

COMPANIES (GENERAL PROVISIONS & FORMS) RULES, 1985

ISLAMABAD, THE 14TH DECEMBER, 1985

NOTIFICATION

(Finance Division)

S.R.O. 1235(I)/85.-- In exercise of the powers conferred by section 506 of the Companies Ordinance, 1984 (XLVII of 1984), the Federal Government is pleased to make the following rules, the same having been published previously as required by the said section, namely:--

1. Short title and commencement. (1) These rules may be called the Companies (General Provisions and Forms) Rules, 1985.

(2) They shall come into force at once.

2. Definition. (1) In these rules, unless there is anything repugnant in the subject or context,--

- (i) "application" includes an application, petition or appeal;
- (ii) "charge" includes a mortgage, an interest created in consequence of an agreement for redeemable capital, term finance, participation term certificate, *musharika*, lease or hire, hire-purchase or any other similar interest in the assets of a company;
- (iii) "form" means a form set out in any of the schedules to the Ordinance or hereto annexed;
- (iv) "Ordinance" means the Companies Ordinance, 1984 (XLVII of 1984);
- (v) "registrar concerned" means the registrar in charge of the registration office in which the company is registered or in whose territorial jurisdiction the registered office, or, where a company is to be registered, the proposed registered office, is situate;
- (vi) "responsible officer" in relation to a company, means--
 - (a) the chief executive of the company;
 - (b) a director of the company;
 - (c) the secretary of the company;
 - (d) any other officer of the company who is declared by the Authority in writing as a responsible officer of the company for the purposes of these rules;
 - (e) in the case of a company in relation to which an administrator has been appointed under sub-section (1) of section 295, the administrator of such company; or

(f) in the case of a company in liquidation, the liquidator of such company.

(vii) "Schedule" means a schedule to the Ordinance;

(viii) "seal" means the common seal of the company; and

(ix) "section" means a section of the Ordinance.

(2) All other terms and expressions used but not defined in these rules shall have the same meaning as assigned to them in the Ordinance.

3. **Application for confirmation of alteration of memorandum under section 21.** (1) An application for confirmation of the alteration of any of the provisions of the memorandum of the company under sub-section (2) of section 21 shall be submitted to the Authority by a responsible officer not later than sixty days from the date on which the special resolution seeking such alteration was passed.

(2) The application shall contain the following information correct as on the day immediately preceding the day of the passing of the special resolution and signed by a responsible officer, namely:--

- (i) name and address of the company;
- (ii) number and date of incorporation;
- (iii) subscribed and paid-up capital;
- (iv) redeemable capital;
- (v) business actually being carried on and the clause in the memorandum justifying it;
- (vi) statement in a comparative form showing the existing provisions of the memorandum as are proposed to be altered and the provisions as would appear after the proposed alterations have been made, indicating the clause of sub-section (1) of section 21 under which each alteration is considered permissible by the company alongwith brief reasons explaining how it considers it permissible;
- (vii) reasons for the proposed alteration;
- (viii) pattern of holding of its shares in Form 34;
- (ix) name and address of each of its creditors, including debenture-holders to whom an amount exceeding twenty-five thousand rupees is due, with **the amount mentioned** against each name; and
- (x) interests affected.

(3) The following documents correct as on the day immediately preceding the day of the passing of the special resolution and certified by a responsible officer shall be submitted alongwith the application, namely:--

- (i) a copy of the memorandum and the articles;

- (ii) a copy of the special resolution;
- (iii) minutes of the meeting at which the special resolution was adopted; and
- (iv) particulars of dissenting shareholders or creditors together with their objections.

4. Registration of memorandum, etc., under section 30. (1) The memorandum and the articles filed under sub-section (1) of section 30, shall be properly stamped as required by the Stamp Act, 1899 (11 of 1899), and shall be accompanied by three copies thereof duly subscribed and witnessed alongwith the declaration made under sub-section (2) of that section.

(2) The declaration required to be made under sub-section (2) of section 30 shall be made in Form 1 by a person engaged in the formation of the company who is--

- (i) an advocate, entitled to appear before any High Court in Pakistan or the Supreme Court; or
- (ii) a member of the Institute of Chartered Accountants of Pakistan or the Institute of Cost and Management Accountants of Pakistan practising in Pakistan; or
- (iii) a person named in the articles as a director or other officer of the company.

(3) The registrar may require any person who makes a declaration under sub-section (2) of section 30 or is a promoter or director of the proposed company or is a witness to the signatures of the subscribers to the memorandum to furnish such information, clarification or document as he may deem necessary to satisfy himself for purposes of sub-section (3) of that section.

5. Enquiries as to availability of company names for registration under sections 37 and 38. The promoters of a company desirous of having a company registered, or a responsible officer of a company intending to change its name, may make an application to the registrar concerned asking for information as to whether the proposed name is or is not available for adoption, and the registrar shall, subject to the provisions of sub-section (4) of section 37 and of section 38, furnish the information ordinarily within ten days of the receipt of the application.

6. Application for grant of a licence under section 42 in case of charitable and other associations. (1) The promoters or members of an association desirous of obtaining a licence under section 42 shall make an application to the Authority in writing duly signed by them or by any person authorized by the association in this behalf.

(2) The applications shall be accompanied by--

- (a) three copies of the draft memorandum and the articles of the proposed association;

- (b) a list of promoters of the association with their occupation and addresses;
- (c) a declaration by a person specified in sub-rule (2) of rule 4 to the effect that he has scrutinized the application and the accompanying documents, and that he is satisfied that the same are drawn up in conformity with the provisions of the Ordinance and fulfil the conditions for the grant of licence laid therein and these rules;
- (d) the names of companies, associations and other institutions in which the promoters of the proposed association hold any officer stating the officer held in each case;
- (e) if the association is already in existence, a copy of the audited balance sheet, income and expenditure account and the annual report on the working of the association for the financial year immediately preceding the date of the application;
- (f) an estimate of the future annual income and expenditure of the proposed company, specifying the sources of income and objects of expenditure; and
- (g) a brief statement of the work already done by the association or proposed to be done after its being granted the licence and registration.

(3) The Authority on being satisfied, after such enquiry and after obtaining such further information as it may consider necessary, that it shall be in the public interest so to do, may grant the licence applied for subject to such conditions as it may deem fit to impose.

(4) In particular and without prejudice to the generality of the power of the Authority under section 42 and sub-rule (3), a licence shall be granted subject, besides others, to the following conditions, namely:--

- (i) the association shall be formed as a public company;
- (ii) payment of remuneration for services or otherwise to its members, whether holding an office in the company or not, shall be prohibited;
- (iii) no change in the memorandum and the articles shall be made except with the prior approval of the Authority;
- (iv) the limit of liability of its members shall not be less than a reasonable amount having regard to all the circumstances of the case; and
- (v) patronage of any government or authority, express or implied, shall not be claimed unless such government or authority has signified its consent thereto in writing.

(5) The conditions imposed under sub-rule (4) shall be included in the memorandum.

7. Conversion of a public company into a private company under section 44. Where the alteration of the articles of a company has the effect of converting a public company into a private company, the company shall, not later than sixty

days from the date on which the special resolution seeking such alteration was passed, make an application in Form 2 to the Authority for its approval under section 44.

8. Service of documents on public functionaries. An application or any document submitted to the Authority or the registrar in pursuance or for the purposes of any of the provisions of the Ordinance shall, unless otherwise proved, be deemed to have been received or delivered to it or him on the day on which it is received by its or his office.

9. Mode of submission of returns and applications to the Authority. A document, statement, return, report, communication or application required to be submitted to the Authority or a Stock Exchange, may be sent to the Authority or the Stock Exchange at its headquarters by registered post or by delivery either in person or through an agent, against an acknowledgment of receipt.

10. Circulation of reports and notices by companies. Unless otherwise provided by the Ordinance or these rules, any report, notice, statement, circular or other document required under the Ordinance or any rule made thereunder to be circulated, transmitted or forwarded to the members, debenture-holders or creditors shall, unless it is delivered to the addresses personally against an acknowledgment or is sent by registered post, be sent, transmitted or forwarded by post under certificate of posting.

11. Submission of prospectus for approval of the Authority under section 57. An application for approval of a prospectus of a listed company or of a company which proposes to make an application to a stock exchange for the listing of its securities submitted to the Authority under sub-section (1) of section 57, shall be accompanied by three copies of the prospectus alongwith such certificates or other documents as are required to be appended thereto, and an affidavit affirming, among other things, that all the information in the prospectus and all other documents filed in connection with it is true and correct.

12. Verification of copies of contracts for purposes of section 73. Copies of contracts required to be filed with the registrar under sub-section (1) of section 73 shall be verified--

- (i) by an affidavit of a responsible officer that these are true copies; or
- (ii) by a certification of the public officer having custody of the original document.

13. Verification of copies for purposes of section 121, 122, 123 and 129. A copy of every instrument or deed creating or evidencing any charge and required to be filed with the registrar in pursuance of section 121, 122, 123 or 129 shall be verified as follows, namely:--

- (i) Where the instrument or deed relates, whether wholly or partly, to property situate in Pakistan, the copy shall be verified in the manner provided in rule 12; and

- (ii) Where the instrument or deed relates solely to property situate outside Pakistan, the copy shall be verified by an affidavit of a responsible officer of the company, or of a person interested in the mortgage or charge on behalf of any person other than the company, stating that it is a true copy.

14. Application for extension in the period for holding annual general meeting and laying balance sheet, etc, therein under section 158 or 233.

(1) An application for the grant of an extension in the time for--

- (i) holding any annual general meeting, not being the first such meeting, pursuant to the proviso to sub-section (1) of section 158; or
- (ii) laying before the annual general meeting a balance sheet and profit and loss account or, in the case of a company not trading for profit, an income and expenditure account, pursuant to the proviso to sub-section (1) of section 233;

shall, in the case of a listed company, be submitted to the Authority and, in any other case, to the registrar concerned not less than thirty days before the last date on which such general meeting is required to be held under the said section:

Provided that the registrar concerned or the Authority, as the case may be, may for special reasons to be recorded, entertain an application which is submitted less than thirty days before the last date on which the annual general meeting is required to be held under the said sections.

(2) The application aforesaid shall state--

- (i) the registration number, name and address of the company;
- (ii) the date on which the last general meeting was held and the financial year for which the balance sheet, profit and loss account and other statements and reports relating to accounts were laid at such meeting;
- (iii) the date upto which the annual general meeting is required to be held under and for the purposes of the said sections and the date upto which the balance sheet and profit and loss account, and other statements and reports relating to accounts are required to be laid therein;
- (iv) reasons for not being able to hold the annual general meeting or laying the balance sheet and profit and loss account at the general meeting by the date mentioned in clause (iii) and justification or extension in the period to the extent applied for; and
- (v) when the delay is attributed to non-completion of books of accounts or non-finalization of audit, the exact state of books of accounts with reasons for non-completion of such books or for non-finalization of the audit, as the case may be, such information being accompanied by a certificate of the company's auditor as to the state of its accounts, reasons for delay in completion of audit and the minimum time required for the purpose; and

- (v) shall be accompanied by a copy of the lost audited balance sheet and profit and loss account.

15. Copy of resolution, etc., referred to in section 208 to be filed with the Authority and registrar. A copy of every resolution passed pursuant to section 208 together with the information and documents specified in Form 30 shall be filed with the Authority and the registrar concerned in the case of a listed company, and with the registrar concerned in the case of any other company to which section 208 applies, within fifteen days from the passing of the said resolution.

16. Computation of amount to be tendered to a listed company by certain beneficial owners under section 224. (1) Any gain made from the purchase and sale, or sale and purchase, of a listed security within a period of less than six months, which is required to be reported to the Authority and the registrar, and to be tendered to the company under section 224 shall be computed in the following manner, namely:--

- (a) the purchases at lowest rates shall be matched against the sales at highest rates prevailing within the six months, and the recoverable amount calculated with respect to every individual transaction by reference to the difference between the purchase price and the sale price of any purchase and sale, or sale and purchase disregarding any other transactions, that is to say, the lowest in rate and highest out rate of the purchases and sales or the sales and purchases shall be matched; and
- (b) the purchases and sales shall be matched as aforesaid so long as the securities involved in the purchase and sale are of the same class and of the same listed company.

(2) For the purpose of sub-rule (1) mere offer by a listed company to its existing share-holders for right shares and sale of the letter of right shall not be a purchase or sale, but the acceptance of the offer of right and subsequent acquisition of shares as also purchase of right allotment letters from the market shall be a purchase for the said purpose.

(3) Any loss arising out of any transaction in a listed security shall not be set off against the gain arising out of such security computed in the manner aforesaid:

Provided that the amount of brokerage, stamp duty and other expenditure actually paid or incurred in making the gain may be deducted by the person by whom it is to be reported or tendered subject to production of such documentary evidence in support of the payment having been made or expenditure having been incurred as may be acceptable to the company.

17. Number of copies of accounts and reports to be filed with Authority, etc. For the purposes of sub-section (5) of section 233, sub-section (1) of section 242 or sub-section (1) of section 245, as the case may be, there shall be filed.--

- (a) in the case of a listed company, with the registrar concerned and the Authority five copies of the annual or half-yearly accounts and balance

sheet and other reports referred to in the aforementioned provisions of the Ordinance; and

- (b) in the case of a public company which is not a listed company, with the registrar concerned, five copies of the annual accounts and balance sheet and other reports referred to in section 242.

