

SSGC/CS/2022-037

01 March 2022

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Dear Sir,

**SUBJECT: APPLICATION FOR EXTENSION IN PERIOD OF HOLDING OF ANNUAL GENERAL
MEETING FOR FY 2019-20 AND LAYING OF ACCOUNTS THEREIN UNDER SECTIONS 132 & 223
READ WITH SECTION 147 OF THE COMPANIES ACT, 2017**

With reference to above subject, please find attached our letter no. DMD/SECP/44/2022. The content of which is self-explanatory.

Thanking you,

Yours Sincerely,



Mateen Sadiq

Company Secretary

Encl: aa



The Registrar of Companies

Securities and Exchange
Commission of Pakistan
State Life Building No.2
Wallace Road,
Karachi.

Executive Director/HOD,

Offsite-II Department,
Supervision Division,
Securities & Exchange Commission of
Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad

Ref: DMD/SECP/44/2022
25 February 2022

The Commissioner
Company Law Division and
Information System & Technology Division,
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue
Islamabad

Dear Sir,

Subject: Application for Extension in the Period of Holding of Annual General Meeting for FY 2019-20 and Laying of Accounts therein under Sections 132 & 223 read with Section 147 of the Companies Acts, 2017

SECP vide its letter No. SMD/PRDD/2(327)/2021/123 dated 23 December 2021 (copy enclosed) had granted SSGC extension up to 31 March 2022 to convene the Annual General Meeting(AGM) for laying therein Financial Statements(FS) for FY 2019-20.

It may please be appreciated that SSGC operates in a Regulated Regime under the OGRA Ordinance, 2002 which require the Company to finalize its FS based on the Determination of Final Revenue Requirements (DFRR) by OGRA.

The above extension was sought expecting that OGRA will issue DFRR in January 2022, but till now OGRA has not yet issued its Decision on Final Revenue Requirement DFRR for FY 2019-20 thus SSGC is unable to meet the deadline for AGM. SSGC is vigorously pursuing the matter with OGRA for requesting expeditious disposal of our petition and issuance of DFRR for meeting SECP deadline. Latest request has been made vide letter No. DMD (F&A)/OGRA/42/2022 dated 24 February 2022.

However, in view of the current scenario, AGM cannot be convened till March 2022 thus application under Sections 132 & 223 of the Companies Act, 2017 is necessitated for seeking extension in holding the AGM for FY 2019-20 of the Company and laying of FS therein.

The particulars required under Rule 27(2) of the Companies (General Provisions and Forms) Regulations, 2018 are given hereunder:

1	The registration number, name and address of the company	Registration No. 0000760 Sui Southern Gas Company Limited, Registered Office: SSGC House ST-4/B, Block-14, Sir Shah Suleman Road, Gulshan-e-Iqbal, Karachi.
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2	The date on which the last AGM, if any, was held and the financial year of which the financial statements were laid therein	The last AGM of the Company was held on 10 August 2021 and FS for the year ended 30 June 2019 were laid therein.
3	The date up to which the AGM is required to be held for the purposes of the said sections and the date up to which the financial statements are required to be laid therein	The AGM of the Company is required to be held on 28 October 2020 and the Audited FS for the year ended 30 June 2020 are required to be laid down before the Shareholders.
4	Reasons for not being able to hold the AGM, or not laying the FS at the AGM by the date mentioned in clause (iii) and justification for extension in the period to the extent applied for; and	Due to awaited OGRA decision on SSGCL Petition for Final Revenue Requirement (FRR) for the FY 2019-20 which has been submitted on 24 September 2021, audit of FS for FY 2019-20 cannot be completed. Thus based on expectation of DFRR from OGRA and then completion of Audit, extension for AGM is sought till 30 June 2022.
5	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	Same as stated in para 4 above. Requisite Auditor Certificate in this connection is attached.

Moreover, we would like to draw your attention on the sub-rule (1) of Rule 24 of the Public Sector Companies (Corporate Governance) Rules, 2013, which requires that every public sector company shall publish and circulate a Statement of Compliance along with its annual report to set out the status of its compliance with the Rules, and shall also file Statement of Compliance with the Commission and the Registrar concerned along with its annual report. Therefore, the Statement of Compliance for the Year Ended June 30, 2020 under Rule 24 of the Public Sector Companies (Corporate Governance) Rules, 2013, will also be submitted along with Annual Report.

We are also enclosing herewith Affidavit duly signed by the Chief Financial Officer in original and Bank Challan dated 25 February 2022 paid on 25 February 2022 for Rs.15,035/- in original, paid on account of application fee for extension in the date of holding of AGM for FY 2019-20.

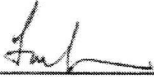
It is respectfully prayed that the Company may kindly be granted extension up to 30 June 2022 for holding of AGM of the Company and laying of Audited FS of the Company for the year ended 30 June 2020 before the Shareholders of the Company.

Furthermore, due to above explained circumstances which are beyond the control of SSGCL, the finalization of quarterly / half yearly interim financial statements of the period subsequent to year ended 30 June 2020 were also delayed. We would like to ensure that pending quarterly / half-yearly interim financial statements will be finalized and circulated to the shareholders after finalization of FS and holding of AGM for FY 2019-20.

We will be obliged for giving favourable consideration to our request.

Thanking you,

Yours Sincerely,



Imran Maniar
Managing Director



M. Amin Rajput
Dy. Managing Director (F&A) / CFO

Enclosures

1. Certificate of the Company's Auditors
2. Paid Bank Challan for Rs.15,035/- in original
3. Affidavit of CFO

CC:

1. The Registrar of Companies, Securities & Exchange Commission of Pakistan, State Life Building No. 2, Wallace Road, Karachi
2. The President, Pakistan Stock Exchange Limited, Stock Exchange Building, Stock Exchange Road, Off. I.I. Chaudhry Road, Karachi