



**Memorandum and Articles of Association  
Of  
Lasbela Chamber of Commerce and Industry**  
Companies Act 2017  
Trade Organization Act 2013 (II of 2013)

Lasbela Chamber of Commerce and Industry  
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## MAMORANDUM OF ASSOCIATION OF LASBELA CHAMBER OF COMMERCE AND INDUSTRY

1. The name of chamber shall be "LASBELA CHAMBER OF COMMERCE AND INDUSTRY".
2. The Registered Office of chamber will be situated in Hub, District Hub, Balochistan.
3. The aims and objects for which the chamber is formed are:



To advance, develop, protect, safeguard and promote rights, interests and privileges of different trades and industries of Pakistan and in particular of the area falling in the jurisdiction of the chamber, as may be defined by Government from time to time, and to secure maximum concessions and benefits for them from Government and by other sources.

To organize firms, partnerships and companies engaged in various business, trades and industries in Lasbela and other area in the jurisdiction of the chamber.

- iii) To obtain the removal, as far as possible, of all acknowledged grievances affecting merchants and / or industrialists.
- iv) To diffuse among its members information affecting trade and industry and to collect, print publish, issue and circulate such papers, periodicals books, circulars, statistics and other literary publications as may deem conducive to any of the objects of the chamber.
- v) To inculcate, foster and stimulate the spirit of mutual self help on principles of co-operation and co-ordination among the members of the chamber.
- vi) To establish just and equitable principles in trade, commerce and industry.
- vii) To attempt to settle or compromise, arbitrate in settlement of disputes arising between the members willing to or agreeing to submit to arbitration in accordance with the arbitration rules of the chamber.
- viii) To arbitrate in the settlement of disputes arising out of commercial transactions between non-members or between a member and a non-member willing or agreeing to submit to arbitration in accordance with the arbitration rules of the chamber, provided that in such cases the chamber



shall not charge from non-member more than 10% over and above the usual arbitration fee.

- ix) To promote the welfare of persons engaged in the manufacture of different products and create healthy relations and co-ordination between the employers/capitalists and the employees/workers and to try settlement of disputes between any of the members of the chamber and his worker or employees through negotiation, mediation or arbitration.
- x) To work actively for the eradication of unethical business practices from the field of trade, commerce and industry i.e. black marketing, hoarding, over and under invoicing of exports and imports, not fulfilling the terms of contract with foreign buyers, refusing to arrive at amicable settlement with firms abroad even when the fault of the party so refusing is established and indulging in other mal-practices to the national interests.
- xi) To recommend to the Federal Government the enactment or promulgation of such laws, acts, ordinances or orders which will afford protection to the business, trade or industry and to represent for the repeal of such laws, acts, ordinances or orders which hamper the development thereof.
- xii) To make representation to authorities, local, provincial or Federal Government on any matter connected with the trade, commerce and industry.
- xiii) To represent to the Federal Government the interests of the members of the Chamber in respect of their business, trade or industry.
- xiv) To appoint delegations to present the case or cases of the members of the chamber before the authorities.
- xv) To elect or nominate members to represent the chamber temporarily or permanently on local and public bodies.
- xvi) To raise funds, through donations and subscriptions to meet the expenses of the chamber, and to sell, mortgage, dispose of or otherwise deal with all or any part of the property of the chamber.
- xvii) To subscribe, pay or donate moneys out of the funds of the chamber for charitable, benevolent, humanitarian or social purposes at the discretion of the executive committee of the chamber, and to raise and maintain funds with a view to provide help and assistance to dependents of persons in the employment of the chamber.
- xviii) To raise funds or borrow money, to take over or otherwise acquire and sell shares, stocks, debentures or other securities of any Company.



- xix) To buy or acquire, take on lease or by way of transfer any property movable or immovable for the purpose of the chamber.
- xx) To file, prosecute or defend or concur, join or aid in filing, prosecuting or defending any action, suit, application, appeal or proceeding as the chamber may think proper for or conducive to the objects of the chamber.
- xxi) To subscribe to and become a member of and co-operate with, procure from and communicate with any other trade organization, whether incorporated or not, whose objects are altogether or in part similar to those of this chamber and to procure from communicate with any such organization as may be likely to forward the objects of the chamber.
- xxii) To establish a commercial and statistical Library.
- xxiii) To carry out all such other lawful functions as are incidental or conducive to the attainment of the above aims and objects.
- xxiv) To open current, saving, overdraft or loan account or cash credit account or fixed account of the chamber with any one or more schedule Bank or Banks and pay money into and draw money from any such account.
- xxv) To draw, make accept, endorse, discount, execute and issue bills or lading, warrant, debentures and other negotiable or transferable or mercantile instrument of securities in respect of the affairs of the chamber.



4. The income and property of the chamber shall be applied solely towards the promotion of the aims and objects of the chamber as set forth in the Memorandum of Association and that no portion thereof shall be paid or transferred directly or indirectly, by way of dividend or in any other manner by way of profit to any person or persons who are or have been at any time members of the chamber or any person claiming through or any of them.

PROVIDED always, that nothing herein shall prevent the payment, in good faith, of remuneration to any officer or servant of the chamber or to any member thereof or any other person in return for any services actually rendered to the chamber.

PROVIDED FURTHER, that no member of the chamber shall be appointed to any salaried office of the chamber or any office of the chamber with paid fees and no remuneration shall be given except repayment of out of pocket expenses and interest on money rent or rent for premises demised to the chamber.

5. No addition, alteration and / or amendment shall be made in the Memorandum of Association unless the same shall have been previously submitted to and



approved by the Federal Government. Amendments shall also be made when required by the Federal Government in public interest.

6. The fourth and ninth paragraphs of the Memorandum of Association contain conditions on which a License is granted by the Federal Government to the chamber under section 3 of the Trade Organizations Act, 2013 (II of 2013).
7. The Liability of the members is limited but if any member in contravention of paragraph-4 hereof acquires any profit or bonus his liability shall become unlimited.
8. Every member of the chamber undertakes to contribute to the assets of the chamber in the event of the same being wound up during the time he is a member or within one year hereafter of payment of the debts and liabilities of the chamber, contracted before the time at which he ceased to be a member, and of the costs, charges and expenses of the winding up of the same, and for the adjustment of the rights of the contributories among the Members, such amount as may be required but not exceeding annual membership fee.
9. If upon winding up or dissolution of the chamber there remains, after the discharge of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the chamber, but shall be given or transferred to some other institution or institutions having objects similar, wholly or in part, to the objects of the chamber to be determined by the members of the chamber at the time of dissolution or in default thereof by such court in Balochistan as may have or acquire jurisdiction in the matter.



We the several persons whose names and addresses are subscribed hereto are desirous of being formed into an Association in pursuance of this Memorandum of Association.

