



GOVERNMENT OF PAKISTAN  
DIRECTORATE GENERAL OF TRADE ORGANIZATIONS  
MINISTRY OF COMMERCE

State Life Building No. 7, 2<sup>nd</sup> Floor, Blue Area,  
Islamabad

\*\*\*\*\*



F. No: 17(9)/2016 TO (C)

Islamabad, the 5<sup>th</sup> March 2026

**Secretary General,**  
Shaheed Benazirabad Chamber of Commerce and Industry,  
DCO Secretariat Road, Near Nawabshah Press Club,  
Shaheed Benazirabad.

Subject:- **SUBMISSION OF SELF AUDIT COMPLIANCE REPORT AND  
PROPOSED AMENDMENTS IN MEMORANDUM & ARTICLES OF  
ASSOCIATION.**

The undersigned is directed to refer to Shaheed Benazirabad Chamber of Commerce and Industry's No. SBCCI/SBA/Gen-2026/09 dated 08-01-2026 and to enclose herewith and endorsed copy of Memorandum and Articles of Association (M&AoA) in respect of your Chamber. You are directed to get it endorsed from General Body and SECP and submit a copy thereof duly verified by Security & Exchange Commission of Pakistan to this Office for record.

2. Please note that any clause(s) found not covered under Trade Organizations Act, 2013 and Trade Organizations Rules, 2013 will be treated as having no legal effect.

Encl: as Above.

  
(Pir Shah Gul Ahmad)  
Deputy Director

# THE MEMORANDUM OF ASSOCIATION

## THE SHAHEED BENAZIRABAD CHAMBER OF COMMERCE & INDUSTRY (SBCCI) UNDER TRADE ORGANIZATION ACT 2013 (UPDATED)

**01: NAME:**

The Name of this Trade Organization is “**Shaheed Benazirabad Chamber of Commerce & Industry**”, hereinafter called the Chamber.

**02: REGISTERED OFFICE:**

The Registered office of the Trade Organization Shaheed Benazirabad Chamber of Commerce & Industry is ‘**DCO Secretariat Road, Near Nawabshah Press Club, Shaheed Benazirabad District, Shaheed Benazirabad, Sindh.**

**03: AIM AND OBJECTIVES:**

The aims and objectives of the Shaheed Benazirabad Chamber of Commerce & Industry as per follows:

- 3.1 The Shaheed Benazirabad Chamber of Commerce & Industry is a non-political organization that aims to unite its members through a common approach, fostering a collaborative environment to promote their shared interests and objectives.
- 3.2 The Chamber's objectives include promoting unity, mutual understanding, and high ethical standards among its members, fostering a spirit of cooperation and collaboration within the business community.
- 3.3 The Chamber aims to take proactive steps to promote the interests of trade, industry, and services in Pakistan and globally, supporting initiatives that benefit its members and the broader business community.
- 3.4 To represent and advocate for the interests of members before government and other public bodies, ensuring their views are heard on matters impacting trade, industry, and services.
- 3.5 To promote a unified approach to policies affecting trade, industry, and services in Pakistan, ensuring a cohesive stance that benefits members and the business community.
- 3.6 To acquire, own, and manage immovable properties through purchase, lease, hire, exchange, or other means, and to develop, maintain, or alter such properties for the Chamber's benefit.
- 3.7 To manage the movable and immovable properties of the Chamber.
- 3.8 To secure representation on various forums, committees, and bodies addressing issues of common interest to the Chamber and its members.
- 3.9 To discuss and deal with all questions that seem to be connected with or have a bearing a such on trade, commerce and industry
- 3.10 To promote right understanding and unanimity among business and industrialists in and outside Shaheed Benazirabad district, on all subjects involving their common good and to safe guard the general mercantile interest in Shaheed Benazirabad and outside.



