CNIC/NICOP/Passport)"

2. in the regulation 23,-

- (i) after the expression "*voting rights or controlling interest*" the comma and expression ", *directly or indirectly*," shall be inserted;
- (ii) in clause (d) after the words "date of issue" the words "and expiry" shall be inserted;
- (iii) after clause d amended as aforesaid, following new clauses shall be inserted:
 - "di. Date of birth;
 - dii. Gender;"
- (iv) after clause f, following new clause shall be inserted:

"fi. Address of UBO as per CNIC/NICOP/Passport".

(v) For the existing clause (g), the following shall be substituted;

"Usual residential address of UBO (in case different than given in CNIC/NICOP/Passport)";

3. In the regulation 30, in sub-regulation (3), in table under heading 'Table of formats of various registers to be maintained by the Commission or the registrar or the Companies', after serial no.8, following serial no. 9 shall be added:

	Register R-9	Register of UBO	Regulation 48A	
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4. in the regulation 48,-

"

(i) for sub-regulation (1), the following shall be substituted:

"(1) A company shall, take reasonable measures to identify and obtain the information of its ultimate beneficial owners, by issuing a notice as per Form 16 annually to every member.

Provided that in case of Public interest company as defined in third schedule to the Act, the company shall issue a notice as per Form-16 to every member who holds at least five percent of shares or voting rights in the company or to the representative of every legal person or legal arrangement which holds at least five percent of shares or voting rights in the company.";

(ii) in sub-regulation (2),

- (a) for the word "person" the word "member" shall be substituted; and
- (b) in the proviso, after the word "*company*" the expression "*on the specified Form-17*." shall be added;
- (iii) in sub-regulation (4),
 - (a) for existing clause (iii) the following shall be substituted;

"(iii) CNIC/NICOP/Passport no. along with date of issue and expiry";

(b) after clause (iii), following new clauses shall be inserted;

"(iiia) Date of birth; (iiib) Gender;"

- (c) after clause (v), following new clause shall be inserted;
 - "(va) Address of UBO as per CNIC/NICOP/Passport;"
- (d) in clause (vi), after the word "address", the words and expression "(in case different than given in CNIC/NICOP/Passport)" shall be inserted;
- (iv) in sub-regulation (5), the existing proviso shall be omitted and following provisos shall be added:

"Provided that in case annual return is not required to be filed by any company under the Act, such company shall submit declaration of compliance in pursuance of sub-section (2) of section 123A of the Act, as per Form-19 to the registrar concerned within thirty days of last day of calendar year;

Provided further that in case of change of particulars of UBO, the company shall file Form-19 with the Registrar within fifteen days from the receipt of declaration received under sub-regulation (3) of this regulation."

5. after regulation 48 amended as aforesaid, following new regulation 48A shall be inserted:

"48A. Register of Ultimate Beneficial Owners.— (1) The company shall submit all the ultimate beneficial owners information to the Registrar maintained under sub-regulation (2) and sub-regulation (3) of the Regulation 13, Regulation 23 and/or sub-regulation (4) of the Regulation 48, as the case may be, on prescribed Form-1 (Application for Company Incorporation), Form-2 (Registration of documents of a Foreign Company) or Form-19 (Declaration of compliance with the provisions of section 123A of the Companies Act, 2017) respectively.

(2) The Commission shall keep record of the information in the Register of Ultimate Beneficial Owners as per format Register R-9 (Register of UBO).

(3) Every company shall take appropriate steps to verify the identity of any natural person(s) recorded as a beneficial owner and verify the basis of identification of a person as a beneficial owner.'

