

COMPETITION COMMISSION OF PAKISTAN

Islamabad, November 20, 2007

NOTIFICATION

S.R.O. 1191(I) 2007- In exercise of the powers conferred by section 56 of the Competition Ordinance, 2007 (the Ordinance) read with sections 14 and 43 thereof, the Competition Commission of Pakistan (the Commission), is pleased to make the following regulations, namely:-

Competition Commission of Pakistan (Conduct of Business) Regulations, 2007

1. Short title and commencement.- (1) These regulations may be called the Competition Commission of Pakistan (Conduct of Business) Regulations, 2007.

(2) They shall come into force at once.

2. Interpretation.- The words and expressions used but not defined herein shall have the same meanings as are assigned to them in the Competition Ordinance, 2007.

3. Procedure and conduct of business of the Commission.- (1) The Chairman may call meetings of the Commission for conduct of its business, at such time and places, as he deems fit.

(2) The Chairman shall, on the request of not less than three Members, proceed to call a meeting of the Commission within three days of the receipt of the requisition.

(3) The requisition, stating the objects of the meeting, shall be signed by the Members and shall be deposited at the head office of the Commission.

(4) The Chairman may call a meeting of the Commission forthwith or within such reasonable period depending upon the urgency of the proposed business.

(5) At least three clear days' notice shall be given to all the Members for a meeting of the Commission and such notice shall set forth the purpose or purposes for calling the meeting:

Provided that the Chairman may in his discretion, call a meeting at such shorter notice or with such arrangements as he may deem fit.

(6) The Chairman shall preside at a meeting of the Commission, but if at any meeting, he is not present and has not designated a Member for the purpose, the Members present shall choose a Member to preside at the meeting of the Commission.

(7) In the case of difference of opinion among the Members, the opinion of the majority of the Members present at the meeting shall prevail and orders of the Commission shall be expressed in terms of the views of the majority. Any Member dissenting from the majority view may record his reasons separately. If the Members are evenly divided in their opinion, the Chairman or, as the case may be, the Member chosen to preside at the meeting, shall have a second or casting vote.

(8) A fair and accurate summary of the minutes of all proceedings of the meetings of the Commission, alongwith the names of those participating in such meetings shall be entered in properly maintained books.

(9) The Chairman may invite any officer of the Commission and such other person as deemed expedient to attend meetings of the Commission to assist it in the proceedings but such officer or other person shall not participate in the decision making of the Commission.

(10) The books containing the minutes of the meetings shall have a 'subject index' of all the proceedings.

(11) The draft minutes of the meetings of the Commission shall be circulated for confirmation, to all the Members within three days of the conclusion of the proceedings.

(12) The minutes of the meetings as finalized after taking into account the observations of the Members, if any, shall be placed before the next meeting of the Commission for confirmation.

(13) The proceedings of each meeting of the Commission which shall be signed and dated by the Chairman, or in his absence, by the Member presiding over the meeting, as soon as may be, after the confirmation of the minutes and the proceedings so signed shall be conclusive evidence of the proceedings recorded therein.

(14) The decisions taken in a Commission's meeting shall be circulated to Members of the Commission and the others concerned for necessary action.

(15) The Chairman may authorize, with justification, an emergent matter to be disposed of through a resolution by circulation:

Provided that the resolution by circulation shall be signed by all the Members and, in case of absence from Pakistan of any of the Members, by at least three Members.

4. Functions and power of Chairman.- (1) The Chairman-

- (a) shall be the chief executive officer of the Commission and shall deal with the day to day administration of affairs of the Commission ;
- (b) shall take all policy decisions of administrative nature in consultation with the Members as may be necessary;

- (c) may, in his discretion and as he deems fit, assign duties and responsibilities to any of the Members and officers for carrying out the functions of the Commission promptly and effectively; and
- (d) may from time to time, frame such guidelines and procedures, as he may consider appropriate for monitoring the performance and activities of the Commission's Divisions/Departments and for *administering*¹ the affairs of the Commission.

(2) All administrative matters shall be processed in the Administration Department under the directions of the Chairman issued *suo motu* or on the recommendations of the Member concerned, apart from other matters of routine nature.