¹⁵[17-A. Auditor's report on the accounts of a company ¹⁶[other than a Banking Company.] The auditors' report on the accounts and books of accounts and balance-sheet and profit and loss account of a company required by section 255 shall be in Form 35-A.]

¹⁷[17-B. Auditors Report on the accounts of a banking company. The Auditors Report on the accounts and books of accounts and balance-sheet and profit and loss account of a banking company required by section 255 shall be in Form 35-B.]

18. Application under section 263. Every application for investigation into the affairs of a company under clause (a) or clause (b) of section 263 shall specify-

- (a) the name and address of the registered office of the company whose affairs are sought to be investigated;
- (b) the names and addresses of the applicants, and, in the case of a company having a share capital, also the total number of shares of the company held by each of them together with the amount paid up thereon;
- (c) If the company has a share capital, the issued and paid-up capital of the company and the nominal or face value of the share or, if the company has no share capital, the total number of its members;
- (d) the precise and specific reasons for requesting the investigation with particulars of alleged irregularities; and
- (e) whether the applicants agree to give security for payment of the costs of investigation and the ceiling of the amount upto which they so agree.

(2) Every such application shall be accompanied by such documentary evidence in support of the reasons for requesting the investigation and the alleged irregularities as is reasonably open to the applicants.

(3) Every such application shall be signed by the applicants and shall be verified by their affidavit stating, *inter alia*, the paragraphs of the application which contain statements true to their knowledge and the paragraphs of the application which contain statements true to the best of their information and belief.

(4) The Authority may, before passing any order on the application, require the applicants or any one or more of them to produce such further documentary or other evidence as the Authority may consider necessary--

15. Added by S.R.O. 370(1)/88, dated 25.5.1988.

16. Added by S.R.O. 887(1)/86, dated 29.9.1986.

17. Ins. by S.R.O. 370(1)/88, dated 25.5.1988.

- (a) for the purpose of satisfying itself as to the veracity of the allegations made in the application; or
- (b) for ascertaining any information which, in the opinion of the Authority is necessary for enabling it to pass orders on the application; or
- (c) for ascertaining the eligibility of applicants or any one or more of them to make the application.

19. Fee payable under section 269. The fee payable for furnishing a copy of the inspector's report in pursuance of clause (b) of sub-section (2) of section 269 shall be the fee as is payable to the registrar under the Sixth Schedule for the supply of a certified copy or extract of any document or register kept by the registrar.

20. Authentication of copy of Inspector's report under section 278. A copy of the report an inspector, or inspectors, shall, for the purposes of section 278, be authenticated either--

- (a) by a responsible officer under the seal of the company whose affairs have been investigated; or
- (b) by a certificate of the Authority or the registrar having custody of the report.

21. Manner of giving notice under section 289. (1) A notice required to be given by a transferee company--

- (a) To any dissenting share-holder of the transferor company in pursuance of sub-section (1) of section 289; or
- (b) to any share-holder of the transferor company who has not assented to the scheme or contract in pursuance of clause (a) of sub-section (2) of that section;

shall be given in the manner provided in section 50 and rule 10 for the service of documents by a company on a member thereof.

(2) While making or issuing any offer or issuing any circular containing any recommendation from the directors of the transferor company to the members of that company to accept such offer, the company shall furnish to them the information specified in Form 37 in addition to the statement referred to in clause (b) of sub-section (5) of section 289.

22. Certification of documents for the purposes of section 451. (1) A copy of any charter, statute, memorandum, articles or other instrument, constituting or defining the constitution of a foreign company required to be filed with the registrar under clause (a) of sub-section (1) of section 451 shall be duly certified to be a true copy by--

- (a) the public officer in the country where the company is incorporated to whose custody the original is committed; or

- (b) a Notary Public of the country where the company is incorporated; or
- (c) an affidavit of a responsible officer of the company to the country where the company is incorporated.

(2) The signature and seal of the official referred to in clause (a) of sub-rule (1) or the certificate of the Notary Public referred to in clause (b) of that sub-rule shall be authenticated by a Pakistan diplomatic consular or consulate officer.

(3) The certificate of the officer of the company referred to in clause (c) of sub-rule (1) shall be signed before a Pakistan diplomatic consular or consulate officer.

23. Certification of translation under sections 451, 452 and 453 and number of copies of balance sheet, etc., to be filed with registrar under section 453. (1) The translation into English or Urdu of documents required to be filed with the registrar in pursuance of sections 451, 452 or 453 shall be certified to be correct translation of the original in the manner provided in sub-rule (2) or sub-rule (3), as the case may require.

(2) Where any such translation is made outside Pakistan, it shall be authenticated by the signature and seal, if any, of--

- (a) the public officer in the country where the company is incorporated to whose custody the original is committed; or
- (b) a Notary Public of the country where the company is incorporated:

Provided that signature or seal of the person so certifying shall be authenticated by a Pakistan diplomatic consular or consulate officer.

(3) Where such translation is made within Pakistan, it shall be authenticated by an affidavit of any person having, in the opinion of the registrar, an adequate knowledge of the language of the original and of English or Urdu, as the case may be.

(4) For purposes of sub-section (1) of section 453, there shall be filed with the registrar concerned five copies of the balance sheet and profit and loss account referred to therein.

24. Maximum fees to be charged by companies. The fee to be charged by a company under sections 136, 150, 471 or any other provision of the Ordinance for inspection of any document or register or for the supply of any copy thereof to a person, other than a creditor or member of the company, shall not exceed the fee specified in the Sixth Schedule for the inspection of a document or register or for the supply of a certified copy of an extract of any document or register kept by the registrar.

25. Persons authorised to represent in proceedings under sections 476, 477 and 484. (1) Except as otherwise provided in the Ordinance, the following persons shall be entitled to appear before the Federal Government or the Authority or the registrar in any proceedings under sub-section (3) of section 476 or sub-section (1) of section 477 or section 484, namely:--

- (a) If the proceedings are against a company,--
- (i) a responsible officer of the company; or
 - (ii) any other person who could make a declaration under sub-rule (2) of rule 4 and who is authorised in writing by the company for the purpose; and
- (b) if the proceedings are against an officer of a company or some other individual allegedly responsible for the offence,--
- (i) the officer or person so alleged; or
 - (ii) unless otherwise required by the Federal Government, the Authority or the registrar, any other person who could make a declaration under sub-rule (2) of rule 4, duly authorised in writing by the said officer or person for the purpose of the proceedings.

(2) Where a person authorised under sub-clause (ii) of clause (a) or (b) of sub-rule (1) proposes to appear on behalf of a company or any other person in any proceedings, the written authority entitling him so to do shall be furnished to the Federal Government, the Authority or the registrar, as the case may be, prior to the proceedings.

26. Forms prescribed under section 504. (1) The forms hereto annexed shall be used in all matters to which the forms relate.

(2) For the purpose of sub-rule (1), any form in the Schedules shall be deemed annexed to these rules.

27. Translation of documents other than those under Part XIV of the Ordinance. If any document or portion of any document required to be filed or registered with the registrar or containing any fact required to be recorded by him in pursuance of any provision contained in any Part of the Ordinance (except Part XIV) is not in English language or in Urdu language a translation of that document or portion either in English language or in Urdu language certified in the manner provided in sub-rule (3) of rule 23 to be correct translation thereof, shall be attached to each copy of the document which is furnished to the registrar.

28. Signing and authentication of applications, documents, etc. All applications and documents filed with or sent to the Federal Government, the Authority or the registrar, by or on behalf of the company, shall, unless otherwise required by any provision of the Ordinance or these rules, be signed and verified by a responsible officer or, in the case of any individual entitled to submit an application, by such individual, and the Federal Government, the Authority or the registrar, as the case may be, may require such documentary proof with respect to the status, designation or entitlement of the person or individual making or authenticating application as it or he may deem necessary.

29. Prescribed particulars. The particulars contained in the forms are hereby prescribed as the particulars, if any, required under the relevant provision or provisions of the Ordinance.

30. Mode of submission of applications, etc. Every application made to the registrar, the Authority or the Federal Government shall, in addition to complying with any other requirement of the Ordinance or the rules, be--

- (i) duly signed and verified by an affidavit by the person making it and, in the case of a company, signed and verified by an affidavit by a responsible officer of the company;
- (ii) neatly and legibly written, typed or printed, setting out precisely the facts, grounds and claims or relief applied for in serially numbered paragraphs and specifying the relevant provisions of the Ordinance under which action or relief is applied for;
- (iii) accompanied by documents referred to in the application or relied upon and, in the case of an appeal against any order or decision, by a certified copy of such order or decision;
- (iv) accompanied by one spare copy, duly signed, dated and verified and accompanied by copies of the documents as aforesaid; and
- (v) accompanied by the original receipt of the treasury or bank for the fee paid for the application.

31. Interpretation of the requirements of the Schedules and forms. For the application and interpretation of the requirements of the schedules or forms, unless the subject or context otherwise requires, the following shall apply, namely:--

- (a) if an information is required to be disclosed and, in the application of the provision to a company, there is no information which could be so disclosed, an express statement giving the factual position would be required to be made instead of the information to be stated;
- (b) if a certain information is required to be disclosed "if practicable", "if determinable" "as near thereto as circumstances admit" or under some other similar expression, and it is not practicable for a company to disclose or provide information as required, the precise reasons as to why it is not practicable to provide the information or it is not possible to determine the required information or the circumstances which necessitate deviation from the actual requirements shall be included instead of the information required to be stated.

32. Copies of applications to various authorities, etc. to be forwarded to others. A copy of every application together with a copy of each of the documents enclosed therewith shall be forwarded by the applicant,--

- (i) in the case of an application made to the Federal Government, to the Authority and the registrar concerned;

- (ii) in the case of an application made to the Authority or the registrar who is head of the organisation for the registration of companies in Pakistan, to the registrar concerned;

and this fact shall be stated in the application.

33. Mode of furnishing of returns to the Authority. Any person required by or under any provision of the Ordinance or these rules to furnish any document, statement, return or report to the Authority shall deliver it, either in person or through an agent, against receipt, to the Authority or send it to the Authority by registered post at its Headquarters at Islamabad.

34. Payment of fees, etc. Except as otherwise provided in the Ordinance, all fees, charges and other sums payable, paid or realised under the Ordinance or any rules or regulations made or notification issued thereunder or under any order of the Federal Government, the Authority or the registrar under the Ordinance or the rules shall be accounted for the Federal Government in the State Bank of Pakistan or in any other bank acting as agent of the State Bank of Pakistan or a Government Treasury for credit to the head of Account "1200-Receipts from Civil Administration and other Functions, 1210--Receipts from General Administration 1213--Economic Regulation--Receipts under the Companies Ordinance" and the original receipt thereof shall be furnished to the Federal Government, the Authority, officer or the registrar concerned, as the case may be, alongwith the document or application for which the same is payable or the other communication intimating payment.

35. Penalty for contravention of these rules. Whoever fails or refuses to comply with, or contravenes any provisions of these rules, or knowingly and wilfully authorises or permits such failure, refusal or contravention shall, in addition to any other liability under the Ordinance, be also punishable with fine not exceeding two thousand rupees, and, in case of continuing failure, to a further fine not exceeding one hundred rupees for every day during which the default continues.

36. Power of the Federal Government to relax rules. Where the Federal Government is satisfied that it is not practicable or necessary to comply with the requirements of rule 22, 23 or 27 in any particular case or class of cases, the Federal Government may, for reasons to be recorded, relax the rule in the case of such company or class of companies subject to such conditions, if any, as may be imposed by the Federal Government in that behalf.

37. Repeal. The Companies Rules, 1941 are hereby repealed.

FORM 1

THE COMPANIES ORDINANCE, 1984

[Section 30(2) and rule 4]

DECLARATION OF COMPLIANCE WITH THE REQUIREMENTS OF
THE COMPANIES ORDINANCE, 1984, TO BE SUBMITTED TO THE
REGISTRAR ALONG WITH DOCUMENTS FOR REGISTRATION OF A
COMPANY

Name of Company

Presented by*

Fee paid Rs. in **

..... vide receipt No.

dated (to be attached in original)

I of

do solemnly and sincerely declare,--

- (i) that I am *** an Advocate entitled to appear before a High Court/Supreme Court/a Chartered Accountant/a Cost and Management Accountant practising in Pakistan and am engaged in the formation of the proposed a person named in the Articles as a director/officer of the proposed; and
- (ii) that all the requirements of the Companies Ordinance, 1984, and the rules made thereunder in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with.

And I make this solemn declaration conscientiously believing the same to be true.

Date:

Place:

Signature
(Name in block letters)
Status/Designation
and Address.

Witness to the signature.

(Name and address)

* State the name and status, designation of the person signing the document.

** State name and address of the Treasury/Bank.

*** Strike out the portion not applicable.

Note:-- The declaration need not be either--

(i) signed before a Magistrate or an officer competent to administer oaths, or

(ii) stamped as an affidavit.