6. in the Form-A,

(i) in Part-II,

"

a. after serial no. 2.3, following new serial no.2.3A shall be inserted;

2.3A	Physical Address	
	(Head Office) (if any)	
"		

b. after serial no. 2.8, following new serial no 2.8A shall be inserted:

2.8A	Financial Information:	
a.	Annual Turnover in Rupees (for	
	financial year)	
b.	Number of Employees (average or	Number of Male Employees
D.	Number of Employees (average on	Number of Male Employees:
	monthly basis for financial year) along	Number of Female Employees:
	with gender data (number of individuals	Total number of Employees:
	by gender)	
с.	Classification of Company in terms of	Public Interest Company
	third Schedule to the Act:	Large Sized Company
		Medium Sized Company
		Small Sized Company
		(tick relevant classification)
d.	Business Sector/principle line of	(mention sector)
	business	
e.	Nature of Business	Manufacturing
		Other than manufacturing
		both
		(tick relevant option)

(c) for the table at serial no. 2.9, the following shall be substituted,

2.9 Particulars of Officer(s) including, legal advisor(s), auditor(s) & Share Registrar

S.	Name(s)	Designation	CNIC/NICOP /	date of	Date of	Address	Usual	Date	Gender
No.			Passport No./	issuance	expiry	as per	residential	of	
			Registration No.	of CNIC	of	CNIC	address (in	Birth	
					CNIC		case		
							different		
							than CNIC)		
							,		

1	Chief Executive				
2	Company Secretary				
3	Chief Financial Officer				
4	Legal Advis	or			
5	Auditor				
6	Any Other Officer				
7	Share Registrar (if applicable)				

(d) for table at serial No. 2.10, the following shall be substituted:

"2.10 List of Directors as on the date up to which this Form is made.

Sr. No	Name (s)	Addre ss as per CNIC/ NICO P/ Passpo rt	Residentia l Address (in case different than given in CNIC/NI COP /Passport	of birth	Gen der	National ity	CNIC No./NICO P No./- Passport No., as applicable	Date of issuanc e of CNIC/ NICOP /Passpo rt	Date of expiry of CNIC/NIC OP /Passport	Date of appointme nt or election	Name of member or creditor nominatin g or appointing the director
1											
2											
3											

- (e) for table at serial No.2.11, the following shall be substituted:
- 2.11 List of members/shareholders & debenture holders on the date up to which this Form is made.

Sr. No.	Foli o # (If any)	Name(s)*	Dat e of birt h	Gend er	Address as per CNIC/NI COP /Passport	Usual Residential Address (if different than CNIC/NICOP/Passport)	Nationality	Kind & Class of share(s) (Applica ble in case of compani es having share capital)	No. of shares / debentur es held (Applica ble in case of compani es having share capital)	Percentag e of sharehold ing of member (Applicab le in case of companie s having share capital)	No. for Pakistani s, or NICOP No. for Overseas Pakistani	Date of issuance of CNIC/NICOP/Passport	Date of expiry of CNIC/NICOP/Passport
Sha bers		ers/Mem											
Deb	penture	holders											

* In case the member or debenture holder is holding shares or debentures on behalf of other person(s), the name of such other person(s) shall be mentioned in parentheses along with the name of the member or debenture holder.

* In case the member or debenture holder is holding interest or exercising voting or control rights in the company on behalf of other person(s), the name of such other person(s) shall be mentioned in parentheses along with the name of the member or debenture holder.

(ii) In Part-III, for the table at serial no. 3.3, the following shall be substituted:

"3.3 List of Directors and members as on the date this Form is made.

Sr. No	Name (s)	Desig nation (Direct or and/o r Share holder)	Date of Birth	Gen der	Address as per CNIC/N ICOP/Pa ssport	Residentia l Address (in case different than CNIC/NI COP/ Passport)	Nation ality	No. of shares held (if any)	CNIC # for Pakista nis, or NICOP # for Overse as Pakista nis, or Passpor t # for foreign ers	Date of issua nce of CNI C/NI COP /Pas sport	Date of expiry of CNIC/ NICOP /Passpo rt	Date of becomi ng membe r/direct or	Na me of membe r or credito r nomin ating/ appoin ting the directo r
1													
2													

3							
	"						

7. in the Form-1,-

(i) in Part-II, in section D, for the existing table at serial no. 2.8, the following shall be substituted:

"2.8 Details of subscribers, directors and chief executive officer *

	Name and surname (present and former) in full
	CNIC/NICOP (in case of Pakistani national) or Passport No (in case of foreigner
	Date of issue of NIC/NICOP/Passport
	Date of expiry of NIC/NICOP/Passport
	Date of birth
	Gender
	** Incorporation/ Registration No.
	Nationality (with former nationality and nationality of the origin, if different)
	***Occupation
	Address as per NIC/NICOP/Passport
	Residential address (in case different than NIC/NICOP/Passport)/ registered office address or principal office (in case of a Subscriber other than a natural
	NTN (in case of director, where applicable)
	Designation (Director/Subscriber/ CEO) Please snecify
	Nature of directorship (appointed, nominee/ independent/ other)
	Name of entity nominating the director
	No. of shares subscribed (for subscriber)
	Kind & Class of shares
	****Signatures

* Add details as applicable

** Applicable on subscribers other than natural persons

***Please also mention names of other companies where directorship is held.

**** Signature of subscribers and consent to act as director or chief executive as the case may be. In case of online submission, the document will be signed electronically.

(ii) After Section E serial no. 2.11, following new Part-IIA shall be inserted:

<u>"PART-IIA</u>

2A.1 UBO information as maintained in compliance to Regulation 13(2) of the Regulations*:

					UB	O informati	on					
Sr.no.	Name of the subscriber (natural or legal person)	Name of the natural person(s) who is/are the Ultimate Beneficial Owner (UBO) of subscriber	s Name of UBO	NIC/NICOP/ Passport no. of UBO along with date of issue & expiry	Date of birth of UBO	Gender of UBO	Nationality of UBO	Country of Origin (in case of foreign national or dual national) of UBO	Address of UBO as per CNIC/NICOP/P assport	Usual Residential Address of UBO ((in case different than given in CNIC/NICOP/Pa ssport)	Email Address	Date in which the UBO status was acquired
1	2	3	4	5	6	7	8	9	10	11	12	13

*Additional particulars in case of indirect control (in terms of Regulation 13(3) of the Regulations, in case of indirect shareholding, control or interest being exercised through intermediary companies, entities or other legal persons or legal arrangements in the chain of ownership or control through at least twenty-five percent of the shares, voting rights or controlling interest in the proposed company, provide following particulars of the ultimate beneficial owner of the legal persons or arrangements. If there is no natural person, provide particulars of the relevant natural person who holds the position of senior managing official):

			Additional L	JBO information in	case of in	direct cor	ntrol		
Name of entity	Legal form (Company/LLP/Partners hip Firm/Trust/Any other body corporate (to be specified))	Date of incorporation/ registration	Name of registering authority	Businese addrese	country	Email address	Percentage of shareholding, control or interest of UBO in the logal person or logal anangement	Percentage of shareholding, control or interestof legal person or legal anangement in the Company	Identity of Natural Peson who ultimately owes or controls the legal peson or anangement
1	2	3	4	5	6	7	8	9	10

8. in the Form-2, in Part-VII,

(i) for the table at serial no. 7.1, the following shall be substituted:

"7.1 Particulars of Directors, Chief Executive, Secretary, Principal officer or Person(s) authorized to accept documents/processes on behalf of Company (in case of individuals only):