5. ²Duties and Responsibilities of Secretary :-(1) There shall be a Secretary to the Commission who shall report directly to the Chairperson and Commission (where required) on all the matter concerning the Secretary Office. The duties and responsibilities of secretarial nature, including the following:-

(i) Duties with respect to meetings:-

- (a) He shall receive and collect (if necessary) the working papers and other proposals from Members/Departmental heads for discussion in the meeting;
- (b) shall examine the accuracy of working papers and proposals and get them rectified/improved, if necessary;
- (c) shall seek approval of the Chairperson for submission of the working papers etc. before the Commission in the meeting;
- (d) shall seek approval of the Chairperson for calling meeting of the Commission;
- (e) shall prepare agenda of the meeting with approval of the Chairperson;
- (f) shall include for confirmation final draft of minutes of the previous meetings as first item of the agenda;
- (g) shall issue notice of the meeting and circulate there with agenda of the meeting, together with related working papers and other details;
- (h) shall make all arrangements for convening the meeting;
- (i) shall attend the meeting and take notes of the proceedings, including dissents of the participants, if any, from the majority view;
- (j) shall get the confirmed minutes of the previous meeting signed by the Chairperson;

¹ The word "of" deleted vide SRO NO 1128(I)/2008 dated 30-10-2008

² Substituted vide SRO No. 1200(I)/2016 dated 31-12-2016

(k) Shall prepare fair and accurate summary of the minutes of all proceeding of the meetings including the names of those participating in such meeting. The dissenting notes with reasons shall be made part of the minutes;

(l) shall get the draft minutes cleared by the Chairperson and circulate the same for confirmation to all the Members within three days of the conclusion of the meeting and shall suitably include the amendments suggested by any of the Members, in the draft minutes;

(m) shall keep record of all confirmed minutes of the meeting as duly signed by the Chairperson in the properly maintained books, and shall have a subject index of minutes of all the meetings;

(n) shall with the approval of Chairperson communicate to the relevant quarters all decisions taken in the meeting, for necessary action within the stipulated period;

(o) shall get implementation status of the decisions from all concerned and place before the Chairperson and Commission (where required) regularly;

(p) shall observe the due dates of convening the regular meetings if regular meetings are to be held on certain fixed date or day of the months (if it is the policy);

(q) shall number each regular and emergent meeting separately and shall keep record of the minutes of such meetings in separate folders; and

(r) Shall ensure that resolutions by circulation are passed properly and in accordance with the approved procedure and they are duly numbered; and their record is kept in a separate folder.

(ii) As agent of the Commission:

(a) He may represent the Commission on any forum, if so authorized by the Chairperson generally or specifically; and

(b) may accept service of all notices and other documents on behalf of the Commission;

(iii) As authorized officer of the Commission:

(a) He may convey decisions of the Commission, if so authorized by the Chairperson; and

(b) may demand and receive “Declaration of Assets” of all employees of the Commission for each year as on 31st December.

(iv) As custodian of records:

(a) He shall keep in safe custody common seal of the Commission, if so authorized by the Chairperson and shall affix the seal on such documents and in such manner as may be specified by the Commission;

(b) shall keep all Memoranda/Agreements signed by the Commission and maintain record thereof in Chronological order; and

(c) shall keep in safe custody, record of assets of all employees of the Commission, as declared by them.

(v) **Others:**

He may exercise such other powers and perform such other duties as may be assigned to him by the Chairperson and Commission (where required) from time to time.

(2) The duties and responsibilities assigned to him require that the Secretary should be a competent person and is suitably qualified for his post by having sufficient knowledge and relevant experience. The Secretary to the Commission should be a member of--

(i) a recognized body of Professional Accountants in Pakistan or

(ii) a recognized body of Corporate/Chartered Secretaries.

The position of secretary being distinct from other officers of the Commission, his appointment should be made by the Commission in the meeting.

(3) If the Secretary is absent for any reason, the Commission may designate any officer of the Commission to act in the capacity of Secretary and the individual so designated shall have all the powers and duties of the Secretary.

