



SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

Adjudication Department- I

Adjudication Division

Order

In the Matter of

Panther Tyres Limited

Number and Date of SCN: Adj-I/ARN/61/2024-428
dated September 19, 2024

Hearing Date: November 28, 2024

Present: Mr. Mohsin Muzaffar Butt (Company Secretary),
as the Authorized Representative

Under Section 237 read with Section 479 of the Companies Act, 2017

This Order shall dispose of the proceedings initiated by the Securities and Exchange Commission of Pakistan (**the Commission**), through Show Cause Notice Adj-I/ARN/61/2024-428 dated September 19, 2024 (**the SCN**) issued under Section 237 of the Companies Act, 2017 (**the Act**) read with Section 479 thereof and Circular No.11 dated August 11, 2023 (**Circular**), against the Board of Directors, Chief Executive Officer (CEO) and Chief Financial Officer (CFO), hereinafter collectively referred to as the **Respondents**, of Panther Tyres Limited (**the Company**).

2. The brief facts of the case are that from the perusal of relevant record, it transpires that the Company has filed/transmitted with the Registrar/Commission, its second Quarterly Financial Statements (QFS) with a delay of 61 days as detail provided hereunder:

Period Ended	Due on	Date of Filing/Transmission of QFS with the Registrar/Commission
December 31, 2023	February 29, 2024	April 30, 2024 (delay of 61 days)

3. The relevant provisions of the Act stipulate as under:

“237. Quarterly financial statements of listed companies. — 1) Every listed company shall prepare quarterly financial statements within a period of :-

- a) thirty days from the close of first and third quarters of its year of accounts; and*
- b) sixty days from the close of its second quarter of its year of accounts.*

2) The quarterly financial statements shall be posted on the company's website for the information of its members and also be transmitted electronically to the Commission,

securities exchange and with the registrar within the period specified under sub-section (1).

4) If a company fails to comply with any of the requirements of this section, every director, including chief executive and chief financial officer of the company who has by his act or omission been the cause of such default shall be liable to a penalty of level 2 on the standard scale."

4. In taking cognizance of the matter, a SCN was issued to the Respondents. In response, the Company Secretary vide letter dated September 25, 2024 filed written response to the SCN, *inter alia*, stating the following:

- The Company filed its QFS for the period ended December 31, 2023, via eZfile on February 29, 2024, using the available option/window for quarter of financial year 2023.
- The QFS were simultaneously transmitted to the Pakistan Stock Exchange (PSX) through PUCAR on February 29, 2024 and also made available on Company's website.
- The Company Registration Office-Lahore (CRO), on March 17, 2024, instructed the Company to refile the QFS by selecting option of 2nd quarter of financial year 2023-24 and despite attempts, the eZfile system did not allow refiling due to technical issues.
- The Company informed the CRO, about the issue and subsequently to ensure compliance manually filed the QFS on April 30, 2024.
- The company complied with Section 237 of the Act as the initial filing was made on time. The relevant correspondence with CRO, acknowledgement of filing of QFS have been provided and the Company has never been non-compliant with respect to Section 237 of the Act, therefore, it is requested to withdraw the SCN. The Company ensures that it remain compliant with the Law.

5. To provide an opportunity for personal representation, hearing in the matter was fixed for November 28, 2024. Mr. Mohsin Muzaffar Butt, Company Secretary, appeared as the Authorized Representative on behalf of the Respondents (**the Representative**) and reiterated the written response submitted vide letter dated September 25, 2024.

6. I have considered the facts of the case based on the relevant provisions of the Act, available record of Company, as well as the written and verbal submissions of the Representative, it is imperative to discuss the following elements:

- In terms of Section 237 of the Act, every company is required to file/transmit QFS within sixty days from the date of close of its second quarter of its year of accounts. QFS are crucial source of information for stakeholders/members. It provides timely insights into a company's financial performance and such information is essential for assessing the company's overall financial health.
- In order to ensure transparency, the Company is required to meticulously adhere to the provisions of Section 237 of the Act for timely filing/transmission of QFS and the Respondents, in any manner whatsoever, cannot absolve themselves from their statutory duties pertaining to afore-said section of the Act.
- The Respondents provided screenshot for timely initiation of filing of QFS on eZfile however filed the same through available option/window of Quarter of financial year 2023 instead of filing the same by selecting option of 2nd Quarter of financial year 2023-24. The QFS were simultaneously transmitted to the Pakistan Stock Exchange (PSX) on February 29, 2024 through PUCAR and also made available on Company's website.
- On highlighting the issue by CRO in respect of selecting incorrect option/window for filing the QFS through eZfile, the Company on April 30, 2024, filed the same manually with CRO. Further, the Company has a compliance history.

7. In view of the preceding facts, I have concluded that the delay in filing the Company's QFS was caused by a system glitch and cannot be regarded as a default on the part of the Respondents. Considering the given circumstances, I, in exercise of powers conferred under sub-section (4) of Section 237 of the Act, hereby conclude the proceedings initiated through the SCN against the Respondents, without imposing any penalty.



Mahboob Ahmad
Additional Director/Head of Wing
Adjudication Department – I
Listed Companies Wing

Announced:
December 05, 2024
Islamabad