(つ) Date of birth (つ) Date of birth (つ) (Observation of Passport CNICOP or Passport (Observation of CNICOP or Passport (Observation of CNICOP or Passport (Observation of CNICOP of Observation of CNICOP of Observation of CNICOP of Observation (Observation of Observa	(a)	Present and surname in full
	(b)	Date
	©	Gender
Usual residential address (in case <u>different than MIC</u> Nationality Nationality of orig <i>cif athar than tha</i> <i>business</i> , <u>Business</u> , <u>Cif athar than tha</u> <i>business</i> , <u>Business</u> , <u>Cif athar than tha</u> <i>is abalicable</i>) Date of issuance of MI or passport Date of issuance of MI or passport Date of appointment/ Cessation/ change Remarks, if any	(d)	Address as per CNIC/NICOP or Passport (whichever annlicable)
Nationality of orig <i>it athar than tha</i> <i>it athar than tha</i> <i>it athar than tha</i> <i>it athar than tha</i> <i>business,</i> <i>it applicable)</i> Date of issuance of NIC <i>passport</i> Date of issuance of NIC <i>passport</i> <i>Date of suance of</i> <i>passport</i> <i>bate of suance of</i> <i>passport</i> <i>bate of suance of</i> <i>passport</i> <i>bate of suance of</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i> <i>passport</i>	(e)	Usual residential address (in case
Nationality of orig /:f athar than that /:f athar than that Business, /:f athat /// Date of isuance of NIC paseport Cessation/ change Remarks, if any	(f)	ationalit
Business, Other directorship Status / Designation Status / Designation (Director / Chief CNIC/NICOP Number or Passpo Number (Whichev is applicable) Date of expiry of NIC passport Date of appointment' Cessation/ change Remarks, if any	(g)	
Other directorship Status / Designation Status / Designation (Director / Chief CNIC/NICOP Number or Passpo Number or Passpo Number of Passpont Date of issuance of NI or passport Date of passport Cessation/ change Remarks, if any	(h)	usiness,
Status / Designation (Director / Chief CNIC/NICOP Number or Passpoo Number (Whichev is applicable) Date of issuance of NI or passport Date of passport Date of expiry of NIC passport Cessation/ change Remarks, if any	(i)	Other directorship,
CNIC/NICOP Number or Passpo Number (Whichev is applicable) Date of issuance of NI or nassport Date of appointment/ Cessation/ change Remarks, if any	(j)	Status / Designation (Director / Chief
Date of issuance of NI or passport Date of expiry of NIC passport Date of appointment/ Cessation/ change Remarks, if any	(k)	CNIC/NICOP Number or Passport Number (Whichever is applicable)
Date of expiry of NIC passport Date of appointment/ Cessation/ change Remarks, if any	(1)	Date of issuance of NIC or passport
Date of appointment/ Cessation/ change	(m)	Date of expiry of NIC or passport
	(n)	
	(0)	Remarks, if any

Note: In case of Secretary, particulars as per (a) & (e) may be stated."

(ii) for serial no. 7.2, the following shall be substituted:

"7.2 It is hereby declared that necessary information about the ultimate beneficial owners of the foreign company, if any, as specified in regulation 23, and as defined in the Companies Regulations, 2024 has been obtained and is available on record as per following detail*:

member i	nformation					UBO infor	mation				
Sr.no.	Name of the member of the foreign company not having beneficial interest in the foreign company;	Name of the natural person who is the ultimate beneficial owner of the foreign company;	Father's Name/Spouse' s Name	NIC/NICOP/ Passport no. along with date of issue and expiry;	Date of birth	Gender	Nationality	Country of origin	Address of UBO as per NIC/NICOP/Pas sport	Usual Residential Address (in case different than given in NIC/NICOP/Pas sport	Email Address of UBO
1	2	3	4	6	7	8	9	10	11	12	13

*Additional particulars in case of indirect control (in terms of Regulation 23(i) of the Regulations, in case of indirect shareholding or control, provide following particulars of legal persons or legal arrangement through whom shareholding, interest or control exercised in the chain of ownership or control):

	•		Additional	UBO informatio	on in case of	indirect control			
Name of entity	Legal form (Company/LLP/Partner ship Firm/Trust/Any other body corporate (to be specified))	Date of incorporation/ registration	Name of registering authority	Business address	country	Email address	Percentage of shareholding, control or interest of UBO in the legal person or legal arrangement	Percentage of shareholding, control or interest of legal person or legal arrangement in the Company	Identity of Natural Person who ultimately owns or controls the legal person or arrangement
1	2	3	4	5	6	7	8	9	10

"

9. in the Form 3,-

- (i) in the second heading, the words 'OF MORE THAN TWENTY FIVE PERCENT' shall be omitted; and
- (ii) in Part-II, in section D, for the table at serial no. 2.10, the following shall be substituted:

"2.10 SECTION D NAME, ADDRESSE, AND OTHER PARTICULARS, OF - THE ALLOTTEES

Date of	Name of	Date	Gende	National	Country	Address	Residential	Kind &	Number	NIC	Date of	Date
allotment	allottee(s)	of	r	ity	of origin	of the	Address of the	Class of	of shares	No./NICOP/Pa	issuance	of
	in full	birth			in case	allottee	allottee (in	Shares	allotted	ssport No. of	of	expiry
					of	as per	case differed			allottee/	CNIC/NI	of
					foreign	CNIC/NI	than given in			Registration	COP/Pas	CNIC/
					national	COP/Pas	CNIC/NICOP/			Number, if	sport	NICO
						sport	Passport)			any(in case of		P/Pass
										allotee other		port
										than natural		
										person)		
(1)	(2)	(2.1)	(2.2)	(3)	(4)	(5)	(5.1)		(6)	(7)	(7.1)	(7.2)
							I			I		
l mm	уууу									Please enter NIC	No. without	(-)
		+	+++						-+	+ $+$ $+$ $+$ $+$		

(iii) in Part III,

- (a) the words 'of more than twenty five percent' appearing in the heading shall be omitted;
- (b) for the table at serial no. 3.1.2, the following shall be substituted:

Name of Transferor	CNIC/ Passpor t No./Reg istration No. of Transfe ror, as applica ble	Name of Transfe ree	Gender of Transferee	Date of birth of Transfere e	CNIC/ Passport No./Regist ration No. of Transfere e, as applicable	Addres s of Transfe ree (as per CNIC/p assport)	Residenti al Address of Transfere e (if different than given in CNIC/pa ssport)	No of shares transferre d	Kind / Class of Share s	Dat e of tran sfer
-----------------------	---	------------------------------	-------------------------	---------------------------------------	---	---	---	------------------------------------	--	-----------------------------

"

	1				(
					1
					1
					1
					1
					1
					1

Use separate sheet, if necessary.

(d) for the in table at serial no. 3.3.2 the following shall be substituted;

3.3.2	Particulars	of change	in members
5.5.2	ranculais	of change	III IIIeIIIDeis

	ars of Outgoin r(s), if any	ng	Particulars of New Member(s)								
Name	CNIC/NI COP/ Passport No./Regis tration No., as applicabl e	Date of cessation	Name	CNIC/NI COP/ Passport No./Regis tration No., as applicabl e	Date of issuance of CNIC/p assport	Date of expiry of CNIC/p assport	Date of birth	Ge nde r	Date of Admission		

Use separate sheet, if necessary

10. in the Form 9, in Part-II, serial no. 2, for the table the following shall be substituted:

2. Particulars*:

Prese	NIC No. for	Date	Date of	Date	Gen	Address	Usual	Desig	Nation	Business	Date of	Mode	Natu
nt	Pakistani, or	of	expiry	of	der	as per	residential	nation	ality*	Occupation	present	of	re of
Name	NICOP No.	issuan	of	birth		NIC/NI	address		*	*** (if any)	appoin	appoi	dire
in	for overseas	ce of	NIC/NI			COP/Pa	(in case				tment	ntme	ctors
Full	Pakistanis, or	NIC/N	COP/Pa			ssport	different				or	nt /	hip
	Passport No.	ICOP/	ssport				than				change	chang	(no
	in case of a	Passp					NIC/NIC					e /	min
	foreigner	ort					OP/Passp					any	ee/
							ort)					other	othe
												Rema	r
												rks** **	***
(a)	(b)	(c)	(d)	€	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)
2.1 Ne	ew appointm	ent/elec	tion:	1	I	I	I					I	I
L													

2.2 Ce	asing of Off	ice/Reti	rement/R	esigna	tion/F	Removal/I	Death/Disq	ualifica	tion:		
224-						.	(a) 4 a (f) al				
2.3 An	y other cha	nge in p	articular	s relat	ing to	columns	(a) to (1) at	bove:			

* In the case of a firm, the full name, address and above-mentioned particulars of each partner, and the date on which each became a partner.

** In case the nationality is not the nationality of origin, provide the nationality of origin as well.

*** Also provide particulars of other directorships or offices held, if any.

**** In case of listed company also mention whether the person was appointed as "independent, or executive or non-executive or female director quota

***** In case of a director nominated by a member or creditor the name of such nominating or appointing body shall also be mentioned in column (i), and a copy of resolution from the nominating or appointing body be attached.