6. Mode of submission of application etc. - Unless otherwise provided, an application made to the Commission shall be-

(i) duly signed, dated and verified by an affidavit by the person making it and, in the case of a company, signed and verified by its chief executive or director, secretary or liquidator ;

(ii) neatly and legibly written, typed or printed and shall precisely set out the facts, grounds and claims or relief applied for in serially numbered paragraphs and specify the relevant provisions of law under which, action or relief is applied for ;

(iii) accompanied by documents referred to or relied upon and, in the case of a petition for review of, or an appeal against any order or decision, by a certified copy of such order or decision ;

(iv) accompanied by three spare copies, duly signed, dated and verified and accompanied by the documents as aforesaid; and

(v) accompanied by the original receipt for the fee for an application as specified in the *Fee Schedule notified under*³ the Ordinance.

³ Inserted vide SRO NO 1128(I)/2008 dated 30-10-2008

7. Manner of disposal of application, etc.- On receipt of an application, the Commission shall, unless it rejects or dismisses the same in *limine* or returns it for removal of any defect or shortcoming or otherwise disposes of the same, institute such enquiries or proceedings in respect of any matter as in the opinion of the Commission may be necessary to obtain the information or evidence respecting any matter concerning the application and may provide an opportunity respecting applicant or any other person interested in the matter of being heard before arriving at a decision.

8. Appearance by authorized representative.- Any person who is entitled or required to attend before the Commission in connection with any proceeding under the Competition Ordinance, 2007 or the rules and regulations made thereunder, otherwise than when required to attend personally, may be represented at such attendance by a duly authorised advocate, a member of the Institute of Chartered Accountants of Pakistan or the Institute of Cost and Management Accountants of Pakistan practising in Pakistan or a director or officer of the company or any other person authorized in writing in this behalf by the person so entitled or required to attend.

9. Declaration of Secrecy and Fidelity.- (1) No Member or officer of the Commission shall assume his office until he has made such declaration affirming secrecy and fidelity on the Form provided in the Schedule to these regulations.

(2) The officer for the purpose of sub-regulation (1) above includes all officers of the Commission excluding *support*⁴ staff.

10. Common seal of the Commission.- (1) There shall be a common seal of the Commission which shall be kept in safe custody of the Chairman or by the Secretary to the Commission, if so authorized by the Chairman.

(2) The Common seal shall be affixed on the document empowering a person generally or in respect of a specific matters as attorney of the Commission to execute deeds on its behalf in or outside Pakistan.

(3) The Commission may, however, authorize at any time that the seal be affixed on any other document as may be specified.

(4) The seal shall be affixed at a conspicuous place, preferably at the bottom of the document in the presence of a witness.

(5) The seal shall be affixed in the margin at every page of the document containing more than one page.

(6) The person authorized to keep the common seal in his safe custody, shall maintain a register for sealed documents which will be an easy reference and record of the documents affixed with *the seal*⁵. The register may contain the following columns:

⁴ Amended vide SRO NO 1128(I)/2008 dated 30-10-2008

⁵ Amended vide SRO NO 1128(I)/2008 dated 30-10-2008

- (i) Serial No.
- (ii) No. and date of the minutes of the Commission meeting authorizing the affixing of common seal.
- (iii) Date of sealing.
- (iv) Name of the person in whose presence the documents was sealed.
- (v) Initial of the person authorized to keep the seal.
- (vi) Location of the document.
- (vii) Remarks.

(7) The person to keep the seal shall submit the register for perusal of the Chairman after six months or as and when called for by him.

(Mohammed Hayat Jasra)
Secretary

Schedule

(see sub-regulation (1) of regulation 9)

Form of declaration affirming secrecy and fidelity

I, Mr./Ms _____, having been appointed as Chairman/Member/Officer of the Competition Commission of Pakistan do solemnly affirm and declare that:

(1) I will faithfully and conscientiously discharge my duties as Chairman/Member/Officer to the best of my ability, knowledge and judgment, without fear, favour or ill-will and shall subject to law always act in the best interest of the Commission.

(2) I will not directly or indirectly communicate, divulge, reveal or otherwise disclose to any person or persons any matter or information which shall be brought under my consideration or shall become known to me during my tenure of office as Chairman/Member/Officer of the said Commission, except, as may be required for the due discharge of my duties as Chairman/Member/Officer of the Commission and shall treat and protect such matter and information as secret and confidential.