- 3.11 To secure adequate representation of the Chamber on Government, public or statutory bodies and on trade and business / industrial delegations.
- 3.12 To resolve controversies and conciliate differences of opinion among members of the Chamber
- 3.13 To promote education, awareness amongst the Members by holding Seminars and workshops, conducting educational causes, inviting experts to deliver lectures
- 3.14 To seek affiliation with the Federation of Pakistan Chamber of Commerce and Industry
- 3.15 To subscribe to and become and continue to remain member of Federation of Pakistan Chambers of Commerce and Industry, and to procure from and communicate to any organization of Trade and Industry in Pakistan or abroad such information as may be conducive to the attainment of the objects of the Chamber
- 3.16 To subscribe to any local or other charity and to grant any donations for any public purpose and to provide provident or superannuation fund or funds for the servants of the Chamber or otherwise to assist any such servants, their widows and children
- 3.17 To communicate with Federal and Provincial Governments, Chambers of Commerce and Industry or other commercial and public bodies and to concert and promote measures for the protection of the aforesaid interests.
- 3.18 To, file, prosecute, defend or contest, join or aid in filing, prosecuting and defending any such actions, suits, applications, appeals or other proceedings as the Chamber may think proper or which may be conducive to the attainment of the objects of the Chamber.
- 3.19 To pay all costs, charges and expenses, preliminary and incidental to the promotion, formation, establishment or registration of the Chamber and the conduct of the affairs thereof
- 3.20 To support or oppose legislative or other measures and procure change of law or practice affecting the interest of commerce, Industry and services affecting the common interests of business community.
- 3.21 To obtain any order; provisional or otherwise or any legislative enactment, for enabling the chamber to carry out any of the objects into effect, or for effecting any modification of the Chamber's constitution, or for any other purpose, which may seem expedient; and to oppose any proceedings or applications which may seem expedient; and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the chamber's objects
- 3.22 To enter into any arrangement with any Government Federal or Provincial or Authority, Municipal, Local or otherwise that may seem conducive to the objects of the Chamber or any of them and to obtain from any such Government or authority rights, concessions, privileges which the chamber may think fit to obtain and to carry out any such arrangement, rights, privileges and concessions
- 3.23 To frame from time to time, such rules and laws as the Chamber may deem fit or proper for all or any of the objects, and to comply with all the requirements of the Act, 2013.



- 3.24 To form a code or code or practices to simplify and facilitate transaction of business
- 3.25 To establish and maintain information Bureau, to print and publish journals, periodicals, newspapers, books, pamphlets, leaflets, directories etc., and to establish and maintain library and reading rooms for the promotion of the objects of the Chamber
- 3.26 To arrange and convene conferences, lectures, shows, meetings on the subject affecting the interest of the members of the Chamber.
- 3.27 To aid in subscribing money to any charitable or benevolent purposes or for the promotion generally of any matters of charity or other useful objects with a view to establish harmony and business relationship amongst various mercantile communities in general and Pakistan community in particular
- 3.28 To take such steps by personal or written appeals public meetings or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Chamber in the shape of donations, annual subscription or otherwise
- 3.29 To provide for help and encourage study and training in technical and commercial matters by granting scholarships, awarding prize-stipends or giving other monetary aids to institutions through such other ways and means as may be determined from time to time
- 3.30 To arrange international Exhibitions in Pakistan or abroad and / or to participate in International Exhibitions or Forum in accordance with the aims and objectives of the Chamber
- 3.31 To enter into any arrangements with Government and public authorities – Municipal, Port, Railways, local or otherwise which may foster and consolidate the objectives of the Chamber or any of them whether individually or collectively for advancement of the interests of the trade
- 3.32 To lend, advance, or borrow money in any way the Chamber deems suitable, including issuing debentures or other securities, and to manage or repay these financial obligations.
- 3.33 To do such other things as are necessary in the general interest of its Members including the holding or participation in exhibitions within or outside the country.
- 3.34 To appeal, solicit or accept contributions, donations, grants and gifts, in cash or in kind, from lawful sources and to apply the same or income thereof for the objects of the Chamber.
- 3.35 To open and operate bank accounts in the name of the Chamber and to draw, make, accepts, endorse, execute and issue promissory notes, bills, cheques and other instruments.
- 3.36 To acquire, alter, improve, charge, take on lease, exchange, hire, sell, let or otherwise dispose of any movable or immovable property and any rights and privileges whatsoever for any of the objects or purposes specified herein above. Provided that the Chamber shall not undertake the business of real estate or housing schemes.
- 3.37 To borrow or raise money, with or without security, required for the purposes of the Chamber upon such terms and in such manner as may be determined by the Chamber for the promotion of its objects.