FORM 2

THE COMPANIES ORDINANCE, 1984

(Section 44 and rule 77)

INFORMATION TO BE INCLUDED IN THE APPLICATION TO THE
CORPORATE LAW AUTHORITY FOR THE APPROVAL TO
CONVERSION OF A PUBLIC COMPANY INTO A PRIVATE COMPANY

1. Name of the Company.
2. Address of registered office.
3. Number and date of its incorporation
4. Existing capital structure of the Company (an attested copy of the memorandum and the articles and the latest audited balance-sheet and profit and loss account should be attached).
5. Name of the Chief Executive.
6. Precise reasons for conversion.
7. Number of members of the company at the time the decision for conversion was taken.
8. Names and addresses of the major creditor indicating the amount due to each.
9. Names of members present at the meeting in which the decision was taken.
10. Names, if available, of the members of the company who voted in favour of the proposal for conversion and their respective share-holding.
11. Names, if available, of members, if any, who voted against the proposal for conversion and their respective share-holding. (Their objection should also be stated in detail and an attested copy of the minutes of the meeting attached).
12. Whether a copy of the special resolution under section 44 has been filed with the registrar as required under section 172 of the Companies Ordinance, 1984.
13. Fee paid Rs. in ** vide receipt No. dated (to be attached in original).
14. Verification to this effect that the information submitted in the application is correct and that nothing has been withheld or suppressed.

* State name and address of the Treasury/Bank.

FORM 3

THE COMPANIES ORDINANCE, 1984

[Section 73(1)]

RETURN OF ALLOTMENT(S)

Name of Company

Company Registration No.

Presented by*

Fee paid Rs. in** vide receipt No. dated

(to be attached in original).

Return of allotment(s) of the***

made on the following date/dates**** filed with the

Registrar of Companies pursuant to section 73(1).

PART A--SHARES ALLOTTED PAYABLE IN CASH

No. of shares indicating class, if any	Nominal amount			Amount paid up		Amount of premium (discount) on shares.	
	-----			-----		-----	
	Per share total			Per share total		Per share total	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
	(1)	(2)	(3)	(4)	(5)	(6)	(7)

PART B.--SHARE ALLOTTED FOR A CONSIDERATION OTHERWISE THAN
IN CASH

- Number of shares (indicating class, if any) allotted
- Nominal amount of shares allotted Rs.
- Amount treated** as paid-up:
 - on each share Rs.
 - Total Rs.
- The consideration for which shares have been

** State the name and designation of the officer signing the document.

*** Insert the name of the company.

**** Insert date or dates of the allotment(s).

allotted is as follows:-

- (a) Property and assets acquired (give description) Rs.
- (b) Goodwill Rs.
- (c) Service (give nature of services) Rs.
- (d) Other items (to be specified) Rs.
- (e) Total of (a) to (d) Rs.
5. Amount, if any, received in cash against shares
allotted partly for consideration other than cash Rs.

PART C.--ALLOTMENT OF BONUS SHARES

1. Number of shares (indicating class, if any) allotted Rs.
2. Nominal amount of shares allotted Rs.
3. Amount treated as paid-up:
- (a) on each share Rs.
- (b) Total Rs.

(An attested copy of the resolution authorising the issue of the bonus shares should be attached)

PART D.--NAMES, ADDRESSES, OCCUPATIONS, ETC. OF THE ALLOTTEES

Date of allotment	Name of allottee in full	Father's/husband's names	Occupation of the allottee	Address of the Allottee	Number of shares Allotted
(1)	(2)	(3)	(4)	(5)	(6)

Signature
(name in block letters)
Designation*

Note 1.--When a return includes several allotments made on different dates, the actual dates of all such allotments should be entered at the top of the front page and the return should be filed within one month of the first date.

Note 2.--Where allotment of shares at a discount is reported, a duly authenticated copy of the resolution for the issue of shares at a discount with a copy of authorisation of the Corporate Law Authority, wherever required, should be attached.

* State whether Chief Executive/Director or Secretary.

Note 3.--(a) Where shares have been allotted for a consideration otherwise than in cash, there shall, at the time of filing of the return of allotment, be,--

- (i) produced for the inspection and examination of the Registrar a contract in writing constituting the title of the allottee to the allotment together with a contract of sale, or for services or other consideration in respect of which that allotment was made, such contract being duly stamped; and
- (ii) filed with the Registrar copies verified in the manner prescribed in rule 13 for the verification of such contracts; and

(b) Where such contract is not reduced to writing, particulars of such contracts in Form 4 duly stamped properly.

Note 4.-- A certificate signed by the Chief Executive/Director/Secretary to the effect that the conditions, if any, imposed by the Controller of Capital Issues in the order consenting to the issue of the capital represented by the shares comprised in this return have been duly complied with, shall accompany this return. Where no such consent has been obtained due to exemption available under the Capital Issues (Exemption) Order, 1967, a statement to this effect shall be appended together with a similar certificate as to compliance with the conditions of the said Order.

*Note 5.--*Allotment of shares in consequence of the exercise of the option for conversion in terms of an agreement for participation term certificates, term finance certificates, redeemable capital, *musharika* or hire-purchase shall be reported in Part-B and copies of the relevant documents submitted with the return.

FORM 4

THE COMPANIES ORDINANCE, 1984

[Section 73(2)]

PARTICULARS OF ORAL CONTRACT RELATING TO SHARES

(The particulars must be stamped with the same stamp duty as would have been payable if the contract had been reduced to writing).

Name of Company

Company Registration No.

Presented by *

Fee paid Rs. in ** vide receipt No.

dated (to be attached in original).

To

The Registrar of Companies

* State the name and designation of the officer signing the document.

** State name and address of the Treasury/Bank.

PARTICULARS OF CONTRACT RELATING TO SHARES ALLOTTED AS FULLY OR PARTLY PAID-UP OTHERWISE THAN IN CASH

- | | |
|--|-----|
| (1) Total number of shares allotted as fully or partly paid-up otherwise than in cash. | Rs. |
| (2) Nominal amount of each such share | Rs. |
| (3) Amount to be considered as paid-up on each such shares otherwise than in cash | Rs. |
| (4) Total amount to be considered as paid-up on all such shares | Rs. |
| (5) If the consideration for the allotment of such shares is services, or any consideration other than that mentioned below in (6), state the precise nature of such consideration and the number of shares so allotted. | |
| (6) If the allotment is made in satisfaction or part satisfaction of the purchase price of property, give a brief description of such property, and full particulars of the manner in which the purchase price is to be satisfied. | |
| (a) Brief description of property. | |
| (b) Purchase price:-- | |
| (i) Total amount considered as paid on shares allotted, otherwise than in cash ... | Rs. |
| (ii) Redeemable Capital/debentures issued ... | Rs. |
| (iii) Cash ... | Rs. |
| (iv) Amount of debt released or liabilities assumed by the purchaser (including mortgages on property acquired) ... | Rs. |
| Total purchase price ... | Rs. |
| (7) Give full particulars of the property which is the subject of the sale, showing in detail how the total purchase price is apportioned between the respective heads; | |
| (a) Immovable property held in absolute ownership by the Company and fixed plant and machinery and other fixtures thereon* | |
| (b) Leasehold property* and fixed plant and machinery on leasehold property (including tenants, trade and other fixtures). | |

* Where property acquired/sold subject to a charge or mortgage, the nature of such charge or mortgage with the gross value and liabilities appertaining thereto should be stated.

- (c) Other interest in immovable property*
-
- (d) Loose plant and machinery, stock-in-trade and other chattels**
- (e) Goodwill and benefits of contracts.....
- (f) Patents designs, trade marks, licences, copyrights, etc....
- (g) Book and other debts.....
- (h) Cash in hand and at Bank on current accounts, bills, notes, etc.....
- (i) Cash on deposit at Bank or elsewhere.....
- (j) Shares, *Modaraba* Certificates, participation term certificates/debentures and other securities.....
- (k) Any other property.....
- (8) Name, occupation, address and other particulars of the person with whom contract made.
- (9) Mode and date of making the contract.
- (10) Mode and basis of valuation of the property, etc.

Date:

Place:

Signature
(Name in block letters)
*Designation****

FORM 5

THE COMPANIES ORDINANCE, 1984

(Section 82)

STATEMENT OF THE AMOUNT OR RATE PER CENT OF THE COMMISSION PAYABLE IN RESPECT OF SHARES/DEBENTURES AND OF THE NUMBER OF THE SHARES/DEBENTURES FOR WHICH PERSONS HAVE AGREED TO SUBSCRIBE FOR ABSOLUTELY OR CONDITIONALLY

Name of Company.....

Company Registration No.

Presented by*

** No plant and machinery which was not in an actual state of severance on the date of sale should be mentioned.

*** State whether Chief Executive, Director or Secretary.

▪ State the name and designation of the officer(s) signing the document.

Fee paid Rs. in ** vide receipt No. dated
 (to be attached in original).

1. Clause of Articles of Association authorising commission
2. Particulars of amount paid or payable as commission for subscribing or agreeing to subscribe or procuring or agreeing to procure subscription for any shares in the company:
 - (a) Commission paid Rs. , and
 - (b) Commission payable Rs. , or
 - (c) Rate of commission Rs. per cent
3. Mode of payment
4. Date of circular or notice (if any), not being a prospectus inviting subscription for the shares and disclosing the amount or rate of the commission
5. Number of shares which persons have agreed for the commission to subscribe:
 - (a) absolutely
 - (b) conditionally
6. Gist of conditions

Signature of all the Directors or of their Agents
 authorised in writing.

Dated the day of 19.....

FORM 6

THE COMPANIES ORDINANCE, 1984

(Section 92/93)

NOTICE OF CONSOLIDATION, DIVISION OR SUB-DIVISION OF
 SHARES, SPECIFYING THE SHARES SO CONSOLIDATED, DIVIDED OR
 SUB-DIVIDED OR OF THE CANCELLATION OF SHARES (OTHERWISE
 THAN IN CONNECTION WITH A REDUCTION OF SHARE CAPITAL
 UNDER SECTION 96 OF THE COMPANIES ORDINANCE, 1984.

Name of Company

Company Registration No.

** State name and address of the Treasury/Bank.

Presented by *

Fee paid Rs. in ** vide receipt No. dated
(to be attached in original).

To

The Registrar of Companies

..... hereby gives you notice in accordance
with section 92/93 of the Companies Ordinance, 1984, that

- @(i) shares of Rs. each (.....) have been consolidated and divided into shares of Rs. each (of larger amount than the shares consolidated (.....))
- @(ii) shares of Rs. each (.....) on which Rs. per share is paid up have been sub-divided into shares of Rs. each (of smaller amount than the shares sub-divided) (.....).
- @(iii) shares of Rs. each, being unissued capital, have been cancelled, and the amount of the authorised capital has been correspondingly diminished.

Date:

Place:

Signature

(Name in block letters)

Designation ****

FORM 7

THE COMPANIES ORDINANCE, 1984

(Section 92/94)

NOTICE OF INCREASE IN NOMINAL SHARE CAPITAL

Name of Company

Company Registration No.

Presented by *

Memorandum of fee:

- (i) Total amount payable on capital as increased Rs.

-
- * State the name and designation of the officer(s) signing the document.
 - ** State name and address of the Treasury/Bank.
 - *** Insert name of the company.
 - **** State whether Chief Executive/Director or Secretary.
 - @ Strike out portion not applicable.
 - * State the name and designation of the officer signing the document.

(ii) Amount which would have been payable by reference to its capital immediately before the increase.

(iii) Difference of (i) and (ii) now paid Rs. in ^{Rs.}.....
 vide receipt No..... dated
 (to be attached in original).

To

The Registrar of Companies

*** hereby gives you notice pursuant to section 94 of the Companies Ordinance, 1984, that by resolution of the company, dated the day of 19 or in pursuance of an obligation of the company under an agreement, dated the day of 19 with referred to in section 92, the share capital of the company has been increased by the addition thereto of the sum of Rs. beyond the present authorised capital of Rs.

The additional capital is divided as follows:--

Number of shares indicating class,
if any.

Nominal amount of each
shares.

The conditions subject to which new shares have been or are to be issued are as follows:--

Date:

Place:

Signature
(Name in block letters)
Designation *****

FORM 8

THE COMPANIES ORDINANCE, 1984

(Section 94)

NOTICE OF INCREASE IN NUMBER OF MEMBERS

Name of Company

** State name and address of the Treasury/Bank.

*** Insert the name of the company.

**** "Ordinary" or "special".

***** State whether Chief Executive/Director or Secretary.

Note.: Where necessary, this form should bear stamps of the value as required under the Stamp Act, 1899.

Company Registration No.

Presented by *

Memorandum of fee:

- (i) Total amount payable with reference to the number of member as increased Rs.
- (ii) Amount which would have been payable with reference to the number of members immediately before the increase. Rs.
- (iii) Difference of (i) and (ii) now paid Rs. in ** vide receipt No. dated
- (to be attached in original).

To

The Registrar of Companies

..... hereby gives you notice pursuant to section 94 of the Companies Ordinance, 1984, that by resolution of the company, dated the day of 19 the number of members with which the company is registered has been increased by the addition thereto of members beyond the present number of members with which it is registered.