S.No	Name & address (Present & Former) Father's Name	Nationality with any former Nationality & Occupation	Address	Signature
1.	Mr. Akram Sultan S/o. (Late) Haji Mohammad Sultan	Pakistani Industrialist	Sultan Center, 11, West Wharf Road, Karachi.	
2.	Mr. Khaleequr Rehman S/o. Sh. Zikur Rehman	Pakistani Industrialist	2/13, Rehan Building, Islami Chowk, Marriot Road, Karachi.	
3.	Mr. Mohammad R. Habib	Pakistani Industrialist	4 <sup>th</sup> Floor, Hirani Center, I.I. Chundrigar Road, Karachi	
4.	Mr. Maqsood Ismail S/o. Ismail Ahmed	Pakistani Industrialist	17, Bangalore Town, Shahr- e-Faisal, Karachi.	
5.	Mr. Abdul Karim Yahya Bawany S/o. Mr. Yahya Ahmed Bawany	Pakistani Industrialist	3 <sup>rd</sup> Floor, Nadir House, I.I. Chundrigar Road, Karachi	
6.	Mr. Shabbir Diwan S/o. Pir Mohammad Diwan	Pakistani Industrialist	8 <sup>th</sup> Floor, Textile Plaza, M.A. Jinnah Road, Karachi. And M/s. Gatron (Industries) Limited, M-2, HITE, Hub, Lasbela.	
7.	Mr. Arif Dawood S/o. (Late) Ali Mjohamad Dawood	Pakistani Industrialist	5 <sup>th</sup> Floor, Cavish Court, Shaheed Millat Road, Karachi.	

Dated the            day of            2007

Witness to above signature

(Full Name, Father's Husband's Name) Occupation Full Address, Signature (in Block Letters)

Certified to be true Copy  
Deputy Registrar of Companies Quetta  
20/07/07



## ARTICLES OF ASSOCIATION OF LASBELA CHAMBER OF COMMERCE AND INDUSTRY

### 1. PREAMBLE

Unless the context otherwise requires words or expression contained in these articles shall bear the same meaning as in the act or any Statutory modification thereof in force.

2. The chamber for the purpose of registration is declared to consist of unlimited number of members but not less than 300.

### 3. DEFINITION

In these Articles unless there is anything in the subject or context repugnant thereto:

- a) i) **"Act"** means the Trade Organizations Act – 2013 (II of 2013).  
ii) **"Companies Act"** means the Companies Act 2017.
- b) **"Articles"** means the articles of Lasbela Chamber of Commerce and Industry for the time being.
- c) **"Chamber"** means "The Lasbela Chamber of Commerce and Industry".
- i) **"Associate Member"** means a Member of the Chamber which is not a body corporate or a multinational or a sales tax registered manufacturing concern or a sales tax registered business concern having annual turnover of Rs. 50 million or above;
- ii) **"Corporate Member"** means a Member of the Chamber which is either a body corporate or a multinational corporation with its head office or branch office in Pakistan or a sales tax registered manufacturing concern or a sales



tax registered business concern having a annual turn-over of Rs. 50 million or above;

- iii) **"Town Association"** means a Town Association organized to represent trade, industry or service in a Town, tehsil or taluka of Lasbela District affiliated with the Chamber.
- iv) **"Women Entrepreneur"** means a sole proprietorship where the proprietor is a female; or a partnership, where the majority partners are female(s); or an association of any kind where the majority of persons forming the association are female; or a company where the majority shares are held by female.



- d) **"Bye-laws"** means the bye-laws of the chamber for the time being in force.
- e) **"General Body"** mean all members of the chamber.
- f) **"General Meeting"** means a meeting of the General Body of the chamber.
- g) **"Ordinary Resolution"** shall have the same meaning as defined in the Companies Act-2017.
- h) **"Special Resolution"** shall have the same meaning as provided in the Companies, Act 2017.
- i) **"Plan of Activities"** means a list of proposed activities, expected financial expenditures and outcome and intended goals for the Chamber as provided in rule 23 of the Trade Organizations Rules-2013.
- j) **"Committee"** means the Executive Committee of the chamber.
- k) **"Office-Bearers"** means and include President, Senior Vice President and Vice President.
- l) **"Office"** means the registered office of the chamber.
- m) **"Seal"** means the Common Seal of the chamber.
- n) i) **"Financial Year"** means the calendar year starting from 1<sup>st</sup> day of July to 30<sup>th</sup> day of June every year.





- ii) "Membership year" means the calendar year starting from 1<sup>st</sup> April to 31<sup>st</sup> March every year.
- o) "Register" means the Register of Members to be kept at the registered office of the chamber in pursuance of the Act.
- p) "Secretary General" means an individual full time employee of the Chamber, who shall be in charge of the Secretariat of the Chamber and responsible for day to day operations of the Chamber and in his capacity as such shall be the custodian of all record pertaining to the Chamber.
- q) "Regulator" means the Regulator of the Trade Organizations appointed by the Federal Government and includes an office empowered by the Federal Government to perform the functions of the Regulator under this Act.
- "North Zone" means the province of Punjab, North West Frontier Province and Islamabad Capital Territory;
- s) "Southern Zone" means the province of Sindh and Balochistan;



4. The Chamber having an organization structure comprising a President, Senior Vice President, Vice President an Executive Committee and General Body, is formed for the attainment of the aims and objects contained in the Memorandum of Association and every member of the chamber shall be deemed to have subscribed to the same.

#### 5. MEMBERSHIP

- 1) There shall three classes of members namely Corporate Members, Associate Members and Town Associations.
- a) **CORPORATE MEMBER**

The Commercial and Industrial Concerns, whether Sole Proprietorship, Partnership Firm, Corporate Body or Multinational Corporation engaged in trade, industry or services having annual turn-over of Rs. 50 million or above, shall be eligible for the membership as a "Corporate Member" of the Chamber, provided that they have their Registered Office or Head Office or Branch Office, Headquarters, Principal place of business or manufacturing plant, industries, workshops, business centre, located within the territorial jurisdiction of the Chamber, as may be defined by the



Government from time to time and holding National Tax Number and Sales Tax Registration.

**b) ASSOCIATE MEMBER**



The business Concerns, whether Sole Proprietorship, Partnership Firm, but not a Corporate Body or a Multinational Corporation engaged in trade, industry or services, and not having annual turnover of Rs. 50 million or above, shall be eligible for the membership as an Associate Member of the Chamber, provided that they have their Registered Office or Head Office or Branch Office, Headquarters, Principal place of business commercial establishment, small industries, shops, workshops, business centre, located within the territorial jurisdiction of the Chamber, as may be defined by the Government from time to time and holding National Tax Number and Sales Tax Registration, if applicable.

**c) TOWN ASSOCIATIONS**

Town Associations representing trade, industry or services in the town, tehsil or taluka falling in the jurisdiction of the chamber and licensed by the Government under Trade Organizations Act, 2013, shall be eligible to be affiliated with the Chamber.

2. The Membership of the chamber shall be for a period of one year starting from 1<sup>st</sup> April to 31<sup>st</sup> March. The membership shall expire on 31<sup>st</sup> March every year irrespective of the date of grant of membership. The membership is renewable on annual basis payment of prescribed subscription on or before 31<sup>st</sup> March every year and on furnishing proof of filing a return of income tax and return of sales tax, if applicable, for the preceding assessment year, by the member.

**6. REPRESENTATION OF MEMBERS.**

Not more than one representative of a member shall be entitled to take part in the voting at any meeting of the chamber. A representative of a Member shall be associated with the member either as proprietor, Partner or in the case of a corporation as a Director or an Officer not below the rank of General Manager nominated through a resolution adopted by the Board of Directors of the member concerned. A member may replace his representative by notifying the name of his new representative in writing to the Chamber, provided that representative of the Members whether firms, companies or corporations shall be entitled to contest election for the Members of the Executive Committee and the Office Bearers.