11. in the Form 16,-

- (i) in the second heading, for the word "MEMBER", the words "EVERY MEMBER" shall be substituted;
- (ii) paragraph 1 shall be substituted as follows:

"Take notice that sub-regulation (2) of Regulation 19A of the Regulations requires every member of the company to submit a declaration to the company on Form 17.";

- (iii) paragraph 2 shall be omitted;
- (iv) for the paragraph (4) the following shall be substituted:

" In case you do not hold beneficial interest in the shares or voting rights in the Company yourself, please submit the following information on Form-17 about the person (s) on whose

behalf you are holding such shares or interest, within fourteen days of the date of this notice in accordance with regulation 48(2) of the Regulations, failing which the company will proceed in the matter without further notice as per the provisions of the Act and the Regulations*:

- 1. Name
- 2. Father's Name/Spouse's Name
- 3. CNIC/NICOP/Passport no. alongwith date of issue and expiry (attach copy)
- 3.1 Date of Birth
- 3.2 Gender
- 4. Nationality
- 5. Country of origin (in case of foreign national or dual national)
- 5.1 Address of UBO as per CNIC/NICOP/Passport
- 6. Usual residential address (in case different than given in CNIC/NICOP/Passport)
- 7. Email address
- 8. Date on which shareholding, control or interest acquired in the company
- 8.1 Date on which shareholding, control or interest acquired in the company from former ultimate beneficial owner;
- 9. In case of indirect shareholding, control or interest being exercised through intermediary companies, entities or other legal persons or legal arrangements in the chain of ownership or control, following additional particulars to be provided:

$\begin{array}{c c c c c c c c c c c c c c c c c c c $	Name	Legal form (Company/LLP/ Partnership Firm/ Trust/Any other body corporate (to be specified))	Date of incorporation/ registration	Name of registering authority	Business Address	Country	Email address	Percentage of shareholding, control or interest of UBO in the legal person or legal arrangement	Percentage of shareholding, control or interest of legal person or legal arrangement in the Company	Identity of Natural Person who ultimately owns or controls the legal person or arrangement
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)

10. Any other information incidental to or relevant to enable the company to evaluate this matter.

Name & signature (Person authorized to issue notice on behalf of the company)

* In case the government or any company or body corporate owned or controlled by it is a member of a company, the particulars required vide this para shall be provided in respect of the senior

management official(s) nominated by the said government on the board of directors or governing body of the said company or body corporate, to the extent of investment of the government in the company."

12. in Form 17, in paragraph (3),

- (i) for the expression, "The particulars of the ultimate beneficial owner(s), as defined in the Companies Regulations, 2024," the expression "In case all or any of the afore-mentioned shares or controlling interest is not held by myself, the particulars of the ultimate beneficial owner(s)," shall be substituted;
- (ii) in the table.-
 - (a) for serial no.3, the following shall be substituted:

"CNIC/NICOP/Passport no. along with date of issue and expiry";

(b) after serial no.3 amended as aforesaid, following new serial no.3.1 and 3.2 shall be inserted:

3.1 Date of birth	
3.2 Gender	

(c) after serial no.5, following new serial no. 5.1 shall be inserted:

5.1 Address of UBO as per CNIC/NICOP/Passport

(d) in serial no. 6, for the expression "Usual residential address", the expression "Usual residential address (in case different than given in CNIC/NICOP/Passport)" shall be substituted.

13. in the Form 19,-

- (i) in the second heading, after the expression "COMPANIES ACT, 2017" the expression "FOR THE YEAR" shall be added;
- (ii) in PART II, in the table at serial no. 2.1,-
 - (a) in serial number i, for the 2^{nd} column, the following shall be substituted:

"The Company on <date> has issued, a notice as per Form 16 to every member of the Company, to obtain information of its ultimate beneficial owners, in compliance with sub-regulation (1) of regulation 48. The total number of notices issued is _____.";