Date:

Place:

Signature
(Name in block letters)
Designation *****

FORM 9

THE COMPANIES ORDINANCE, 1984

[Section 108(5)]

NOTICE OF THE COURT'S ORDER DISALLOWING/CONFIRMING THE VARIATIONS OF THE RIGHTS OF HOLDERS OF/SPECIAL CLASS OF SHARES

Name of Company

Company Registration No.

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Insert the name of the company.
 - **** "Ordinary" or "special".
 - ***** State whether Chief Executive/Director or Secretary.

Presented by*

Fee paid Rs. in** vide receipt No. dated
(to be attached in original).

To

The Registrar of Companies

 **** hereby forwards a duly certified copy of the order of the
 the pursuant to sub-section (5) of section 108 of the
 Companies Ordinance, 1984, the same having been received by the company on
 198

Pursuant to the order of the High Court the company has
 taken/contemplates to take the following action on the date indicated hereafter.

Date:

Place:

Signature

(Name in block letters)

Designation *****

FORM 10

THE COMPANIES ORDINANCE, 1984

(Sections 121, 129 and 463)

PARTICULARS OF MORTGAGES, CHARGES, ETC.

Name of Company

Company Registration No.

Presented by*

Fee paid Rs. in** vide receipt No. dated

(to be attached in original).

To

The Registrar of Companies

-
- * State the name and designation of the officer signing the document.
 - ** State name and address of the Treasury/Bank.
 - *** Insert name of the company.
 - **** State name of the High Court.
 - ***** State whether Chief Executive/Director or Secretary.
 - * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.

Particulars of mortgage, charge, etc, created by the ***
 being:--

- (a) a mortgage or charge for the purpose of securing any issue of debentures;
- (b) a mortgage or charge on uncalled share capital of the company;
- (c) a mortgage or charge on any immovable property wherever situate, or any interest therein;
- (d) a mortgage or charge on any book debts of the company;
- (e) a mortgage or charge, not being a pledge, on any movable property of the company;
- (f) a floating charge on the undertaking or property of the company, including stock-in-trade;
- (g) a mortgage or charge on a ship or any share in a ship;
- (h) a mortgage or charge on goodwill, on a patent or licence under a patent, on a trade mark, or on a copyright or licence under a copyright;
- (i) a mortgage or charge or other interest based on agreement for the issue of any instrument in the nature of redeemable capital;
- (j) a mortgage or charge or other interest based on a *musharika* agreement;
- (k) a mortgage or charge or other interest based on a hire-purchase or leasing agreement for acquisition of fixed assets.

(Strike out the sub-heads which do not apply).

1. Date and description of the instrument creating or evidencing the mortgage or charge or other interest (to be specified).
2. Amount secured by the mortgage or charge, etc.
3. Short particulars of the property mortgaged, charge or other interest.
4. Gist of the terms and conditions and extent and operation of the mortgage, charge or other interest.
5. Names, addresses and description of the mortgagees or persons entitled to the charge or other interest.
6. Amount or rate per cent of the commission, allowance or discount (if any).

Date:

Place:

Signature
 (Name in block letters)
 Designation*****

*** Insert name of the company.

***** State whether Chief Executive/Director/Secretary/position in relation to the Company or person authorised to accept service of process under S.451(1)(e).

FORM 11

THE COMPANIES ORDINANCE, 1984

(Sections 122 and 463)

PARTICULARS OF MORTGAGE OR CHARGE SUBJECT TO WHICH
PROPERTY HAS BEEN ACQUIRED

Name of Company.....

Company Registration No.....

Presented by *

Fee paid Rs..... in ** vide receipt No. dated

(to be attached in original).

To

The Registrar of Companies

Particulars of a mortgage or charge subject to which property has been acquired
by

- (1) Date and description of the instrument creating or evidencing the mortgage, charge, etc.
- (2) Date of the acquisition of the property.
- (3) Amount owing on security of the mortgage or charge.
- (4) Short particulars of the property acquired subject to mortgage, charge, etc.
- (5) Gist of the terms and conditions and extent and operations relating to the mortgage, charge, etc.
- (6) Names, addresses and description of the mortgagees or persons entitled to the charge, etc.

Date:

Place:

Signature

(Name in block letters)

Designation *****

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Insert name of the company.
 - **** State whether Chief Executive/Director/Secretary/position in relation to the Company or person authorised to accept service of process u/s 451 (1) (e).

THE COMPANIES ORDINANCE, 1984

(Sections 125, 129, 132, 133 and 137)

REGISTER OF MORTGAGES, ETC. AND OF MEMORANDUM OF SATISFACTION THEREOF

Name of Company..... Company Registration No.....

Date of registration and serial No. in index	Serial Number of document on file	Date of creation of each mortgage, charge, etc. and description thereof	Date of acquisition of the property if acquired subject to mortgage, charge, etc.	Amount secured by the mortgage, charge, etc. other than redeemable capital or debentures	Short particulars of the property mortgaged, charged, etc.	Gist of the terms or conditions or extent or operation relating to the mortgage, charge, etc.	Names, addresses and description of the mortgagees or trustees of the redeemable capital or debentures or persons entitled to charges	Particulars relating to issue of redeemable Capital debentures of the series			
								Total amount secured by a series of debentures/ redeemable Capital	Date and amount of each issue of the series/ redeemable Capital	Dates of resolutions authorising the issue of the series/ redeemable capital	Date and description of covering deed
1	2	3	4	5	6	7	8	9	10	11	12

Amount or rate per cent of commission allowance or discount (if any)	Particulars of modification of mortgage, Charge, etc.			Memorandum of satisfaction			Receiver Manager			Initials of registrar or other authorised officer
	Date of Registration of modification	Date of brief description of instrument of modification	Brief particulars of nature and extent of modification	Amount	Nature	Date of satisfaction	Names, address and date of appointment	Mode of appointment	Date of ceasing to act	
13	14	15	16	17	18	19	20	21	22	23

THE COMPANIES ORDINANCE, 1984

(Sections 123, 124 and 463)

REGISTRATION OF ENTIRE SERIES OF DEBENTURES/
REDEEMABLE CAPITAL

Name of Company.....

Company Registration No.

Presented by*

Fee paid Rs. in** vide receipt No. dated.....

(to be attached in original).

To

The Registrar of Companies

Particulars of a series of debentures/redeemable capital, containing, or giving by reference to any other instrument; any charge to the benefit of which the Redeemable Capital/debenture-holders of the said series are entitled *pari passu*, created by**

1. Total amount secured by the whole series.
2. Amount of the present issue of the series.
3. Dates of resolutions authorising the issue of the series.
4. Date and description of the covering deed (if any) by which the security is created or defined; or if there is no such deed the first issue of any redeemable capital or debenture of the series.
5. General description of the property charged.
6. Gist of the terms and conditions and extent and operation of the mortgage, charge or other interest.
7. Names and address of the trustees (if any) for the redeemable Capital/debenture-holders.
8. Amount or rate per cent of the commission, allowance or discount (if any).

Date:

Place:

Signature
(Name in block letters)
Designation

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Insert the name of the company.
 - State whether Chief Executive/Director/Secretary/position in relation to the Company or person authorised to accept service of process under S. 451(1)(e).

FORM 14

THE COMPANIES ORDINANCE, 1984

(Proviso to section 123 and section 463)

PARTICULARS OF AN ISSUE OF REDEEMABLE CAPITAL/
DEBENTURES IN A SERIES WHEN MORE THAN ONE ISSUE IN THE
SERIES IS MADE

Name of Company.....

Company Registration No.

Presented by **

Fee paid Rs. in *** vide receipt No. dated

(to be attached in original).

To

The Registrar of Companies

Particulars of an issue of redeemable Capital debentures in series when more than
one issue in the series is made by****

1. Date of registration of the series.
2. Date of present issue.
3. Amount of present issue.
4. Gist of the terms and conditions and extent and operation of the mortgage charge or other interest.
5. Particulars as to the amount or rate per cent of the commission, allowances, or discount (if any).

Date:

Place:

Signature

(Name in block letters)

Designation *****

** State the name and position of the person signing the document.

*** State the name and address of the Treasury/Bank.

**** Insert the name of the company.

Note... A copy of the deed verified in the prescribed manner containing the charge or, if there is no such deed, any other document evidencing terms of the issue or one of the debentures instruments of the series must be filed with these particulars with the Registrar.

***** State whether Chief Executive/Director/Secretary/position in relation to the Company or person authorized to accept service of process under S.451(1)(e).

THE COMPANIES ORDINANCE, 1984

(Sections 126)

CHRONOLOGICAL INDEX OF MORTGAGES, CHARGES, ETC., REGISTERED WITH THE REGISTRAR

Serial Numbers of mortgage or charge in this index	Date of Registration of Mortgage or charge	Name of Company	Company Registration Number	Amount secured by mortgage, charge, etc.	Date of Trust Deed relating to debentures redeemable Capital	Redeemable Capital Debentures		Date of creation and descriptions of other mortgages, etc.	Party on whose application registration effected	Names and addresses of mortgagees or of the Trustees for the debenture holders or other persons entitled to the mortgage or charge/redeemable Capital	Initials of Registrar or other authorised officer
						First issue	Further issue				
1	2	3	4	5	6	7	8	9	10	11	12

FORM 16

THE COMPANIES ORDINANCE, 1984

(Sections 129(3) and 463)

PARTICULARS OF MODIFICATION OF MORTGAGE, CHARGE, ETC.

Name of Company.....

Company Registration No.

Presented by*

Fee paid Rs..... in**..... vide receipt No. dated.....

(to be attached in original).

To

The Registrar of Companies

1. Date(s) and brief description of instrument(s) creating the ***original mortgage, charge, etc.
2. Date(s) and brief description of instrument(s) modifying the mortgage, charge, etc.
3. Particulars of the modification specifying the terms or conditions or the extent or operation and the details of the modification.

Date:

Place:

Signature
(Name in block letters)
*Designation*****

FORM 17

THE COMPANIES ORDINANCE, 1984

(Sections 132 and 463)

MEMORANDUM OF COMPLETE SATISFACTION OF MORTGAGE,
CHARGE, ETC.

Name of Company.....

Company Registration No.

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Original or as modified prior to the present modification.
 - **** State whether Chief Executive/Director/Secretary/position in relation to the company or person authorised to accept service of process under S. 451(1)(e).

Presented by*

Fee paid Rs. in** vide receipt No. dated

(to be attached in original).

To

The Registrar of Companies

hereby gives you notice that the registered mortgage/charge/hypothecation/redeemable capital/debenture/series of debentures, *musharika*/leasing authorised by resolution dated for Rs. of which particulars were registered with the Registrar of Companies on the day of 19..... was satisfied in full on the day of 19....., the debts for which the charge, etc. was given having been paid or satisfied.

The name(s) and address(es) of the mortgagee(s)/trustee(s) for the redeemable capital/debenture-holders, etc. are (give description).

Date: .

Place:

Signature

(Name in block letters)

*Designation*****

FORM 18

THE COMPANIES ORDINANCE, 1984

(Sections 137 and 464)

NOTICE OF APPOINTMENT OF RECEIVER OR MANAGER

Name of Company

Company Registration No.

Presented by†

Fee paid Rs. in** vide receipt No. dated

(to be attached in original).

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Insert the name of the company.
 - **** State whether Chief Executive/Director/Secretary/position or person authorised to accept service of process under S. 451(1)(e).
 - † State the name and position of the person signing the document.
 - ** State the name and address of the Treasury/Bank.

To

The Registrar of Companies

I, of hereby give you notice that:--

@(1) I have obtained an order, @@ of the ***** dated the for the appointment of Mr. of as Receiver/Manager of the @@@ property of*

@(2) On the day of I appointed Mr. of as Receiver/Manager of the property @@@ of* under the powers contained in an instrument**

Date:

Place:

Signature
(Name in block letters)
Address

FORM 19

THE COMPANIES ORDINANCE, 1984

[Sections 138 (1) and 464]

NOTICE TO BE GIVEN BY RECEIVER/MANAGER ON CEASING TO ACT AS SUCH

Name of Company

Company Registration No

Presented by*

Fee paid Rs.....in**.....vide receipt No.....dated.....

(to be attached in original)

-
- @ Of these two paragraphs strike out one which does not apply.
- @@ A certified copy of order of the court or an attested copy of the instrument, as the case may be, must be filed alongwith this notice.
- ***** Insert the name of the court making the order.
- Insert the name of the company.
- @@@ Indicate whether the appointment relates to the whole or any specified property of the Company, and in the latter case, specify the property. Where, on the other hand, the appointment relates to the income arising from the whole or any specified property of the Company, state this fact, and where the appointment relates only to the income of specified property, specify the property in question.
- State the name and designation of the officer signing the document.
 - State name and address of the Treasury/Bank.
 - Strike out portion not applicable.
 - State the name and position of the person signing the document.
 - Insert name of the Company.

To

The Registrar of Companies

I of

hereby give you notice that I ceased to act as*** Receiver/Manager of
the**** on the day of 19.....

Dated:

Place:

Signature

(Name in block letters)

*Receiver/Manager

FORM 20

THE COMPANIES ORDINANCE, 1984

(Sections 138 and 464)

No filing fee payable

RECEIVER OR MANAGER'S ABSTRACT OF RECEIPTS AND
PAYMENTS

Name of Company

Presented by*

The Registrar of Companies

Name and address of Receiver/Manager

Date and description of the instrument

under which*** Receiver/Manager is appointed.....