## 7. REPRESENTATION OF TOWN ASSOCIATION

Town Associations affiliated with the Chamber, shall nominate their representative from amongst their own members for the full term of one year on the Executive Committee of the Chamber. The representative so nominated shall not be changed during the year unless he ceases to be a member of the Town Association, in which case another representative may be nominated by the Town Association to represent it for the remaining period of the year.

## 8. APPLICATION FOR MEMBERSHIP

Every application for membership whether received directly or received from the Director General Trade Organizations in accordance with the rule 11 sub-rule (2) of the Trade Organizations Act – 2013, shall be forwarded to the Secretary General on the prescribed form accompanied with the admission fee and subscription for the first year along with the following documents:-

- a) In case of limited company: copy of Memorandum and Articles of Association of the company, Certificate of Incorporation and latest copy of Form – 29 under Companies Act -2017.
- b) In case of Partnership firm : copy of Deed of Partnership and certificate (i.e.) Extract of Register of Firm;
- c) All the members shall also provide copy of (1) NTN Certificate (2) Sales Tax Registration Certificate (if applicable) (3) NIC of the authorize representative of the applicant alongwith his photograph, (4) Rent Receipt, if the applicant is working in a rented place or proof of ownership of the property.
- d) The application for grant of membership proposed and seconded by existing members of the Chamber.
- e) The applicant has no criminal conviction.

## 9. PROCESSING OF MEMBERSHIP APPLICATIONS:

The Secretary General shall, on receipt of the Membership Applications on prescribed forms, place it before the Executive Committee of the Chamber for decision in accordance with the provisions of these Articles. The Executive Committee may reject any application for membership if the same does not meet the criteria as provided in Articles – 5 and 8 of the Articles of Association of



Chamber. If the applicant is not admitted as a member the admission fee and subscription shall be refunded to him. In case an application for membership is rejected by the committee no fresh application from that applicant shall be entertained for a period of one year from the date of such rejection.

#### 10. ANNUAL SUBSCRIPTION AND ADMISSION FEE

Every Applicant for membership shall pay admission fee and Annual Subscription in accordance with the scale set-forth below:

Class of Members	Admission Fee	Annual Subscription
a) Corporate Member	Rs. 5,000/-	Rs. 5,000/-
b) Associate Member	Rs. 1,000/-	Rs. 1,000/-
c) Town Association	Rs. 10,000/-	Rs. 5,000/-

#### 11. PAYMENT OF ANNUAL SUBSCRIPTION

The Subscription shall be paid annually in a lump sum in advance and shall become payable on 31<sup>st</sup> March each year.

#### 12. NOTICE FOR RENEWAL OF MEMBERSHIP



- a) If any member fails to pay the membership subscription by 31<sup>st</sup> March each year, the name of such member shall be automatically struck off the register and he shall cease to be a member of the Chamber with effect from 1<sup>st</sup> April, provided that one month's advance notice before the date on which the subscription fall due for payment shall be sent by the Secretary General to all members of the chamber and shall be followed by another notice to those members who fail to pay their subscription by the 20<sup>th</sup> March making it clear that they shall cease to be member if they failed to make payment at the latest by 31<sup>st</sup> March.
- b) In addition to Annual subscription, the Executive Committee shall have power to fix compulsory donation to be collected for any charitable work and welfare project sponsored by chamber and / or also fix fees / charges for services provided and / or impose any levy on its member for the welfare / promotional work of chamber.

#### 13. REGISTRATION, REMOVAL AND EXPULSION FROM MEMBERSHIP

- a) Any member may resign from the chamber by giving 30 days notice in writing to the Secretary General and upon expiry of the notice period he shall cease to be a member. The member who has resigned or whose name has been removed from the register for non-payment of subscription or expulsion from the chamber shall remain liable to pay all dues to the



chamber upto the date of resignation, removal or expulsion from the chamber.

- b) Any member who has resigned or whose name has been removed from the register or has been expelled from the chamber shall not be entitled to get refund of any money paid to the chamber.
- c) A member shall be liable to be fined upto an amount equal to that of the annual subscription paid by him or expelled from the chamber or his rights and privileges withdrawn for any of the following reasons on the basis of a resolution of the executive committee adopted in a meeting specially convened for the purpose by 2/3<sup>rd</sup> majority of the members present in persons :
- i) Neglect or refusal to submit to, abide by, or carry out any decision of the Executive Committee.
  - ii) Indulging in any unethical practices in the field of trade, commerce or industry.
  - iii) International violation of the rules & regulations or bye-laws of the chamber. Failure to pay arbitration fee, fine or any other due demand of the chamber.



PROVIDED that a member shall not be expelled by the Executive Committee unless he has been given an opportunity of explaining his position in writing and / or in person.

PROVIDED FURTHER that the member so expelled shall have the right to appeal within 30 days from the date of expulsion to the General Body of the chamber.

PROVIDED FURTHER that when such an appeal is made by the member, the Executive Committee shall arrange to convene a meeting of the General Body within 30 days from the date of receipt of the appeal and the decision of the General Body in the matter shall be final and conclusive.

- d) A member shall cease to be a member of the chamber for any of the following reasons :-
- i) if he is expelled from membership as per clause C above; or
  - ii) if he resigns from his membership; or



- iii) if he fails to pay annual subscription at the latest by the 31<sup>st</sup> March;  
or
  - iv) if any change is made in the conventional or corporate name of the Firm, Company, Corporation or Town Association; or
  - v) if he is found to be of unsound mind by a Court of Competent jurisdiction; or
  - vi) if he is adjudged insolvent: or
  - vii) if he is convicted of any offence involving moral turpitude; or
  - viii) if he closes or transfer his business with all assets to any place outside the jurisdiction of this chamber.
- e) No firm, company or corporation shall cease to be a member of the chamber by reason only of a change in its constitution caused by the admission, retirement or death of a Partner, provided that the business of the company or corporation is carried on in the conventional name in which such firm, company or corporation was elected to be member of the chamber.



#### 14. RESTORATION OF THE MEMBERSHIP

A member who has been removed from the Register due to expulsion or resignation shall be eligible for re-enrolment on payment of the admission fee fresh. Provided that a member who is expelled from the chamber shall not be readmitted before the expiry of one year from the date of expulsion and that too if the Executive Committee decides by 2/3<sup>rd</sup> majority in favour of his re-enrollment.

#### 15. RIGHTS AND PRIVILEGES OF MEMBERS

Subject to the provisions of these articles or any bye laws and / or rules of the chamber for the time being a member shall among others, have the following rights and privileges:-

- a) To obtain copies of annual report and audited accounts of the chamber;
- b) To receive all publications of the chamber either free of cost or at such reduced rates as the executive committee may from time to time decide;
- c) To have free use of the Library of the chamber;
- d) To be present and discuss and vote (after having completed two years of valid membership) at any General Meeting on any question referred to



such General Meeting or to give opinion on any question referred to the General Body of members in writing or otherwise;

- e) To stand, propose and / or second other qualified members(s) for election on the executive committee or other committees, or to join any deputation on behalf of the chamber, and to cast his vote in all the meetings;
- f) To stand for election as representative of the chamber to any public or private body;
- g) To seek assistance and help from chamber in obtaining statistical or other information for the protection and advancement of business and to receive such information, as may be available regarding trade inquiries or other measure affecting the trade;
- h) To get and / or receive assistance from the chamber for securing all reasonable facilities in the development and the advancement of his trade and for the redress of all reasonable grievances;

To see the Minutes Book of the Executive Committee meetings for which a notice of at least seven days shall be given to the Secretary General who shall seek the permission of the Executive Committee or if that is not possible, of the President in writing.



