



SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

Adjudication Department- II

Adjudication Division

BEFORE

**HAMMAD JAVED, ADDITIONAL DIRECTOR / HEAD OF DEPARTMENT
(ADJUDICATION DEPARTMENT – II)**

IN THE MATTER OF

M/S. QUETTA INSTITUTE OF MEDICAL SCIENCES

Show Cause Notice	AOK-1720/2024-1028 dated October 23, 2024	
Date on which hearing opportunity provided	Date	Attended by
	November 21, 2024	Mr. Shair Baz (Chief Financial Officer, Authorized Representative)
	January 08, 2024	No one appeared

ORDER

UNDER SECTION 132 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*') vide the Show Cause Notice (the '*SCN*') dated October 23, 2024 issued to M/s QUETTA INSTITUTE OF MEDICAL SCIENCES (the '*Company*') under section 132 of the Companies Act, 2017 (the '*Act*').

2. The facts leading to the issuance of the SCN were that the Company was incorporated on August 02, 2022 and was required to hold its AGM within sixteen months from the date of incorporation i.e. on or before December 02, 2023. However, the record maintained by the concerned registrar revealed that the Company has failed to hold its first Annual General Meeting (AGM) within the prescribed statutory period, as required under Section 132 of the Act. Section 132(1) of the Act is reproduced below for reference:

132. Annual general meeting.—(1) Every company, shall hold, an annual general meeting within sixteen months from the date of its incorporation and thereafter once in every calendar year within a period of one hundred and twenty days following the close of its financial year: Provided that, in the case of a listed company, the Commission, and, in any other case, the registrar, may for any special reason extend the time within which any annual general meeting, shall be held by a period not exceeding thirty days.

3. And whereas the default in complying with the above requirements of section 132 attracts penal provisions contained in section 132 and sub-section (5) *Any contravention or default in complying with requirement of this section shall be an offence liable—*

132 (5) - Any contravention or default in complying with requirements of this section shall be an offence liable—

*(a) in case of a listed company, to a penalty of level 2 on the standard scale; and
(b) in case of any other company, to a penalty of level 1 on the standard scale.*

4. In the matter of aforesaid SCN, initial opportunity of hearing was provided to the company by fixing hearing on November 21, 2024, by serving the Show Cause notice on October 23, 2024, at the registered office of the Company. Mr. Shair Baz, Chief Financial Officer (CFO) (the Authorized Representative), attended the hearing via zoom link. Mr. Shair Baz also submitted a written response dated November 21, 2024 attributing the delay on meeting the legal requirements w.r.t the AGM, to the change in management and administrative restructuring. He further requested for extension in time till December 31, 2024 for holding the overdue AGM. Keeping in view the request made by the Company,

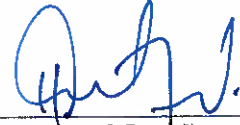
extension in time was allowed and the last hearing opportunity was provided to the Respondent on January 08, 2025, however, no one appeared on the last hearing.

5. In view of the foregoing, it is established that the Company failed to hold its first Annual General Meeting (AGM) within the prescribed statutory time period, as required under Section 132 of the Act, despite being provided with the aforesaid hearing opportunities and extension in time for making good the default. I, therefore, in exercise of the powers under section under Section 132 read with Section 479 of the Act, delegated to the undersigned vide S.R.O. 129 (I)/2020 dated 6th December, 2019 hereby impose a penalty of **Rs. 5,000/- (Rupees Five Thousand Only)** on the Company to conclude the proceedings.

6. The Company is hereby directed to deposit the aforesaid penalty in the accounts of the Commission being maintained in the designated branches of MCB Bank Limited or United Bank Limited within 30 days of the receipt of this Order and furnish Original Deposit Challan to this office. In case of non-deposit of the fines, proceedings for recovery of the same shall be initiated against the Company.

7. Further, the Company is hereby also advised to ensure timely and meticulous compliance with respect to all the applicable provisions of the Act, Rules and Regulations made thereunder, henceforth.

8. This order is being issued without prejudice to any other action that the Commission may initiate against the Company in accordance with the law on matters subsequently investigated or otherwise brought to the knowledge of the Commission.



(Hammad Javed)

Additional Director / Head of Department
Adjudication Department-II

Announced: February 19, 2025