Date of taking possession

Period covered by the abstract

from

to

ABSTRACT

RECEIPTS

PAYMENTS

Brought forward..... (Itemwise description)	Rs.	Ps.	Brought forward..... (Itemwise description)	Rs.	Ps.

Verified that the above abstract is correct and that nothing has been concealed, suppressed or wrongly described/classified.

Date:

Place:

Signature

(Name in block letters)

*Receiver/Manager

*** Insert the name of the Company.

FORM 21

THE COMPANIES ORDINANCE, 1984

(Section 142)

NOTICE OF SITUATION OF REGISTERED OFFICE OR OF ANY
CHANGE THEREIN

Name of Company.....

Company Registration No.....

Presented by*

Fee paid Rs.....in**vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

*** hereby gives you notice in
accordance with section 142 of the Companies Ordinance, 1984, that the
registered office of the Company is situated at****/was
removed from.....to****on the.....day of.....19

Dated:

Place:

Signature
(Name in block letters)
Designation*****

THE COMPANIES ORDINANCE, 1984

FORM 22

[Section 146(1) (d)]

DECLARATION OF COMPLIANCE WITH THE CONDITIONS OF
SECTION 146 OF THE COMPANIES ORDINANCE, 1984 BEFORE
COMMENCING BUSINESS IN CASE OF A COMPANY ISSUING
PROSPECTUS

Name of Company.....

Company Registration No.....

Presented by*

- * State the name and designation of the officer signing the document.

Note: The receipts and payments must severally be added up at the foot of each sheet, and the totals carried forward from one abstract to another without any intermediate balance, so that the gross totals shall represent the total amounts received and paid by the Receiver since the date of appointment.

- ** State the name and address of the Treasury/Bank.

- *** Insert the name of the company.

- **** State full address with identifiable number/name of the premises or building and street, road and locality besides the name of the town and postal area, where applicable.

- ***** State whether Chief Executive/Director or Secretary.

Fee paid Rs.....in**vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

I/we[†]of.....being the Chief Executive*/Director and the Secretary of**do solemnly and sincerely declare as follows:-

1. That the amount of the share capital of the company offered to the public for subscription is Rs.....
2. That the amount stated in the prospectus as the minimum amount which, in the opinion of the Directors, must be raised by the issue of share capital in order to provide for the matters specified in clause 5 of section 1 of Part I of the Second Schedule to the Companies Ordinance, 1984, is Rs.....
3. That shares held subject to the payment of the whole amount thereof in cash have been allotted to the amount of Rs.....
4. That every Director of the Company has paid to the Company full amount on each of the shares taken or contracted to be taken by him and for which he is liable to pay in cash.
5. That no money is, or may become, liable to be repaid to the applicants for any shares or participation term certificate/term finance certificate/debentures which have been offered for public subscription by reason of any short subscription, failure to apply for, or to obtain, permission for the shares or participation term certificates/term finance certificates/debentures to be dealt on any stock exchange.

Verified that the foregoing statements are true to the best of my/our knowledge and belief and that nothing has been concealed.

Date:

Place:

Signature(s)
(Name(s) in block letters)
Designation@

† Strike out the portion not applicable.

• Insert name of the company.

** State whether Chief Executive/Director or Secretary.

Note: (1) The declaration need not be:-

- (a) signed before a Magistrate or an officer competent to administer oaths; or
- (b) stamped as an affidavit.

(2) Section 146(6) of the Companies Ordinance, 1984, provides that-

"Nothing in this section shall apply to a private company, or to a company limited by guarantee and not having a share capital."

@ State whether Chief Executive/Director or Secretary.

THE COMPANIES ORDINANCE, 1984

FORM 23

[Section 146(1) (e)]

DECLARATION BEFORE COMMENCING BUSINESS IN CASE OF A
COMPANY FILING STATEMENT IN LIEU OF PROSPECTUS

Name of Company.....

Company Registration No.....

Presented by*

Fee paid Rs.....in**.....vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

I/we***.....of.....being the Chief Executive/Director and the
Secretary of****.....do solemnly and sincerely declare as follows:--1. That the amount of the share capital of the Company subject to the
payment of the whole amount thereof in cash is Rs.....2. That the Company has not issued a prospectus inviting the public to
subscribe for its shares, and that it has filed with the Registrar a statement in lieu
of prospectus on.....3. That the amount fixed by the Memorandum or Articles and specified in
the statement in lieu of prospectus as the minimum subscription upon which the
directors may proceed to allotment is Rs.....4. That shares held subject to the payment of the whole amount thereof in
cash have been allotted to the amount of Rs.....5. That every Director of the Company has paid to the Company full
amount on each of the shares taken or contracted to be taken by him, and for
which he is liable to pay in cash.Verified that the foregoing statements are true to the best of my/our
knowledge and belief and that nothing has been concealed.

Date:

Place:

Signature(s)
(Name(s) in block letters)
Designation@

- * State the name and designation of the officer signing the document.
- ** State the name and address of the Treasury/Bank.
- *** Strike out the portion not applicable.
- **** Insert the name of the company.

Note:(1) The declaration need not be:-

- (a) signed before a Magistrate or an officer competent to administer oaths; or
- (b) stamped as an affidavit.

@ State whether Chief Executive/Director or Secretary.

THE COMPANIES ORDINANCE, 1984

(Section 154)

NOTICE OF RECTIFICATION OF REGISTER OF MEMBERS

Name of Company.....

Company Registration No.....

Presented by*

Fee paid Rs.....in**vide receipt No. dated

(to be attached in original).

To

The Registrar of Companies

***hereby gives you notice pursuant to section 154 of the Companies Ordinance, 1984, that by an order of the****dated..... day of..... 19 , (attested copy attached) the following rectification has been made in the register of members of the Company:

(Give details of the rectification ordered by the Court).

Date:

Place:

Signature

(Name in block letters)

Designation@

THE COMPANIES ORDINANCE, 1984

(Section 157)

STATUTORY REPORT

Name of Company.....

Company Registration No.....

Presented by *

-
- * State the name and designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** Insert the name of the company.
 - **** State the name of the Court and the place of its location.
 - @ State whether Chief Executive/Director or Secretary.
 - State the name and designation of the officer signing the document.

Fee paid Rs.....in**.....vide receipt No.....dated.....
(to be attached in original).

Nominal share capital of the company is Rs.....divided into.....shares of Rs.....each.

To

The Registrar of Companies.....
Statutory Report of the***..... duly certified pursuant to section 157 (6).

1. Date of notice of holding statutory meeting.....
2. Date of the meeting.....
3. Place where meeting is to be held.....
4. The Director's report to the members is as follows:--

(1) Shares allotted and cash received up to.....day of.....(the date should be within 7 days of the date of report).

Particulars	Number and class (if any) of shares	Nominal value of each share	Cash received
(a) Allotted subject to payment thereof in cash.			
(b) Allotted as fully paid up otherwise than in cash and the consideration for which they have been so allotted being:-- (to be specified)			Nil
(c) Allotted at a discount of Rs..... per share.		-----	-----
	Total:	-----	-----

(2) Abstract of receipts and payments of the Company upto the aforesaid date:

Receipt	Rs.	Payments	Rs.
Shares.			
Advance payment for shares/ redeemable Capital/debentures		Preliminary expenses..... Commission on issue or sale of shares/redeemable Capital/ debentures.	
Loans.		Discount on issue or sale of shares/redeemable Capital/ debentures.	
Deposits.			

** State the name and address of the Treasury/Bank.

*** Insert the name of the company.

Other Sources (to be specified)	Capital expenditure:
	Land
	Building
	Plant
	Machinery
	Other Items (to be specified)
	Balances
	In hand
	At Banks.....

Total

Total

(3) Preliminary expenses as estimated in the Prospectus/Statements in lieu of Prospectus Rs.

Preliminary Expenses actually incurred up to the aforesaid date:--

- (a) Law charges.
- (b) Printing expenses of Memorandum and Articles.
- (c) Stamp and Registration fees.
- (d) Advertisement.
- (e) Commission on issue or sale of shares/redeemable capital/debentures.
- (f) Discount on issue or sale of shares/redeemable capital/debentures.
- (g) Other initial expenses (to be specified).

Total Rs. -----

(4) Name, addresses and occupations of the Directors, Chief Executive, Secretary, Auditors and Legal Advisers of the Company and the changes, if any, which have occurred since the date of the incorporation:

Directors			
Name	Address	Occupation	Particulars of changes, if any*

* These particulars must include dates of changes.

Chief Executive			
Name	Address	Other Occupation if any	Particulars of changes, if any*
Secretary			
Name	Address	Other Occupation if any	Particulars of changes, if any.*
Auditors			
Name	Address	Description	Particulars of changes, if any*
Legal Advisers			
Name	Address	Particulars of changes, if any*	

(5) Particulars of any contract the modification of which is to be submitted to the meeting for its approval together with the particulars of the modification or proposed modification.

(6) The extent to which underwriting contract, if any, has been carried out, if contract not carried out fully, extent to which it has not been carried out and reasons therefor.

(7) The particulars of any commission or brokerage paid or to be paid in connection with the issue or sale of shares to any director, chief executive, secretary or officer or to a private Company of which he is director.

(8) Brief account of the Company's affairs since its incorporation and the business plan, including any change affecting the interest of shareholders and business prospects of the Company.

We hereby certify this Report* is correct, and that nothing has been concealed or withheld in this regard.

Date:

Place:

Signatures

1.....

(Name in Block letters)

Director

2.....

(Name in Block letters)

Director

3.....

(Name in Block letters)

Chief Executive.

We hereby certify that so much of the report as relates to the shares allotted by the Company, to the cash received in respect of such shares and to the receipts and payments of the company is correct. We further certify that the said payments were made for the purposes of the Company.

Date:

Place:

Signatures

(Name in block letters)

Auditors

-
- * Report to be certified by not less than three Directors, one of whom should be the chief executive of the company and forwarded at least twenty-one days before the date of the statutory meeting to every member of the company and five certified copies of the statutory report delivered to the Registrar forthwith, for registration and in case of a listed Company also to the Authority simultaneously with sending of the report to the members of the Company *vide* sub-sections (2), (3) and (6) of section 157.

This report should contain the actual signatures of the persons who have signed the report, *viz*, the Directors, Chief Executive and the Auditors.

Notes: Abstract of receipts and payments given in para (2) of the Statutory Report with reference to section 157(3)(c) of the Companies Ordinance, 1984, should be prepared up to a date within 7 days of the date of the report (not the date of certification by the auditors), and the figures and particulars required under all the other items of the Statutory Report should also be given as on the same date, *i.e.*, the date upto which the receipts and payments account is prepared.

FORM 26

THE COMPANIES ORDINANCE, 1984

(Section 172)

SPECIAL RESOLUTION

Name of Company.....

Company Registration No.

Presented by*

Fee paid Rs.....in**.....vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies.....

Date of despatch of notice specifying the
intention to propose the resolution as Special
Resolution.

Passed on***

At a general meeting of the members of the said Company, duly convened
and held at.....in the city of.....on the.....day of.....19.....the
following special resolution was passed.

Resolved that.....

Date:

Place:

Signature
(Name in Block letter)
Designation****

FORM 27

THE COMPANIES ORDINANCE, 1984

(Section 184)

LIST OF PERSONS CONSENTING TO ACT AS DIRECTORS

Name of Company.....

Company Registration No.

* State the name and designation of the officer signing the document.

** State the name and address of the Treasury/Bank.

*** If the members entitled to attend and vote at the meeting agreed to the special resolution being proposed and passed at the meeting of which less than 21 days' notice was given, state the position in this regard.

**** State whether Chief Executive or Secretary.

Note: A printed or typed copy of every special resolution shall, within fifteen days from the passing thereof, be filed with the Registrar duly authenticated by the Chief Executive or Secretary of the Company.

Presented by*

Fee paid Rs.....in**.....vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

List of the persons who have consented to act as Directors of***

to be filed with the Registrar pursuant to section 184(2).....

We, the undersigned, hereby give you notice, pursuant to section 184(2) of the Companies Ordinance, 1984 that the following persons have consented to act as Director of the***

Name in full	Father's/husband's name	Address	Description
--------------	-------------------------	---------	-------------

Date:

Place:

Signature****

(Name in Block letters
with addresses and
description)

FORM 28

THE COMPANIES ORDINANCE, 1984

(Section 184)

CONSENT TO ACT AS DIRECTOR/CHIEF EXECUTIVE

Name of Company.....

Company Registration No.

Presented by*****

Fee paid Rs.....in**.....vide receipt No.....dated.....

(to be attached in original).

* State the name and description of the person signing the document.

** State the name and address of the Treasury/Bank.

*** Insert the name of the company.

**** To be signed by subscribers to the Memorandum and Articles of Association of the Company.

Note: Section 184 (3) of the Companies Ordinance, 1984, provides that—"This section shall not apply to a private company not being a private company which is a subsidiary of a Public Company."

***** State the name and designation of the officer signing the document.

To

The Registrar of Companies
 I/We, the undersigned, have consented to act as Director(s)/Chief Executive of
 the*pursuance to section 184 of the Companies Ordinance, 1984, and certify
 that I/We am/are not ineligible to become** Director(s)/ Chief Executive under
 section 187 or 190 of the Companies Ordinance, 1984.