#### 16. RESPONSIBILITIES AND OBLIGATIONS OF MEMBERS

Every member shall have the following responsibilities and obligation:

- a) To make every effort to carry out the aims and objects of the chamber as set forth in the Memorandum of Association ;
- b) To carry out and abide by the rules and regulations of the chamber as laid down in these Articles or in the bye laws that may be framed from time to time;
- c) To submit as far as possible all complaints, appeals etc. in writing to the Secretary General;
- d) To pay the annual subscription of the chamber regularly ;
- e) To bring to the notice of the Executive Committee any matter likely to cause any loss or harm to the interest of the chamber in whatsoever manner;
- f) To accept and abide by the decision of the Executive Committee in all matter, provided that an appeal against the decision of the committee can



be made to the General Body and that the decision of General Body shall be final ;

- g) To convey to the Executive Committee all such information as may be necessary for promoting the aims and objects of the chamber;
- h) To take part in the deliberations of the meetings of the chamber, which he is entitled to attend and to abide by the rules framed for the conduct of the business of the meetings from time to time;
- i) To assist and cooperate with the Executive Committee in eradication of unethical business from the field of trade commerce and industry.

## 17. REGISTER OF MEMBERS



- a) A Register of Members shall be maintained at the registered office of the chamber in which shall be set forth the names, addresses and other particulars of all members together with those of their representative for the time being, and in which all changes in membership from time to time taken place shall be recorded. There shall be an entry in the register indicating the nature of business carried on by each member together with the names of the representative(s), if any,
  - b) Every member shall have the right of inspection of the register and, if he is not satisfied with the entry or entries made therein, he may request the Secretary General in writing for necessary correction to be made in it.
18. The Town Association members shall be treated as single entities each for the purpose of service and advice of the chamber but they shall notwithstanding anything contained in Article 15 be supplied with five copies of the chamber's circulars, publications etc. meant for free distribution.
19. For the purpose of certification of documents of the members of Town Association, the rates of fee charged by the chamber shall not be more than 10% higher than the rates fixed for the Corporate and Associate Members.
20. For the purpose of certification of the status of members of Town Association, the chamber shall make it clear that they are members of the Town Association, affiliated to the chamber and not members of the chamber directly.
21. The Town Association members shall normally correspond with the Federal government through the chamber.





## ORGANISATION STRUCTURE OF THE CHAMBER

22. The Chamber shall comprise a President, Senior Vice President, Vice President, and an Executive Committee and General Body.

- a) Members of the Chamber shall constitute its General Body.
- b) The general body constituted under sub-rule (3), in addition to the functions and responsibilities assigned to it in the memorandum and articles of association of the trade organization, shall, subject to the provisions of clause (c) of sub-rule (5) and sub-section (7) of section 10 of the Act, serve as electoral college for election of members of executive committee, except for the seats reserved for women for which electoral college shall be the executive committee.

23. The Executive Committee of the Chamber shall comprise persons elected by the General Body from amongst its members, subject to the following:

- a) There shall be twelve seats of executive committee.
- b) At-least fifty percent of the members of executive committee shall be from the corporate class.
- c) The electoral college of each class of members of executive committee shall be the members of General Body from the respective class.
- d) In addition to the seats provided in clause (a) above the immediate past President shall be an ex-officio member of the executive committee without having voting right.
- e) In addition to the number of seats in clause (a) above there shall be two seats of executive committee reserved for women entrepreneurs for which the Electoral College shall be the executive committee.
- f) In addition to the seats in clause (a) and (e) above, there shall be one seat reserved for nominee of each Town Association affiliated with the Chamber.
- g) If any seat reserved for any of the stipulated categories remain vacant, it shall not be filled with members from other category, provided that any seats remaining vacant in any category shall not be counted towards determination of quorum.
- h) In case the General Body comprises at-least fifty percent members from Associate Class, there shall be rotation of the office of President between the Associate and Corporate Members.
- i) In case of rotation of the President under clause (h) above, the President and Vice President shall not be from the same Class of Members.
- j) The Office Bearers of the Chamber shall be elected by the Executive Committee from amongst its members.
- k) The tenure of all elected Office Bearers shall be two year.



- l) The tenure of the members of Executive Committee provided in (a) shall be two years subject to the following.
- i) Fifty percent members of the Executive Committee shall retire every year.
  - ii) After the first election of the Executive Committee under the Act, a draw shall be made to determine the fifty percent member who shall retire after expiry of first year.
- m) The tenure of Member of the Executive Committee nominated by the Town Association affiliated with the Chamber under clause (f) above, shall be one year.
- n) On completion of the term the Office Bearers and members of Executive Committee shall not be eligible to contest election or cooption in any representative capacity in the Chamber for the next one year.

#### 24. REPORTING REQUIREMENTS:

The following shall be submitted to the Director General Trade Organizations under Rule 22 of the Trade Organizations Act / Rule – 2013:-

- a) Annual Financial statements as approved by the Executive Committee and prepared by the auditors.
- b) Plan of activities for the next year as prescribed in rule 23.
- c) A soft and hard copy of list of members as on November 30, in the format as follows:

Membershi No	Compan y Name	Type of Busine ss	Business Address	NTN of the Company	Sales Tax Regn. No.	Tel. No.	Fax No.	Email Address	Name of Authorized Representati ve	NIC No.	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)

#### 25. RESPONSIBILITIES AND POWERS OF THE EXECUTIVE COMMITTEE

Ordinarily the responsibilities and powers of the Executive Committee shall be as under:

- a) To carry out all the rules, aims and object of the chamber.
- b) To sanction expenditure to meet the emergencies and requirements over and above the approved annual budget.
- c) To look after and manage all the properties, movable and immovable held by the chamber for itself or in trust.
- d) To purchase, take on lease or under lease or otherwise acquire any land, building, house or any other immovable property in any place falling under the jurisdiction of this chamber as may be required or deemed necessary or expedient for the purpose of the chamber.



- e) To maintain and prepare proper accounts and balance sheet, and place the said accounts in the Annual General Meeting for approval and to make arrangements for the annual elections of the chamber and submit Statutory Returns to the authorities under the provisions of Companies Act 2017 and the Trade Organizations Rules - 2013.
- f) To appoint Sub-committee(s) if considered necessary for any special purpose; to call for reports on any particular matter and generally to supervise the works of the office bearers and any sub-committee.
- g) To cooperate with other person or persons or any incorporated organization of trade and industry in Pakistan in the interest of the chamber.
- h) To seek interview with the Government Departments, High dignitaries and foreign businessmen and to invite them to the chamber and to make suitable arrangements to receive them.
- i) To collect donations for and on behalf of the chamber and to raise funds and loans in the case of emergency and to make necessary rules for the same from time to time.
- j) To seek admission and / or affiliation with the Federation of Pakistan Chamber of Commerce and Industry with a view to promoting the objects of the Chamber.
- k) To approve or reject membership applications.
- l) i) To appoint Secretary General through a Human Resource Committee consisting of three of its members.  
ii) To appoint such other paid staff jointly by Human Resource Committee and Secretary General, as may be considered necessary for the efficient functioning of the chamber.  
iii) To frame the rules and regulations for hiring and services for Secretary General and other staff.
- m) To take effective steps for eradication of unethical business practices from the field of trade, commerce, and industry as mentioned in clause 3 (x) of the Memorandum of Association.
- n) To convene meetings of the General Body to place before it for consideration and resolutions concerning trade, commerce and industry and to make recommendations for framing the bye laws, rules and regulations and for amendments in the memorandum and / or Articles of Association.



