



# SECURITIES & EXCHANGE COMMISSION OF PAKISTAN

(Adjudication Department-II, Adjudication Division)  
4<sup>th</sup> Floor State Life Building No.2, Wallace Road, Karachi.  
Website: www.secp.gov.pk

**CASE No. 661/2022**

**BEFORE THE ADJUDICATING OFFICER**

**ORDER UNDER SECTION 132 READ WITH SECTION 479 OF THE COMPANIES ACT, 2017**

**IN THE MATTER OF M/S. G. A. SONS (PVT) LIMITED**

**Present:** None present for hearing nor any written response received from the company or its management.

Date of Final Hearing: 24-05-2022

1. This Order shall dispose of the proceedings initiated under Section 132 of the Companies Act, 2017 (The Act), vide Show Cause Notice dated 12-04-2022 ["the Notice"].
2. The facts of the case are that after examination of the record/documents of the company it has been observed that the company held its AGM for period-ended 30 June,2020 with the delay 01 Year 01 Month & 2 days in violation of section 132 of the company Act,2017.
3. Prima facie, the company violated the provisions of section 132(1) of the Act, which attracts penal provisions contained under section132 (5)(b) ibid.
4. Consequently, the afore mentioned violation of law rendered the company and its officer(s) liable to a penalty of level - 1 on the standard scale provided under section 132 (5)(b) read with section 479(2) of the Act. Accordingly, taking cognizance of the matter, a Show Cause Notice dated 12-04-2022 was served to the company through its Chief Executive as well as the directors of the company, calling upon them to Show Cause in my office on 26-04-2022 and subsequently re-fixed on 10-05-2022 and 24-05-2022 as to why the penalty laid down under the above mentioned section should not be imposed.
5. However, in response to the above-mentioned show cause notice, neither anyone appeared before the undersigned for hearing nor any written reply was received from the subject company. In order to provide further opportunity of being heard and to meet the end of justice, two reminders / re-scheduled notices were also served upon the company. Yet, no response in any manner received from or on behalf of the company or its management.

6. The attitude of the management of the subject company towards compliance with laws and regulations as required under the Companies Act 2017 is very disappointing. Due to failure to attend the hearing and/or to submit a written reply thereby explaining the reasons for delay in holding of AGM as confronted in above-mentioned show cause notice/remainders, the undersigned is left with no choice but to take an ex-parte decision on the basis of the record maintained by the company registration office as required under the "Act". Henceforth, I hereby imposed a penalty of **Rs.25,000/-** on the company.
7. The management of the company is advised to deposit the penalty amount within 30 days from the date of receipt of this order in any designated branches of MCB Bank Limited or UBL Bank and furnish original receipted challan to this office within the above said period positively. Further, the management of the company is hereby warned not to repeat the said or any other default in future and ensure the timely compliances all the statutory requirements of applicable laws, rules and Regulations.
8. A copy of this order be placed on the record/file of the company for future reference and further appropriate action to be taken by the concerned registrar, if any.

Please acknowledge receipt of this notice at your earliest.



(ZIA UL RASHEED ABBASI)  
ADJUDICATING OFFICER /  
ADDITIONAL REGISTRAR

Dated: 06-06-2022