Name in full	Father's/ husband's Name	Address	Occupation	Signature(s)
1	2	3	4	5

Date:

Place:

Signature of responsible Officer.
 (Name in block letters)

- * Insert name of the Company.
- ** Strike out portion not applicable.

THE COMPANIES ORDINANCE, 1984

(Sections 205)

PARTICULARS OF DIRECTORS AND OFFICERS, INCLUDING THE CHIEF EXECUTIVE, MANAGING AGENT, SECRETARY, CHIEF ACCOUNTANT, AUDITORS AND LEGAL ADVISER, OR OF ANY CHANGE THEREIN.

Name of Company

Company Registration No.

Presented by*

Fee paid Rs. in** vide receipt No. dated

(to be attached in original)

To

The Registrar of Companies

Present name or surname in full***	Any former name or surname in full	Father's/ husband's name	Full usual residential Address	Status/ designation	Nationality****	Nationality of origin (if other than present nationality)	Other business occupation and directorships (if any)@	Date of present appointment or change	Changes (stating how appointed or changed@@
<i>Signature</i> (Name in block letters): <i>Designation@@@</i>									
Date: Place:									

- * State the name and designation of the officer signing the document.
- ** State name and address of the Treasury/Bank.
- *** In the case of a corporation, its corporate name and registered or principal Office and full name, address and nationality of each of its Directors should be shown.
- **** In the case of a firm the full name, address and nationality of each partner and the date on which each became a partner should be shown.
- @ The individual's primary business, occupation and particulars of all other directorships held by him must be entered. If a person has no other business occupation and/or directorship, this should be stated.
- @@ Indicate the nature of changes e.g., by placing against a new Director's name the words "in place of.....", and by writing against any former Directors, name "Change caused by death/resignation/retirement/removal/disqualification, etc." or change in address, designation, occupation, etc.
- @@@ State whether Chief Executive/Director or Secretary.

Note: This statement should be filed in duplicate.

FORM 30

THE COMPANIES ORDINANCE, 1984

(Section 208 and rule 15)

RESOLUTION PASSED BY MEMBERS PURSUANT TO SECTION 208

Name of Company.....

Company Registration No.....

Presented by*.....

Fee paid Rs.....in**.....vide receipt No.....

dated.....(to be attached in original).

To

The.....

.....

Date of despatch of notice of the General Meeting
specifying the intention to propose the resolution. _____Date of issue of notice in newspapers with names of
newspapers and copy of the noting (in case of a listed
company). _____

Date on which resolution passed.....

At a general meeting of the members of the said.....duly convened
and held at.....in the city of..... on..... the.....
198..... the following resolution was passed by a majority of not less than
60% of the members entitled to vote as were present in person or by proxy.

Resolved that.....

A copy of minutes of the general meeting in which the said resolution was
passed indicating separately names of members attending personally and by proxy
with shares held by each is enclosed.

Place:

Date:

Signature
(Name in block letters)
Designation***

-
- * State the name and the designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - *** State whether Chief Executive or Secretary.

Note: A printed or typed copy of every resolution shall, within fifteen days from the passing thereof, be filed with the Registrar and in case of a listed company, also the Corporate Law Authority, duly authenticated by the Chief Executive or Secretary of the Company.

FORM 31

THE COMPANIES ORDINANCE, 1984

(Section 222)

RETURN CONTAINING PARTICULARS OF BENEFICIAL OWNERSHIP
OF LISTED SECURITIES

As at.....

1. Name of the director/chief executive/
managing agent/chief accountant/secretary/
auditor/share-holder. (Please delete the
designation(s) not applicable).....
2. Name of the company whose securities are held.....
3. Fee paid Rs. in* vide receipt
No. dated
(to be attached in original).

To

The Corporate Law Authority/Registrar of Companies.....

In pursuance of section 222 of the Companies Ordinance, 1984, I hereby declare that I hold/have obtained the beneficial ownership in**..... and specify the following particulars, namely:--

A.

Sl. No.	Name in full of owner. (a) Self (b) Any other person *** (give details)	Father's/ husband's name	Address	Nationality	Number and class (if any) of the securities beneficially owned.	Cost in Rs.
1	2	3	4	5	6	7

B. Date of allotment/transfer of the shares in the name of the person or each of the persons referred to above.

C. Date of acquisition of the beneficial ownership.

D. **Particulars of the person** from whom the beneficial interest acquired.

E. Circumstances under which the shares were not registered in my name.

I declare that the information given in respect of my ownself and of the persons mentioned above is correct and complete to the best of my knowledge

* State the name and address of the Treasury/Bank.

** Insert the name of the company.

*** Specify nature of interest in terms of Note(s) 1 and/or 2 below.

and belief.

Date:

Place:

Signature of the person making
the declaration.
(Name in block letters)
Designation/Status

FORM 32

THE COMPANIES ORDINANCE, 1984

(Section 222 and 224)

RETURN OF CHANGE OF BENEFICIAL OWNERSHIP OF LISTED
SECURITIES AND MAKING OF GAINS

As at.....

1. Name of the director/chief executive/
managing agent/chief accountant/secretary/
auditor/share-holder.
(Please delete the designation(s) not
applicable.....)
2. Name of the company whose securities are
held.
3. Fee paid Rs.....in*vide receipt No.....
dated.....
(to be attached in original).

- Note:*
1. (a) Beneficial ownership of securities of any person shall be deemed to include the securities beneficially owned, held or controlled by him or his spouse or by any of his dependent lineal ascendants or descendants not being himself or herself a person who is required to furnish a return under section 222, and
 - (i) in the case where such person is a partner in a firm, shall be deemed to include the securities beneficially held by such firm; and
 - (ii) in the case where such person is a share-holder in a private company, shall be deemed to include the securities beneficially held by such company.
 - (b) For the purposes of (a) above, "control", in relation to securities means the power to exercise a controlling influence over the voting power attached thereto.
 2. Every Director, Chief Executive, Managing Agent, Chief Accountant, Secretary or auditor of a listed Company who is or has been the beneficial owner of any equity securities, and every person who is directly or indirectly the beneficial owner of more than 10 per cent of such securities is required to submit this return to the Registrar and the Authority within the period specified under sub-section (2) of section 222 of the Companies Ordinance, 1984.
 3. The statement must be signed by the beneficial owner himself, and in the case of a Company, by its Chief Executive, Director or Secretary.
 4. Please furnish separate statement for each class of equity security beneficially owned.
- * State the name and address of the Treasury/Bank.

To

The Corporate Law Authority/Registrar of Companies

In pursuance of section 222 of the Companies Ordinance, 1984, I hereby report that the following changes have taken place in the securities beneficially owned by me in**

A.

Sl. No.	Name in full of owner (a) Self (b) Any other persons (give details) ***	Father's/ husband's name	Address	Nationality	Number and class (if any) of the securities beneficially owned.	Cost in Rs.
1	2	3	4	5	6	7

** Insert the name of the company.

*** Securities held after the change having taken place, specifying nature of interest in terms of note(s) 1 and/or 2 below:

- Notes: 1. (a) Beneficial ownership of securities of any person shall be deemed to include the securities beneficially owned, held or controlled by him or his spouse or by any of his dependent lineal ascendants or descendants not being himself or herself a person who is required to furnish a return under section 222, and
- in the case where such person is a partner in a firm, shall be deemed to include the securities beneficially held by such firm; and
 - in the case where such person is a share-holder in a private company, shall be deemed to include the securities beneficially held by such company.
- (b) For the purposes of cases mentioned in (a)(i) and (ii) above:
- the gain which is required to be tendered to the company by such person shall be an amount bearing to the total amount of the gain made, as the case may be, by the firm or private company the same proportion as his relative interest bears to the total interest in such firm or private company; and
 - "control", in relation to securities means the power to exercise a controlling influence over the voting power attached thereto.
- Every Director, Chief Executive, Managing Agent, Chief Accountant, Secretary or Auditor of a listed company who is or has been the beneficial owner of its equity securities, and every person who is directly or indirectly the beneficial owner of more than ten per cent of such securities is required to submit this return to the Registrar and the Authority within the period specified under sub-section (2) of section 222 of the Companies Ordinance, 1984.
 - The statement must be signed by the beneficial owner himself, and in the case of a Company, by its Chief Executive, Director or Secretary.
 - Please furnish separate statement for each class of equity security beneficially owned.
 - Allotment of bonus shares shall be reported in Parts A & C.

B. Particulars of purchase or sale.

Purchase				Sale			
No. of shares	Date	Rate per share	Particulars of the person from whom purchased/ acquired	No. of shares	Date	Rate per share	Particulars of the person to whom sold/ transferred
1	2	3	4	5	6	7	8

C. Details and nature of any other change in beneficial ownership not specified above.

D. Gain made by.....during the half year by the purchase and sale, or the sale and purchase, of any such security within the six months preceding the date of a purchase or a sale shown against 'B' showing the following:

Purchases during six months				Sales during six months	
Date	No. of shares	Rate per share	Total cost	Date	No. of shares
1	2	3	4	5	6

Tenderable gain during six months

Rate per share	Total price	Date	No. of shares	Gain per share	Total gain Rs.
7	8	9	10	11	12

E. Whether such gain has been reported to the company (the issuer)? If so, please furnish evidence

F. Whether such gain has been tendered to the company (the issuer)? If so, please furnish evidence, if not, whether a demand has been received

G. Particulars of such gain not tendered to or recovered by the Company (the issuer) within six months of its accrual

I declare that the information given in respect of my myself and of the persons mentioned above is correct and complete to the best of my knowledge and belief.

Date:

Place:

Signature of the person making the declaration.
(Name in block letters).

FORM 33

THE COMPANIES ORDINANCE, 1984

[Sections 230(1) and 464]

NOTICE OF ADDRESS AT WHICH BOOKS OF ACCOUNTS ARE
MAINTAINED

Name of Company.....

Company Registration No.....

Presented by*.....

Fee paid Rs.....in**.....vide receipt No.....
dated.....

(to be attached in original).

To

The Registrar of Companies.....

@.....hereby gives you notice pursuant to the proviso to sub-section (1) of section 230 of the Companies Ordinance, 1984, that the Board of Directors of the Company have decided, vide resolution dated the.....day of.....19 , to keep the books of account of the company at the following address:

(Give full address, indicating identifiable number/name of premises or building, street, road and locality in addition to town).

Date:

Place:

Signature
(Name in block letters)

Designation@@

FORM 34

THE COMPANIES ORDINANCE, 1984

(Section 236)

Name of Company.....

Pattern of holding of the shares held by the shareholders of*.....as
at.....19 .

-
- * State the name and the designation of the officer signing the document.
 - ** State the name and address of the Treasury/Bank.
 - @ Insert the name of the company.
 - @@ State whether Chief Executive/Director or Secretary.
 - Insert the name of the company.

No. of Share-holders	Shareholding	Total Shares held
-----	holding from 1 to 100 shares	
-----	holding from 101 to 500 shares	
-----	holding from 501 to 1000 shares	
-----	holding from 1001 to 5000 shares	
-----	holding from 5001 to 10,000 shares	
	and so on**	
-----		-----
****	Total:	***

Categories of shareholders	Number	Shares held	Percentage
Individuals.			
Investment companies.			
Insurance companies.			
Joint Stock companies.			
Financial institutions.			
Modaraba companies.			
Others (to be specified).			
	-----	-----	-----
Total:	****	***	

Signature
(Name in block letters)
Designation

FORM 35

THE COMPANIES ORDINANCE, 1984

[Section 251 (2)]

APPLICATION FOR EXTENSION IN PERIOD FOR PAYMENT OF
DIVIDEND

Name of Company

Company Registration No.

- ** For holdings of above 10,000 shares information to be provided for each slabs of 5,000 shares.
- **** The figures in the two columns should be identical.
- *** The figures in the two columns should be identical.

Presented by*

Fee paid Rs.....in**vide

(name of treasury)

receipt No.....dated.....(to be attached in original).

To

The Corporate Law Authority,
Islamabad.

Dear sir,

We.....hereby apply pursuant to sub-section (2) of section 251 of the Companies Ordinance, 1984, for withholding payment or for extension of.....days in the time within which payment of dividend declared by us on.....may be made, the statutory period for payment whereof expires on.....

Necessary information and documents as required in the Annex to this Form are furnished herewith duly verified and signed by the undersigned.

I affirm and declare that to the best of my knowledge and belief the information contained in and submitted with this application and the accompanying documents is true and correct and nothing has been concealed.

Date:

Place:

Yours faithfully,

Signature

(Name in block letters)

Chief Executive.

Annex

1. Name and address of company.
2. Nature and manner of declaration of dividend with the year to which it pertains.
3. Dates of--
 - (i) Director's approval.
 - (ii) Books closure.
 - (iii) A.G.M. (where applicable).

* State the name and designation of officer signing the application.
** State the name and address of the Treasury/Bank.