- o) To defray the expenses of the delegates selected by the Executive Committee to represent the Chamber at any Government, Semi Government, Local or Public Bodies or to attend any conference or meeting at any place in Pakistan which may be either directly or indirectly connected with the activities of the chamber.
- p) To commence, institute, prosecute or defend all such actions or suits as the Executive Committee may deem necessary and to compromise or submit to arbitration any action, suit or dispute or difference as it may think fit.
- q) To delegate any of its powers to the President or to the Secretary General as it may deem necessary.
- r) To remove or expel such expelled members in accordance with these Articles.
- s) And generally to adopt and to carry out such measures, not inconsistent with the Memorandum and Articles of the Chamber as may be necessary from time to time in order to achieve the aims and objects of the chamber.

## 26. PROCEEDINGS OF THE EXECUTIVE COMMITTEE MEETINGS

a) The meeting of the Executive Committee shall be held as often as the consideration of business may require and at least once in every three months.

Notice of at least seven days specifying the place, date and hour of every such meeting as well as the general nature of business to be transacted shall be given. Non-receipt of Notice by any member due to miscarriage of post or otherwise shall not invalidate any proceedings of the meeting. In the case of an emergent meeting, shorter notice may be given.

- c) One third members of the total strength (including office bearers) of the Executive Committee shall form a quorum. No business shall be transacted unless the quorum of members is present at the commencement of the meeting. If within half an hour from the time appointed for the meeting a quorum is not formed, the meeting may be adjourned to the same day, hour and place next week, if not otherwise decided by the members present, when no quorum will be necessary.
- d) The President shall preside at every meeting of the Committee. If he shall not be present within 30 minutes of the time fixed for the meeting, the Vice President shall preside. If none of them be present, the members present shall elect someone from among themselves to preside at that meeting.



- d) In the case of equality of votes at a meeting the president of the meeting shall have second or casting vote except in a meeting held for election of office bearers.

## 27. PLAN OF ACTIVITIES AND PERFORMANCE REVIEW:

- a) A three year plan of activities shall be prepared and approved by the Executive Committee following distribution amongst its members and cover among other matters the proposed future activities, finances and outcome of such activities intended by the Chamber during the said three year period.
- b) The Chamber shall internally conduct an annual performance review and have such performance review audited by external auditors based upon an inspection of all records of the Chamber to include but not be limited to minutes of meetings and the Chamber's plan of activities.

## 28. WEBSITE:

The Chamber shall within one year of grant of License, create and maintain a website at all times which shall include all relevant information such as:

- a) Up-to-date list of Office Bearers with contact details, Executive Committee members, Management and members of General Body.
- b) Memorandum and Articles of Association of the Chamber as well as by-laws, if any.
- c) Plan of activities and statement of vision.
- d) Schedule of Executive Committee Meetings and minutes of such meeting.
- e) Schedule of elections, voters' list and election results during the election period.



## 29. APPOINTMENT OF ELECTION COMMISSION

Simultaneously with the approval of the election schedule as provided in the rule 14, the Executive Committee shall appoint an election commission subject to the following conditions namely:

- a) The commission comprises three members.
- b) The members so appointed have submitted their consent in writing, their appointment as such.
- c) The members of the commission, so appointed have not held any office of the Chamber for the preceding two years.
- d) The members of the commission shall not be entitled to become a candidate in the election, they are conducting.



- e) The members of the Commission shall be independent, impartial and non partisan.
- f) The members of commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.

### 30. FUNCTIONS OF ELECTION COMMISSION:

The election commission shall be in-charge of all arrangements connected with the conduct of elections including but not limited to:

- a) Appointment of Polling Staff.
- b) Ensuring display of the tentative voters' list by the Secretary General for the purpose of inviting objection as provided in sub rule (3) of Rule 18.
- c) Examination of and decision on the objections received on the voters' list as provided in sub rule (6) of Rule 18.
- d) Supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, transparent and fair manner in accordance with the provisions of memorandum and articles of association and instruction of Federal Government or the Regulator in this regard.
- e) Counting of votes and announcement of results.



### 31. DIFFERENCE OF OPINION BETWEEN VARIOUS CLASSES OF MEMBERS:

If the difference of opinion between the various classes of members cannot be solved on any matter on which Government may have called for advises, the respective classes of members shall have the right to have their view points forwarded to the government through the chamber. Provided that the views of all classes of members shall be forwarded by the President in one and the same communication on each subject or occasion.

### 32. MINUTES OF MEETINGS:

Minutes of the proceedings of all the meetings shall be recorded regularly and properly by the Secretary General in a Minute Book of the Chamber to be kept by him for this purpose, which shall be signed by the President or whosoever presides the meeting. This book shall be open to inspection by any member of the Chamber at any reasonable time.

### 33. ELECTION OF OFFICE BEARERS AND THEIR TERM OF OFFICE.

- a). **Elections within the Chamber.**

The elections of the Chamber shall be held on Two Years basis between 1<sup>st</sup> of July to 30<sup>th</sup> of September.



**b) Announcement of elections schedule.**

- i) The election schedule of the Chamber shall be approved by the Executive Committee of the Chamber and issued by the Secretary General in the first half of July every Two years
- ii) Within 2 days of its approval by the Executive Committee, the election schedule shall be displayed at the notice board of the head office and regional offices (if any) of the Chamber, displayed at the website of the Chamber and submitted to the Director-General, Trade Organizations.

**c) Eligibility to vote.**

Subject to provisions of Section 10 of the Act and Article No. 5 of the Articles of Association, the eligibility of a member of the Chamber to vote at the elections of the Chamber shall be subject to following conditions:

- i) The member has completed two years (Twenty four months) of valid membership of the Chamber as on the date of announcement of election schedule by the Executive Committee of the Chamber.
- ii) The member has been fulfilling the conditions of membership and renewal thereof of the Chamber under Article-5.
- iii) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card along with his/her photograph indicating his/her status in the firm, company or concern. The right of vote shall be allowed only to the proprietor, partner or the director of the member firm or company, or a person not below the rank of General Manager authorized by the Board of Directors of a public limited company or multinational corporation as the case may be, provided that the name of such person has already been registered with the Secretary General on prescribed Specimen Signature Card and his name appears on the list of voters.



**d) Election Procedure.**

The election of the Chamber shall be conducted according to the procedure laid down in the respective Articles of Association of the Chamber, subject to the following:-

- i) The election of the executive committee and office-bearers shall be held by secret ballot.