- (b) In serial number ii, in the 2nd column, the expression "Total no. of members directly holding at least twenty five percent of shares or voting rights in the company and representatives of legal persons or legal arrangements holding twenty five percent of shares or voting rights in the company, as on the date of Form 19: ______" shall be omitted, and
- (iii) After Part III, following Part IIIA shall be inserted:

• PART IIIA

3A.1 Particulars of UBO Register maintained by the Company in compliance to Regulation 48(4) of the Regulations**:

	Shareho	lder inform			UBO information												
Sr.no.	shareholder		of shares	%age of shareholdi ng	name of UBO	Name/Spou	CNIC/NIC OP/Passport No. along with Date of Issue & expiry	Nationalit	Country of Origin (in case of foreign national or dual national) of UBO	Date of Birth of UBO		or/rasspo rt	than airan in	Address of UBO	Date on Which Shareholdin g, Control, or Interest Acquired in Company	Shareholding , Control, or Interest Acquired from Former Ultimate Beneficial	Any other information incidental to or relevant to enable the company to evaluate this matter.
1	2	3	4	5	6	7	8	9	10	11	11	12	13	14	15	16	17

** Additional particulars in case of indirect control (in terms of Regulation 48(4)(x) of the Regulations, in case of indirect shareholding, control or interest being exercised through intermediary companies, entities or other legal persons or legal arrangements in the chain of ownership or control, provide following particulars of the ultimate beneficial owner of the legal persons or arrangements. If there is no natural person, provide the particulars of relevant natural person who holds the position of senior managing official):

Additional UBO information in case of indirect control													
Name of entity	Legal form (Company/LLP/Part nership Firm/Trust/Any other body corporate (to be specified))	incorporation/	Name of registering authority	Business address	country	Email address	Percentage of shareholding, control or interest of UBO in the legal person or legal arrangement	Percentage of shareholding, control or interest of legal person or legal arrangement in the Company	Identity of Natural Person who ultimately owns or controls the legal person or arrangement				
1	2	3	4	5	6	7	8	9	10				

(iv) In **Part IV**, the following note shall be inserted at the end:

"Note: UBO is defined in section 123A of the Companies Act, 2017 as a natural person who ultimately owns or controls a company, whether directly or indirectly, through at least twenty five percent shares or voting rights or by exercising effective control in that company through such other means, as may be specified. The Company will provide such UBO information in Part IIIA of this form."

14. after the existing Register R-8 the following new Register of UBO as Register R-9 shall be added:

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Register R-9

THE COMPANIES ACT, 2017 COMPANIES REGULATIONS, 2024

[Regulation 30 & 48A]

Register of UBO

Sr. n. o. o. company Name of the address Compa py address Compa shareh ny address Shareh presonition Number (in of shares held number (in case of legal Number (in presonition Number (in presonition Number (in presonition Number (in personition <td< th=""><th></th><th colspan="5">Company information Shareholder information</th><th></th><th colspan="11">UBO information</th><th></th></td<>		Company information Shareholder information						UBO information													
1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19		the	CUIN	ny	shareh older	P/Passport No./registrati on number (in case of legal	of shares held	shareholdi		Name/Spou se's Name	OP/Passport No. along with Date of Issue &	Nationalit	Origin (in case of foreign national or dual national) of	Birth of	UBO	Address of UBO as per CNIC/NIC OP/Passpo rt	Residential Address ((in case different than given in CNIC/NIC OP/Passpo	Address of UBO	Date on Which Shareholdin g, Control, or Interest Acquired in Company	Control, or Interest Acquired from Former Ultimate	Any other information incidental to or relevant to enable the company to evaluate this matter.
	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21

Additional UBO information in case of indirect control													
Name of entity	Legal form (Company/LLP/ Partnership Firm/Trust/Any other body corporate (to be specified))	Date of incorporat ion/ registratio n	Name of registerin g authority	Business address	country	Email address	Percentage of shareholding, control or interest of UBO in the legal person or legal arrangement	Percentage of shareholding, control or interest of legal person or legal arrangement in the Company	Identity of Natural Person who ultimately owns or controls the legal person or arrangement				
22	23	24	25	26	27	28	29	30	31				

"

[No. SY/SECP/8/13]

(Bilal R

Secretary to the Commission