4. Date upto which dividend--
- is required to be paid in terms of sub-section (1) of section 251; and
 - will be paid, if extension applied for is granted.
5. Dividend payable--
- Rate.
 - Total amount.
6. Particulars of share-holders to whom payable:--
- Names and full addresses.
 - Number of shares held.
 - Amount payable.
 - Precise reason for withholding or deferring payment in case of each share-holder indicating the clause of proviso to sub-section (2) of section 251 under which withholding or deferring of payment permissible.
 - Details of any objection received from persons concerned.
7. Any other information which may have a bearing on the company's request for extension.
8. The following duly attested documents are appended:--
- Last audited annual balance sheets and profit and loss account and the directors report and, if relevant, statement of sources and application of funds.
 - Documents in support of the claim made in item 6(d) above, namely.....

Verified that the information given above and in the accompanying documents is true and correct to the best of my knowledge and belief and that nothing has been concealed.

Signature

CHIEF EXECUTIVE

Dated.....19

²⁰[FORM 35-A

THE COMPANIES ORDINANCE, 1984

[Section 255(3) and Rule 17-A]

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of.....as at.....and the related*¹ profit and loss account and statement of*² changes in financial position, together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which to the best of

20. Subs. by S.R.O. 887 (1)/86. dated 29.9.1986.

our knowledge and belief were necessary for the proposes of our audit and, after due verification thereof, we report that:

- (a) in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984:
- (b) in our opinion--
- (i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied*3 except for the changes as stated in note(s) with which we concur;
 - (ii) the expenditure incurred during the year was for the purposes of the company's business; and
 - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the object of the company;
- (c) in our opinion and to the best of our information and according to explanations given to us, the balance sheet,*1 profit and loss account and the*2 statement of changes in financial position, together with the notes forming part thereof, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company's affairs as at.....and of the*4 profit and the*5 changes in financial position for the year that ended; and
- (d) in our opinion*6 Zakat deductible at source under the Zakat and Ushr Ordinance, 1980 was deducted by the company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

Signature

[Name(s) of Auditors]

Date:

Place:

NOTES

Where applicable.

- *1. Substitute "income and expenditure account".
- *2. Substitute "source and application of funds".
- *3. Where there is no change in the accounting policy (ies) the portion "except for the changes as stated in note(s).....with which we concur" may be deleted.
- *4. Substitute "surplus or (deficit)".
- *5. Substitute "changes in source and application of funds".

- *6. Where no Zakat is deductible, substitute "no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980."

Where any of the matters referred to in the Auditors' Report is answered in the negative or with a qualification, the report shall state the reason for such answers alongwith the factual position to the best of the auditors' information.

In the case of a non-listed company reference to the statement of changes in financial position or source and application of funds and opinion thereon may be made.]

[FORM 35-B

THE COMPANIES ORDINANCE, 1984

[Section 255(3) and Rule 17-B]

AUDITORS REPORT TO THE MEMBERS (DIRECTORS IN CASE OF BRANCHES OF FOREIGN BANKS)

We have audited the annexed balance sheet of.....as at December 31.....and the related profit and loss account, *1 together with the notes forming part thereof for the year then ended, in which are incorporated the unaudited certified returns from the branches except for.....branches which have been audited by us and we state we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and, after due verification thereof, found them satisfactory and, we report that:

(a) in our opinion proper books of account have been kept by the.....Bank/branches as required by the Companies Ordinance, 1984, and the returns referred to above received from the branches have been found adequate for the purposes of our audit;

(b) in our opinion--

(i) the balance-sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Banking Companies Ordinance, 1962, and the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied *2 (except for the changes as stated in note (s) with which we concur);

(ii) the expenditure incurred during the year was for the purpose of the Bank's/branches' business, and

(iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Bank/branches and the transactions of the Bank/branches which have come to our notice have been within the powers of the Bank/branches;

(c) in our opinion and to the best of our information and according to the explanations given to us the balance-sheet and the profit and loss account *3 together with the notes forming part thereof give the information required by the Banking Companies Ordinance, 1962 and the Companies Ordinance, 1984, in the manner so required and give a true and fair view of the state of the Bank's/branches' affairs as at December 31.....and its true balance of the profit/(loss) *3 for the year then ended;

(d) in our opinion *4 Zakat deductible at source under the Zakat and Ushr Ordinance, 1980, was deducted by the Bank/branches and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

Signature

[Name(s) of Auditors]

Date:

Place:

NOTES

Where applicable

- *1. Add "source and application of funds", where necessary.
- *2. Where there is no change in the accounting policy(ies) the portion "except for the changes as stated in note(s) with which we concur" may be deleted.
- *3. Add "changes in source and application of funds", where necessary.
- *4. Where no Zakat is deductible, substitute "no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980".
- *5. Any other matter which the auditors consider should be brought to the notice of the members (directors in case of foreign banks) of the bank should also be stated in the report.

Where any of the matters referred to in the Auditors Report is answered in the negative or with a qualification, the report shall state the reason for such answers along with the factual position to the best of the auditors' information.]

FORM 36

THE COMPANIES ORDINANCE, 1984

(Section 289)

NOTICE TO DISSENTING SHARE-HOLDERS

Name of Company.....

Company Registration No.....

Presented by*

Fee paid Rs.....in**.....vide receipt No.....dated.....
(to be attached in original).To
The Registrar of Companies.....

in the matter of***.....hereinafter called "the transferor company".

Notice by****.....hereinafter called "the transferee company".

To,--@.....

Whereas on the.....day of.....19.....being a date within 120 days of the date of the making thereof such offer was approved by the holders of not less than nine-tenths in value of the said @@.....shares other than shares already held at the date of the offer by or by a nominee for the transferee company or its subsidiary.

Now, therefore, the transferee Company, in pursuance of the provisions of section 289(1) of the Companies Ordinance, 1984, hereby gives you notice that it desires to acquire the @.....shares held by you in the transferor company;

And further take notice that unless, upon application made to the Court by you the said@.....on or before the.....day of.....19....., being thirty days from the date of this notice the Court thinks fit to order otherwise, the transferee Company will be entitled and bound to acquire the@@.....shares held by you in the transferor Company on the terms of the above-mentioned officer, approved by the approving@@.....share-holders in the Company.

Date:

Place:

Signature for****
(Name in the block letters)
Designation@@@

* State the name and designation of the officer signing the document.

** State the name and address of the Treasury/Bank.

*** Name of transferor company.

**** Name of transferee company.

@ Name(s) and addresses of dissenting share-holder(s).

@@ If the offer is limited to a certain class or classes of share-holders, state description of that class or those classes.

@@@ State whether Chief Executive, Director or Secretary.

Notes: (1) The notice required to be given by a transferee Company--

(i) to any dissenting share-holder of the transferor company in pursuance of section 289, sub-section (1); or

(ii) to any share-holder of the transferor Company who has not assented to the scheme or contract in pursuance of section 289, sub-section (2), clause (a);

shall be given in the manner provided in section 50 and rule 10 for the service of a notice by a Company on a member thereof.

(2) While making any offer or issuing any circular containing any recommendation to the members of the transferor company by the Directors to accept such offer, the company shall furnish the prescribed information in addition to the statement referred to in section 289 (5) (b) of the Companies Ordinance, 1984.

THE COMPANIES ORDINANCE, 1984

[Section 289 (5) and rule 21]

INFORMATION TO BE FURNISHED IN RELATION TO ANY OFFER OF
A SCHEME OR CONTRACT INVOLVING THE TRANSFER OF SHARES
OR ANY CLASS OF SHARES IN THE TRANSFEROR COMPANY TO THE
TRANSFeree COMPANY

- A. (i) Name of the Company making the offer or issuing any circular in connection with the offer;
- (ii) Capital structure of the transferee Company;
- (iii) Management structure of the transferee Company (composition of Board of Directors and particulars regarding Chief Executive).
- (iv) Extent of share-holders of the Chief Executive, Directors, Secretary or their associates in the transferee Company.
- (v) Extent of share-holding of the Chief Executive, Directors, Managing Agents (if any), Secretary and Chief Accountant or their associates of the transferee Company in the transferor Company.
- (vi) If the offer is being made on behalf of the Company by any other person, the interest of the person in the Company which is making the offer.
- B. (i) Name of the transferor Company;
- (ii) Capital structure of the transferor Company;
- (iii) Managing structure composition of Board of Directors, and particulars regarding chief executive.
- (iv) Extent of share-holdings of the Chief Executive, Directors, Managing Agents (if any), Secretary and Chief Accountant or their associates, if any, of the transferor Company in the transferor and transferee Companies.
- C. A summary of the financial position of the transferee and transferor Companies to be given separately in the pro forma contained in the Appendix.
- D. The prices or consideration offered for the purchase of the shares of the transferor Company. If consideration is other than cash, full particulars thereof and where such consideration involves the allotment of shares in the transferee Company, full particulars of the shares and the rights attached thereto shall be specified and the basis of valuation of the shares of the transferor Company. Where the consideration is the allotment of shares of the transferee Company, full particulars of the valuation of the shares of the transferee Company proposed to be allotted shall also be furnished.
- E. Sources from which the transferee company proposes to pay for the acquisition of the said shares, if the consideration is cash.

F. Details of transfers of shares in the transferor Company by its Chief Executive, Directors, Managing Agents (if any), Secretary and Chief Accountant or their associates in the two years preceding the offer.

G. Reasons for which the offer has been recommended for acceptance by the members of the transferor Company by its Directors. Every recommendation to the members of the transferor Company shall also contain a statement of the interest of its Chief Executive, Directors, Managing Agents (if any), Secretary and Chief Accountant or their associates in the transferee Company.

H. A certificate from the Auditors of the transferee Company that the information contained in the offer/recommendation is correct should be attached.

Note: Statement pursuant to clause (b) of sub-section (5) of section 289 shall be furnished separately.

APPENDIX TO THE FORM

Financial and liquidity position of the Company according to the latest audited balance sheet.

	Rs.	Rs.
Current assets (including investments other than trade investments and investments in subsidiary Companies).	_____	_____
<i>Less</i>		
Current liabilities (including short-term loans liabilities).	_____	_____
Liquid Surplus		
<i>Add--</i>		
(i) Fixed Assets		
(ii) Trade investments and investments in subsidiary Companies.	_____	_____
<i>Less</i>		
Long term loans and liabilities.	_____	_____
Net worth as on..... (date of balance sheet).	_____	_____

Note: In making the above computation of net worth, adjustments in respect of the following items shall be made:--

- (a) Intangible assets, e.g. goodwill, etc.
- (b) Doubtful assets, e.g. doubtful and bad debts, etc.
- (c) Deferred revenue expenditure.
- (d) Accumulated losses.
- (e) Arrears of depreciation.
- (f) Any other amount, appearing in the balance sheet required to be deducted in accordance with accounting practices.

Total: _____

RECONCILIATION OF NET WORTH

Paid-up Capital

Rs. Rs.

Add--

Reserves (Please specify details).

Less--

Intangible assets and any other amount required to be deducted (*vide* Note above).

Net worth as on.....

(Date of balance-sheet).

FORM 38

THE COMPANIES ORDINANCE, 1984

[Sections 452(1) (a) and rules 22 and 23]

DOCUMENTS (CHARTER/STATUTE/MEMORANDUM AND ARTICLES, ETC.) DELIVERED FOR REGISTRATION BY A FOREIGN COMPANY

Name of Company.....
 Incorporated in*.....
 Presented by**.....
 Fee paid Rs.....in***.....*vide* receipt No.....dated.....
 (to be attached in original).

To

The Registrar of Companies.....

****.....

having a place(s) of business in Pakistan at.....

1.....

2.....

(Here state full address of all places of business in Pakistan) of.....presents for filing, pursuant to section 451(1)(a) of the Companies Ordinance, 1984, the following:--

1. Charter/Statute/Memorandum and Articles of Association/..... (other instrument to be specified), constituting or

- * State name of the country of origin.
- ** State the name and designation of the officer signing the document.
- *** State the name and address of the Treasury/Bank.
- **** Insert the name of the company.

defining the constitution of the company, and duly certified as required by the Companies (General Provisions and Forms) Rules, 1985; and

2. If the aforesaid document is not written in the English or Urdu language, a certified translation thereof in the English or Urdu language:

Date:

Place:

@Signature (s)

[Name(s) in block letters]

Description.

FORM 39

THE COMPANIES ORDINANCE, 1984

[Sections 451(1)(b) and 452(b)]

RETURN SHOWING ADDRESS OF THE REGISTERED OR PRINCIPAL OFFICE OF A FOREIGN COMPANY OR OF ANY CHANGE THEREIN

Name of Company.....

Incorporated in *

Presented by **

Fee paid Rs.....in ***vide receipt No.....dated.....

(to be attached in original)

To

The Registrar of Companies.....

Notice is hereby given, pursuant to sections 451(1)(b) and 452(b) **** of the Companies Ordinance, 1984, by the@@ of the having a place(s) of business in Pakistan at.....

1.....

2.....

@ Insert the name of the company.

* State the name of the country of origin.

** State the name and designation of officer signing the document.

*** State the name and address of the Treasury/Bank.

**** Applicable only in case of alteration.

@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

(here state full address of all places of business in Pakistan) of.....that the address of the registered or Principal office of the Company (in the country of origin) is--

.....
 has changed****
 from to
 with effect from

Date:

Place:

Signature(s)[@]
 (Name(s) in block letters)
 Description.