- ii) Neither postal ballot nor proxy shall be allowed.
- iii) The polling shall be held simultaneously at the head office, regional offices (if any) or where the number of voters exceeds 50 at the branch offices of the Chamber: Provided that where for want of space in the office premises it is not possible to establish the polling booths, the polling shall be held in a public place such as a community hall or hotel.
- iv) Within 3 days of the announcement of the election schedule member firms desiring to change their authorized representative shall intimate changes regarding name of authorized representative to the Secretary General on the prescribed Specimen Signature Card along with necessary proof of eligibility i.e. a copy of latest Form - 29 filed with the Security and Exchange Commission of Pakistan (SECP) in case of a Director of a public or Private limited company or resolution adopted by the Board of Directors authorizing him to act as such, of public limited company or a multinational company, in case of the General Manager, being nominated as the authorized representative.  
The Secretary General of the Chamber shall display within seven days of the announcement of election schedule the provisional list of all members eligible to vote along with their national tax number, sales tax registration number, if applicable, the name and national identity card number of their authorized representative. The list shall be displayed at: the notice board of the head office and regional offices (if any) of the Chamber and the website of the Chamber.
- vi) The members who have any objection to the entries in the list of voters shall send their objections in writing to the Secretary General within seven days of the issuance of the provisional voters' list.
- vii) The Secretary General will intimate action on the objections or changes sent by members within five days from the last day under sub rule (4).
- (viii) Any person aggrieved by the decision of the Secretary General may make a representation, within 3 days, to the election commission, which shall decide the case within 3 days.
- ix) Within 3 days of decision by the election commission or in case the commission fails to decide within the stipulated time as provided in sub rule(6), any person aggrieved by the decision of the commission may appeal to the Director-General who shall decide the case within 10 days and his decision in this regard shall be final.
- x) Within two days of the decision of the Director-General the final voters' list shall be displayed at the notice board of the head office and regional offices (if any) of the Chamber and displayed at the website of the Chamber and submitted to the Director-General. Provided that if no appeal has been filed to the Director-General,





- the final list of voters shall be displayed within 15 days of the decision of the election commission under sub rule (6).
- xi) Within 4 days of the display of the final list of voters, any person who is eligible to contest the election for the vacant post, shall send his nomination duly proposed and seconded by a duly registered voter and signed by the candidate to the Secretary General on the Nomination Form prescribed by the Election Commission.
- xii) Within 24 hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.
- xiii) The nomination papers shall be scrutinized by the election commission and list of candidates shall be displayed within 24 hours of the last date of receipt of nomination papers.
- xiv) The objections, if any, to the nomination of the candidates can be filed to the election commission within 24 hours of issuance of the list of candidates, which shall be decided by the election commission within 2 days.
- xv) Within 2 days of decision of the Election Commission or in case the Commission fails to decide within the stipulate time as provided in sub rule (12), any candidate aggrieved by the decision of the election commission may file an appeal to the Director-General, who shall decide within 7 days and his decision in this regard shall be final.
- xvi) Within 2 days of the decision of the Director-General the election commission shall issue the final list of candidates: Provided that if no appeal has been filed to the Director-General, the final list of candidates shall be issued within 11 days of the decision of the election commission under sub rule (12).
- xvii) Within 5 days of display of final list of candidates, the polling for election of members of executive committee shall be held.
- xviii) Within 2 days of the polling as provided in sub rule (15), any person elected as members of the executive committee, shall send his nomination for election as an office bearer duly proposed and seconded by an elected executive committee member and signed by the candidate to the Election Commission on the Nomination Form prescribed by the Election Commission.
- xix) The nomination papers shall be scrutinized by the Commission and list of candidates shall be displayed with 24 hours of the last date of receipt of nomination forms.
- xx) Within 2 days of display of final list of candidates, the polling for election of office bearers shall be held.
- xxi) The final result of the election of members of executive committee and office bearers shall be officially announced at the annual general meeting of the Chamber called for this purpose within fifteen days of the date of polling under sub rule (18) but not later than 30th September of the year.



- xxii) The announcement of election results in the annual general meeting sub rule (19), shall be the material date for the purposes of paragraph (iii) of clause (f) of sub-section (3) of Section 14 of the Act.
- xxiii) The final election results announced in the general meeting shall be displayed at the notice board of the head office and regional offices (if any) of the Chamber within 2 days, displayed at the website of the Chamber within 2 days and submitted to the Director-General within 7 days.

d) **Conduct of Elections.**

The elections shall be conducted according to the following procedures:

- i) The ballot papers shall have duly numbered counterfoils and the voter shall sign or affix thumb impression thereon in the presence of polling agents of the candidates and the polling officer before the issuance of ballot papers to the voter.  
It shall be the duty of the polling officer to verify the identity of the voter. The only acceptable forms of identification shall be the computerized national identity card, the original identity card issued by the Chamber (if any) the passport and the driving license. The polling officer shall enter the number of identification document on the counterfoil.
- iii) After comparing the signatures and photograph with the specimen signature card, the polling officer shall hand over the ballot paper to the voter.
- iv) The ballot paper shall be signed by the Secretary General or an officer of the Chamber duly authorized by the election commission in this behalf and shall also be signed by the polling officer at the time when it is issued.
- v) Once the ballot paper has been issued to a voter, he shall not be allowed to leave the polling booth, without casting in the ballot box.
- vi) Adequate arrangements shall be made to maintain the secrecy of the polls.
- vii) Proper account shall be maintained by an officer designated by the election commission in respect of ballot papers including used, unused, tendered, challenged or spoiled ballot papers.
- viii) The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- ix) The election commission or an officer designated by the commission shall decide about the challenged votes after verification of necessary information before the official announcement of the results.
- x) No ballot paper shall be invalid for failure to have cast all votes on all seats contested for in the said election.
- xi) Counting of votes shall take place immediately after the polling hour under the supervision of polling officer in the presence of candidates or their polling agents, if any, at the designated sites.



- xii) Provisional results may be declared by the commission immediately after the counting of votes is completed.
- xiii) In the event of equality of votes between two or more candidates the result shall be decided on the basis of a draw conducted by the polling officer in the presence of candidates or their polling agents and a record of the result thereof shall be made.
- xiv) Having completed the counting and compilation of results, the record pertaining to the elections shall be sealed and signed by the election commission or any officer designated by the commission and the Secretary General and shall be handed over to the Secretary General for safe custody.
- xv) Upon an application made in this behalf by the candidates within seven days of the date of polling and with approval of the Regulator, record of the elections shall be opened for inspection by the applicant in presence of the Election Commission.

#### 34. GENERAL MEETINGS

The Extraordinary General Meeting of the Chamber shall be held within 90 days from the date of incorporation of the Chamber and the first Annual General Meeting shall be held within 18 months from the date of its incorporation, and thereafter once at least in every calendar year at such time and date as may be determined by the Executive Committee, but not later than 30<sup>th</sup> September of the year.

35. The following business shall be transacted at the Annual General Meeting.
- a. Confirmation of the minutes of the last General Meeting.
  - b. Presentation and adoption of the Annual Report of the Chamber.
  - c. Presentation and confirmation of duly audited statements of accounts and passing of the budget for the ensuing year.
  - d. Appointment of Auditors for the ensuing year and to fix his/their remuneration.
  - e. Announcement of the names of the office-bearers elected for the New Committee.
  - f. Any other business, notice of which may have been given to the Secretary General 10 clear days before the date fixed for the Annual General Meeting or such other business as may, with the prior permission of the chair, be place before the meeting.



36. The meetings of the General Body of the Chamber, other than the Annual General Meeting, shall be called Extraordinary General Meetings and shall be held at such time and place as the Committee may deem convenient for the disposal of the business of the Chamber.
37. The committee shall upon requisition in writing by at least one-tenth of the total number of members, convene an Extraordinary General Meeting and such meetings shall be called within 30 days from the date of receipt of such requisition and a notice of such a meeting under the signature of the Secretary General shall be circulated among all the members for their information at least 21 days before the date fixed for the meeting.
38. If the Secretary General does not proceed within 30 days from the date of the requisition so made to cause a meeting to be called, the requisitionists or a majority of them may themselves call a meeting, but in either case the meeting so called shall be held within three months from the date of requisition. Every meeting so called by the requisitionists shall be called in the same manner or as nearly as possible in which the meetings are to be called by the Secretary General.
39. Any requisition for an extraordinary meeting shall express the objects of the meeting and must be signed by the requisitionists and shall be sent to the Secretary General at the Registered Office of the Chamber by registered post acknowledgement due.
40. Every question submitted to a General Meeting shall be decided by a majority of the members present and voting at such a meeting provided that in the event of difference of opinion, no ordinary resolution shall be deemed to have been adopted unless it has been carried by the majority of the votes of members present in person and entitled to vote on such resolutions.
41. Notwithstanding anything contained in Article 39 no special resolution particularly concerning amendments in the Memorandum and Articles of Chamber shall be deemed to have been carried unless it has received the votes of three fourth majority of members.
42. One-fourth of the total members present shall form quorum for the general meeting and no business shall be transacted at such meeting unless there is a quorum.
43. At least 21 days notice for an Annual General Meeting intended to pass ordinary resolutions and for an extraordinary general meeting intended to pass special resolutions, specifying the place date and hour of the meeting shall be circulated to all the members. Non-receipt of such notice by any member shall not invalidate the proceedings at such meetings.



44. The president shall preside over every General Meeting of the Chamber and in his absence the Vice President shall preside over such meeting. If the President or Vice President be not present within 30 minutes of the time fixed for the meeting, the members present may elect someone from among themselves to preside over the meeting.
45. If within half an hour from the time appointed for an extraordinary general meeting or annual general meeting the quorum is not formed, the meeting, if convened upon requisition, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week at the same time and place and no quorum shall be necessary to transact business on the Agenda.
46. At any general meeting unless a poll is demanded by at least four members, a declaration by the President that the resolution has been carried, and an entry to that effect in the book of the proceedings of the Chamber shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
47. If a poll is demanded in the manner aforesaid, the same shall be taken in such manner as the President may direct and the result of the poll shall be deemed to be result of the meeting at which the poll was demanded.
48. In the case of an equality of votes, whether on a show of hands or on a ballot, the President of the meeting at which the show of hands take place or at which a ballot is demanded, shall exercise a casting vote. This right of President shall not be used in the meeting of Election of Office-bearers.
49. The President may, with the consent of the members present, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than left unfinished at the meeting from which the adjournment took place.
51. Every resolution duly passed at any general meeting shall be binding upon all the members of the Chamber.
52. **POWERS AND RESPONSIBILITIES OF PRESIDENT AND SENIOR VICE PRESIDENT.**

#### THE PRESIDENT

- i) The President shall be the Chief Executive of the Chamber. He shall, whenever possible preside over all meetings and lead all deputations and delegations. In a General Meeting he may address the members on such subject as he may deem necessary.

He shall also perform such other duties as may be incidental to his office, particularly of the following:



- a) He will release statements to the Press, Communicate with or arrive at understanding with Government in relation to issues affecting the welfare or prosperity of the members of the Chamber;
- b) He or his nominee will represent the Chamber on all Government commissions, boards or committees.
- c) He will have the authority to write off any item upto the value of Rs. 1,000/- (Rupees One Thousand only) expenditure on any one item upto Rs. 50,000/- without the prior approval of the Committee. Expo facto approval of the Committee will however be obtained by him at the next meeting of the executive committee.
- d) All cheques will be signed jointly by the Secretary General any one out of the President, Vice President and an Executive Committee member authorized in this behalf. The signature of the Secretary General shall be mandatory for operation of all the single and jointly operated bank accounts of the Chamber.

### 53. SENIOR VICE PRESIDENT AND VICE PRESIDENT

In absence of the President, the Vice President shall have the powers and shall perform the duties of the President.

In absence of the President and senior vice President, the Vice President shall have the powers and shall perform the duties of the President.

### 54. ADMINISTRATION

#### SECRETARY GENERAL

The Secretary General appointed under Article 25(l), shall be a regularly paid, whole-time employee of the Chamber and shall be the in-charge of the Secretariat of the Chamber. The termination of the Secretary General shall be through a resolution of the Executive Committee. He shall, subject to the supervision, control and order of the President, perform the following duties:

- a) To carry on and have charge of all correspondence of the Chamber.
- b) To have charge of all papers and documents, furniture and all other properties, movable or immovable, belonging to the Chamber.
- c) To issue and give notice of all meetings of the Chamber, its Executive Committee and various Committees.



- d) To keep and maintain accurate minutes of the meetings of the Chamber, its Executive Committee and its various Committees, and to get the signature of the President or the Head of the Committee concerned thereon.
- e) To prepare the annual report of the Chamber in consultation with the Executive Committee as well as the report of all Committees of the Chamber.
- f) To circulate among office bearers and the Executive Committee the minutes of its meetings and proceedings of various committees and among members of the Chamber the Annual Report, notice and information intended for circulation.
- g) To circulate removal, expulsion or resignation of any person, firm or company as a member of the Chamber.
- h) To notify all member of the impending elect ions.
- i) To represent the Chamber for all purposes whenever occasion arises before the Court of Justice in any suit or proceedings instituted by or against the Chamber provided that he shall not be competent to compromise any suit or proceedings without the sanction of the Committee.
- j) To delegate any or all his function to any of the staff of the Chamber provided that he shall remain responsible to the Executive Committee for all acts done on his behalf by such staff.
- k) To maintain administration and disciplinary control over all staff of the Chamber in accordance with the rules and regulations framed in this behalf by the Executive Committee.
- l) To collect all dues form the members of the Chamber and grant receipt thereof.
- m) To ensure all payment on behalf of the Chamber in conformity with the decision of the Executive Committee and keep as imprest account of Rs. 5,000/- for day to day expenses.
- n) To incur expenditure on his own upto Rs. 5000/- on any single item.
- o) To keep and maintain or cause to be kept and maintained accurate accounts of the Chamber and the funds connected with or in any way controlled by it.



- p) To do and perform all acts and deeds that he may expressly be required to do by the Executive Committee and generally all such deeds as are incidental to his office.
- q) The signature of the Secretary General shall be mandatory for operation of all the singly or jointly operated bank accounts of the Chamber.