FORM 40

THE COMPANIES ORDINANCE, 1984

[Sections 451(1)(c) and 452(c)]

RETURN SHOWING PARTICULARS OF DIRECTORS, CHIEF
 EXECUTIVE AND SECRETARIES (IF ANY) OF A FOREIGN COMPANY
 OR OF ANY ALTERATION THEREIN

Name of Company.....
 Incorporated in
 Presented by *
 Fee paid Rs.....in ***vide receipt No.....dated.....
 (to be attached in original)
 To
 The Registrar of Companies.....
 ****having

place (s) of business in Pakistan at 1.....
 2.....
 3.....

[@] Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

- * State the name of the country of origin
- ** State the name and the designation of the officer signing the document.
- *** State the name and address of the Treasury/Bank.
- **** Insert the name of the company.

(here state full address of all places of business in Pakistan) hereby presents for filing pursuant to section 451(1) (c)/452 (c)@ of the Companies Ordinance, 1984, a list of its Directors, Chief Executive and Secretaries and of any alteration therein.

@@Particulars of Directors, Chief Executive and Secretaries and of any alteration therein.

Present name and surname in full	Former name and surname in full (if any)	Status/Designation @@@	Usual residential address in full
1	2	3	4

Nationality	Nationality of origin (if qther than the present nationality)	Business occupation and other directorship, if any	Remarks as to alteration with date
5	6	7	8

Date:

Place:

@@@Signature(s)

[Name(s) in block letters]

Description

- @ Applicable only if there is any alteration. Also indicate the date of alteration.
 @@ Columns 4, 5 and 6 are not relevant in the case of secretaries.
 @@@ State whether Director, Chief Executive or Secretary.
 @@@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

- Note:
1. In case this return is signed by a person other than an authorised person under section 451 (1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.
 2. In case a Company is a body corporate, its corporate name and registered or principal office; and the full name, address, nationality and nationality of origin, if different from that nationality, of each of its Directors should be mentioned.
 3. With respect to the Secretary or where there are Joint Secretaries, with respect to each of them, if a body corporate, its corporate name and registered or principal office should be mentioned.

THE COMPANIES ORDINANCE, 1984

[Sections 451 (1)(d) and 452 (d)]

RETURN SHOWING PARTICULARS OF PRINCIPAL OFFICER OF A FOREIGN COMPANY IN PAKISTAN OR OF ANY CHANGE THEREIN

Name of Company.....

Incorporated in.....

Presented by**.....

Fee paid Rs.....in***.....vide receipt No.....dated.....

(to be attached in original).

To

**** The Registrar of Companies.....

place (s) of business in Pakistan at 1.....having

2.....

3.....

(here state full address of all the places of business) of.....hereby presents for filing, pursuant to section 451(1)(d)/452(d)@ of the Companies Ordinance, 1984, a list showing particulars of principal officer of the company in Pakistan or of any alteration therein.

Particulars of Principal Officer or of any change therein:

Present name and surname in full	Former name and surname in full (if any)	Father's/Husband's name	Nationality
1	2	3	4
Nationality of origin (if other than the present nationality)	Designation	Full Residential address in Pakistan	Particulars of alteration with date
5	6	7	8

Date:

Place:

@@Signature(s)
(Name(s) in block letters)
Description

- * State the name of the country of origin.
 - ** State the name and the designation of the officer signing the document.
 - *** State the name and address of the Treasury/Bank.
 - **** Insert the name of the company.
 - @ Applicable only if there is any alteration. Also indicate the date of alteration.
 - @@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.
- Note: In case this return is signed by a person other than an authorised person under section 451 (1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

FORM 42

THE COMPANIES ORDINANCE, 1984

[Section 451 (1)(e) and 452(e)]

RETURN SHOWING PARTICULARS OF PERSONS RESIDENT IN
PAKISTAN AUTHORISED TO ACCEPT SERVICE ON BEHALF OF A
FOREIGN COMPANY OR OF ANY ALTERATION THEREIN

Name of Company.....

Incorporated in *

Presented by **

Fee paid Rs.....in ***vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

****

place (s) of business in Pakistan at 1.....

2.....

3.....

(here state full addresses of all places of business in Pakistan) hereby presents for filing, pursuant to section 451(1)(e)/452(e)[@] of the Companies Ordinance, 1984, a list showing particulars of some one or more persons resident in Pakistan and authorised to accept on behalf of the Company service of process and any notice or other document required to be served on the Company or of any alteration therein.

Particulars of persons authorised to accept service on behalf of the Company or of any alteration therein.

Present name and surname in full	Former name and surname in full (if any)	Father's/Husband's name	Nationality
1	2	3	4

* State the name of the country of origin.

** State the name and the designation of the officer signing the document.

*** State the name and address of the Treasury/Bank.

**** Insert the name of the company.

@ Applicable only if there is any alteration. Also indicate the date of alteration.

Nationality of origin (if other than the present nationality)	Occupation Status/ Designation	Full residential address in Pakistan	Particulars of alteration with date
5	6	7	8

Date:

Place:

@@Signature(s)

[Name(s) in block letters]

Description

FORM 43

THE COMPANIES ORDINANCE, 1984

[Sections 451(1)(f) and 452(f)]

RETURN SHOWING ADDRESS OF THE PRINCIPAL PLACE OF
BUSINESS IN PAKISTAN OF A FOREIGN COMPANY OR OF ANY
CHANGE THEREIN

Name of Company.....

Incorporated in *

Presented by **

Fee paid Rs.....in ***vide receipt No.....dated.....

(to be attached in original).

To

**** The Registrar of Companies having

place (s) of business in Pakistan at 1.....

2.....

3.....

@@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: 1. In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

2. This return must accompany the consent of authorised person(s) to act as such.

• State the name of the country of origin.

** State the name and the designation of the officer signing the document.

*** State the name and address of the Treasury/Bank.

**** Insert the name of the company.

(here state full addresses of all places of business in Pakistan), hereby gives you notice that the office situated at.....(give complete address).....in the Province of.....shall be deemed to be the principal place of business of the Company in Pakistan @[instead of.....with effect from.....

Date:

Place:

@@Signature(s)

[Name(s) in block letters]

Designation

FORM 44

THE COMPANIES ORDINANCE, 1984

[Section 452(a) and rules 22 and 23]

RETURN OF ALTERATION IN CHARTER, ETC. OF A FOREIGN COMPANY

Name of Company.....

Incorporated in *

Presented by **

Fee paid Rs.....in ***vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies

****having

place (s) of business in Pakistan at 1.....

2.....

3.....

(here state full address of all places of business in Pakistan) hereby gives you notice, pursuant to section 252(a) of the Companies Ordinance, 1984, of the

@ State previous address. This portion is applicable only in the case of change of address.

@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

* State the name of the country of origin.

** State the name and the designation of the officer signing the document.

*** State the name and address of the Treasury/Bank.

**** Insert the name of the company.

†alteration in the@.....constituting or defining the constitution of the Company.

Brief description of the alteration is as follows:

(also indicate the date of alteration and add certified copies of the resolution and amended document, with duly certified translation in English or Urdu, where necessary).

Date:

Place:

@@Signature(s)

[Name(s) in block letters]

Designation

FORM 45

THE COMPANIES ORDINANCE, 1984

[Section 453(1)]

LIST OF PLACES OF BUSINESS ESTABLISHED BY A FOREIGN COMPANY IN PAKISTAN

Name of Company.....

Incorporated in *

Presented by **

Fee paid Rs.....in ***vide receipt No.....dated.....

(to be attached in original).

To

The Registrar of Companies.....

† Certified copies of the resolution and/or of the amended document should be filed with this return. If the resolution or document is not in the English or Urdu language, a certified translation thereof in the English or Urdu language should also accompany this return.

@ Insert "charter", "statute", "memorandum" or "articles" or other instrument (to be specified) as the case may be.

@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

* State the name of the country of origin.

** State the name and the designation of the officer signing the document.

*** State the name and address of the Treasury/Bank.

..... has the following place(s) of business in Pakistan at@

1.
2.
3.

Principal place of business as registered pursuant to S. 451(1)(f) of the Companies Ordinance, 1984.

Date:

Place:

@@Signature(s)

[Name(s) in block letters]

Description

FORM 46

THE COMPANIES ORDINANCE, 1984

[Section 458]

NOTICE BY A FOREIGN COMPANY ON CEASING TO HAVE ANY PLACE OF BUSINESS IN PAKISTAN

Name of Company

Incorporated in *

**** Insert the name of the company.

@ The date up to which the balance sheet and profit and loss account required to be delivered to the Registrar pursuant to section 453(1) of the Companies Ordinance, 1984, are made out.

@@ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.

Note: (1) In case this return is signed by a person other than an authorised person under section 451(1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.

(2) In pursuance to sub-section (1) of section 453 of the Companies Ordinance, 1984, this list together with a list of Pakistani members and debenture-holders and five copies of audited balance-sheet and profit and loss account should be filed with the Registrar within the period specified in sub-section (2) of section 453.

State the name of the country of origin

Presented by **
 Fee paid Rs.....in ***vide receipt No.....dated.....
 (to be attached in original).

To

The Registrar of Companies
 ****which has its principal place of business in Pakistan
 at.....in the Province of.....hereby gives you notice,
 in pursuance of section 458(1) of the Companies Ordinance, 1984, that it intends
 to cease to have the following place(s) of business in Pakistan with effect
 from.....

1.
2.
3.

Date:

Place:

@Signature(s)

[Name(s) in block letters]

Description

THE COMPANIES ORDINANCE, 1984

[Section 86(3)]

S.R.O. 192(I)/86, dated 5th February, 1986 (Gaz., Pak., Ext., Pt. II, 26-2-86).
 In exercise of the powers conferred by sub-section (3) of section 86 of the
 Companies Ordinance, 1984 (XLVII of 1984), the Corporate Law Authority is
 pleased to prescribe the following form of circular for the purposes of the said
 sub-section:--

-
- ** State the name and the designation of the officer signing the document.
 - *** State the name and address of the Treasury/Bank.
 - **** Insert the name of the company.
 - @ Signature or signatures of any one or more of the persons authorised under section 451(1)(e) of the Companies Ordinance, 1984 or of some other person in Pakistan duly authorised by the Company.
- Note: (1) In case this return is signed by a person other than an authorised person under section 451 (1)(e), a special power of attorney executed by the Company authorising him to sign this return should be attached in original.
- (2) This notice is required to be given by a foreign Company having place of business in Pakistan at least thirty days before it intends to cease to have any place of business in Pakistan and a notice of such intention should also be published at least in two daily newspapers circulating in the Province or Provinces in which such place or places of business are situate.

**CIRCULAR TO BE SENT TO MEMBERS ALONGWITH THE NOTICE
OFFERING NEW SHARES**

PART I

MATERIAL INFORMATION ABOUT THE AFFAIRS OF THE COMPANY

- (1) Name of the company. _____
- (2) Status (*i.e.* whether public or private. If public, listed or non-listed). _____
- (3) Full address of Registered Office. _____
- (4) Date of incorporation. _____
- (5) Date of commencement of business. _____
- (6) Names, addresses of the chief executive/directors (where such person is already a director or chief executive or other officer of any other company, the name of such other company and the office held therein). _____
- (7) Existing capital indicating classes of shares, if any.
 - (i) Authorised Divided into _____ shares of Rs. _____ each
 - (ii) Subscribed Divided into _____ shares of Rs. _____ each
 - (iii) Paid up Divided into _____ shares of Rs. _____ each
 - (iv) Redeemable capital indicating nature thereof or any commitment for issuing it. _____
- (8) Particulars regarding holding company, if any. _____
- (9) Particulars of the company's existing business operations/projects/units. _____
- (10) Particulars regarding subsidiaries, if any. _____
- (11) Any change expected or planned in items 8 to 10 above. _____

- (12) Profits/Losses, dividend/bonus declared during the preceding three years (or such shorter period for which the company may have issued accounts).

YEAR	PROFIT/(LOSS)	CASH DIVIDEND	STOCK BONUS
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----

- (13) Profits/Losses of subsidiaries, if any, not accounted for or reflected in the holding company's own accounts in the last three years. -----

- ²[(14) Where the figures of last year's profit/loss are for a period more than six months prior to the issue of the circular, information in regard to profit/loss for the six months following the date of the last accounts should also be provided.]

PART II

NECESSITY FOR THE ISSUE

- (15) Amount of the proposed issue. Rs. -----
Divided into -----
----- shares of
Rs. ----- each.
- (16) Whether consent of the Controller of the Capital Issues obtained (If not necessary a statement to this effect). -----

- (17) Proportion of new issue to existing shares with any condition applicable thereto. -----

- (18) Purpose of the present issue specifying the main projects/objects for which additional funds required. -----

- (19) Expected benefits in profitability or otherwise likely to accrue from the proposed issue. -----

- (20) Date by which offer to be accepted and mode of acceptance. -----

- (21) Any other material information having a bearing on the issue. -----

2. Subs. by S.R.O. 896(1)/86, dated 29.9.1986.

Directors or an officer
authorised by directors.

Signature(s)

Date -----

Place -----

[Name(s) in block letters]

[Designation(s)]

This circular should be signed by all the Directors or an officer authorised by the Directors.

Note:--

- (1) Columns Nos. 3[5, 6 and 12] of Part I shall not apply to a circular issued by a private company.
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