#### 55. EMPLOYEES OF THE CHAMBER

- a) The Chamber will have various departments to deal with its activities, headed by regularly paid whole time officials, whose emoluments and terms and conditions of service will be governed by the service rules and regulations of the Chamber.
- b) In the absence of the Secretary General, one of the heads of these departments shall perform all or any of the duties of the secretary general unless it is otherwise decided by the committee.

Any management employee who shall report directly to Secretary General alone shall be appointed by the Secretary General and the Human Resource Committee of the Chamber.

- d) Any other staff or professional management shall be appointed through a process to be defined in the Chamber's service rules.



#### 56. ANNUAL REPORT

An annual report of the proceedings of the committee shall be prepared and circulated for information of the members of the Chamber alongwith the Notice of the Annual General Meeting for approval or otherwise as dealt with or disposed of as the General Meeting may determine. Such report must contain the details of all the activities of the Chamber during the year

#### 57. FUNDS

The funds of the Chamber shall be deposited with Scheduled Banks approved by the Committee, and all moneys of the chamber as and when received by the Secretary General shall be deposited into the Chamber's account in the Bank.

#### 58. ACCOUNTS

- i) The Secretary General shall under the control of the Executive Committee because true accounts to be kept of the sums of money received and





expended by the chamber and the matter in respect of which such receipt and expenditure take place and of all the assets and liabilities of the chamber.

ii) The books of accounts and other documents shall be kept at the Registered Office of the Chamber.

iii) The Executive Committee shall from time to time determine whether and to what extent and at what time and under what conditions and regulations the account books and documents of the Chamber shall be opened to the inspection by the members. No member shall have any right of inspecting any account book or document of the Chamber except as conferred by statute or authorized by the committee or by a resolution of the Chamber in a General Meeting.

iv) Accounting year of the Chamber will be closed on 30<sup>th</sup> June each year and its financial statements duly audited by Chartered Accountants shall be furnished by Chamber to the Director General, Trade Organizations under Section 24 of the Act and under Article 24 of the Articles of Association, every year.



## 59. AUDIT

- a) Once in every year the account of the Chamber shall be examined and the correctness of the Balance Sheet be ascertained by one or more auditor and auditors.
- b) The Chamber at the Annual General Meeting in each year shall appoint auditor or auditors to hold office until the Annual General Meeting in the following year and shall fix his / their remuneration, provided that the Executive Committee may fill up any causal vacancy in the office of the auditors(s) and fix his / their remuneration. The first auditors shall be appointed by the Executive Committee.
- c) The duties of an auditor shall be regulated in accordance with the relevant Sections of the Companies Act or any statutory modifications thereof for the time being in force.
- d) Every account of the Chamber when audited and approved by a General Meeting shall be conclusive, except as regards any error discovered therein within three months after the approval thereof. Whenever any such error is discovered within that period the account shall forthwith be corrected and henceforth shall be conclusive.



- e) The auditor(s) shall be entitled to receive notice of and to attend every general meeting of the Chamber at which any accounts which have been examined or reported by him or them are to be placed before the members and may make any statements or explanation he or they may desire with respect to the accounts.

#### 60. SEAL

There shall be common seal for the Chamber. The seal shall be deposited with the Secretary General and shall never be affixed to any document except in the presence of the President or the Vice President and in pursuance of the resolution of the Committee or of the Chamber in general meeting. Deeds and other documents shall be deemed to have been duly executed on behalf of the Chamber if sealed with the common seal of the Chamber and signed by the President or the Vice President and countersigned by the Secretary General or the person acting as Secretary General.

#### 61. ALTERATION IN RULES AND REGULATIONS

The foregoing rules and regulations shall be kept in a book to be kept with the records of the Chamber, printed copies of the same will be supplied to all members and no alteration or addition shall be made therein or thereto save and except by a resolution passed in accordance with Article No. 1 at an Extraordinary General Body Meeting convened for the purpose by a notice issued at least 21 days before the date of such meeting. Provided that additions and alterations to these Articles shall be subject to the prior approval of the Federal Government and shall also be made when required by the Federal Government in public interest.



#### 62. INTERPRETATION

Any dispute or difference of opinion in regard to the interpretation or scope of application of these Articles which cannot be resolved by the Chamber shall be referred for decision to the Director General of Trade Organizations appointed under the Trade Organization Act 2013 whose decision shall be binding on the Chamber, its Office-bearers and members.

#### 63. WINDING UP

The provisions of The Companies Act 2017, as amended from time to time, regarding the winding up of a company shall apply to the winding up or dissolution of the Chamber.



#### 64. INDEMNITY

Every President, the Vice President, members of the Executive Committee, Secretary General and other officer or employee of the Chamber shall be indemnified by the Chamber against and it shall be the duty of the committee to pay out of the funds of the Chamber, all costs, losses and expenses which any such officer or employee may incur or become liable to by reason of any contract entered into, or act or thing done by them as such officer or employee, or in any way in the discharge of their duties including traveling expenses and the amount for which such indemnity is provided shall immediately attach as a lien on the property of the Chamber and have priority between the members over all claims.

65. No president, Senior Vice President, Vice President Members of the Executive Committee, Secretary General or other employees of the Chamber shall be liable for the acts, receipts, neglects or defaults of any other member of the Committee or employees or for joining in any receipt of other act for conformity or for any loss or expenses happening to the Chamber through the insufficiency of title to any property acquired by order of the committee for or on behalf of the Chamber or for the insufficiency or deficiency of any security in or upon which any of the money of the Chamber shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any moneys, securities or effects shall be deposited or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relation thereto unless the same happen through his own dishonesty or willful neglect.



We the several persons whose names and addresses are subscribed hereto are desirous of being formed into an Association in pursuance of this Articles of Association.

S. No	Name & address (Present & Former) Father's Name	Nationality with any former Nationality & Occupation	Address	Signature
1.	Mr. Akram Sultan S/o. (Late) Haji Mohammad Sultan	Pakistani Industrialist	Sultan Center, 11, West Wharf Road, Karachi.	
2.	Mr. Khaleequr Rehman S/o. Sh. Zikur Rehman	Pakistani Industrialist	2/13, Rehan Building, Islami Chowk, Marriot Road, Karachi.	
3.	Mr. Mohammad R. Habib	Pakistani Industrialist	4 <sup>th</sup> Floor, Hirani Center, I.I. Chundrigar Road, Karachi	
4.	Mr. Maqsood Ismail S/o. Ismail Ahmed	Pakistani Industrialist	17, Banglore Town, Shahrah-e-Faisal, Karachi.	
5.	Mr. Abdul Karim Yahya Bawany S/o. Mr. Yahya Ahmed Bawany	Pakistani Industrialist	3 <sup>rd</sup> Floor, Nadir House, I.I. Chundrigar Road, Karachi	
6.	Mr. Shabbir Diwan S/o. Pir Mohammad Diwan	Pakistani Industrialist	8 <sup>th</sup> Floor, Textile Plaza, M.A. Jinnah Road, Karachi. And M/s. Gatron (Industries) Limited, M-2, HITE, Hub, Lasbela.	
7.	Mr. Arif Dawood S/o. (Late) Ali Mohammad Dawood	Pakistani Industrialist	5 <sup>th</sup> Floor, Cavish Court, Shaheed Millat Road, Karachi.	



Dated the            day of            2007

Witness to above signature  
(Full Name, Father's Husband's Name) Occupation Full Address, Signature (in Block Letters)