- 3.38 To mortgage the assets of the Chamber and/or render guarantee for the performance of any contract made, discharge of any obligation incurred or re-payment of any moneys borrowed by the Chamber.
- 3.39 To purchase, sell, exchange, take on lease, hire or otherwise acquire lands, construct, maintain or alter any building and any other moveable or immovable properties or any right or privileges necessary or convenient for the use and purposes of the Chamber.
- 3.40 To nominate delegates and advisors to represent the Chamber at conference, government bodies.
- 3.41 To co-operate with other charitable trusts, societies, associations, institutions or companies formed for all or any of these objects and statutory authorities operating for similar purposes and to exchange information and advice with them.
- 3.42 To pay out the funds of the Chamber the costs, charges and expenses of and incidental to the formation and registration of the Chamber.
- 3.43 To invest the surplus moneys of the Chamber not immediately required, in such a manner as from time to time be determined by the Chamber.
- 3.44 To created, establish, administer and manage funds including endowment fund conducive for the promotion of the objects of the Chamber.
- 3.45 To enter into agreements, contracts and arrangements with organizations, institutions, bodies and individuals for the purpose of carrying out the functions and activities of the Chamber.
- 3.46 To take such actions as are considered necessary to raise the status or to promote the efficiency of the Chamber.
- 3.47 To conduct, hold and arrange symposia, seminars, conferences, lectures, workshops and dialogue and to print, publish and prepare journals, magazine, books, circulars, reports, catalogues and other works relating to any of the objects of or to the work done by the Chamber, subject to the permission, if required of the relevant authorities.
- 3.48 The Chamber's income and assets will be used solely for its stated purposes, as outlined in the Memorandum of Association. No part of these funds will be distributed as profits, dividends, or bonuses to its members. However, the Chamber can make reasonable payments to employees, officers, or professionals for services rendered, ensuring fair compensation for work done.
- 3.49 To do all other such lawful acts and things as are incidental or conducive to the attainment of the above objects or any one of them.
- 3.50 To establish just and equitable principles in Industry and Services.
- 3.51 To undertake special inquiries and action for securing redressed of rightful grievances of the members of the Chamber.

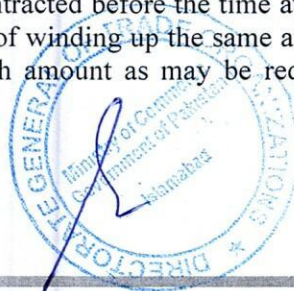


**04:** The Chamber shall achieve the above said objects subject to the following conditions:-

- 4.1 No amendment shall be made in the Memorandum & Articles of Association except with the prior approval from the Executive Committee, General Body and the Regulator of Trade Organizations. Which are not in violation of any provision of the Trade Organizations Act, 2013 and Trade Organizations Rules, 2013 as well as Companies Act, 2017.
- 4.2 The Chamber shall not itself set up or otherwise engage in industrial and commercial activities or in any manner functions as a trade organization.
- 4.3 The Chamber shall not exploit or offend the religious susceptibilities of the people.
- 4.4 The Chamber shall not, directly or indirectly, participate in any political campaign for elective public office or other political activities akin to those of a political party or contribute any funds or resources to any political party or any individual or body for any political purpose.
- 4.5 The subscribers to the Memorandum and Articles of Association of the Chamber shall continue to be the members of the Chamber unless allowed by the Commission on application to quit as members.
- 4.6 The income and any profits of the Chamber, shall be applied solely towards the promotion of objects of the Chamber and portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members of the Chamber or their family members.
- 4.7 The Chamber shall not appeal, solicit, receive or accept funds, grants, contributions, donations or gifts, in cash or in kind, from foreign sources except with the prior permission, clearance or approval from the relevant public authorities as may be required under any relevant statutory regulations and laws. No funds shall be received otherwise than through proper banking channels i.e. through crossed cheques, pay-order, bank draft
- 4.8 The Chamber shall close its accounts on 30<sup>th</sup> of June each year.
- 4.9 Notwithstanding anything stated in any object clause, the Chamber shall obtain such other licenses, permissions, or approvals of the relevant public authorities as may be required under any relevant statutory regulations and laws for the time being in force, to carry out its specific object.
- 4.10 The Chamber shall comply with such conditions as may be imposed by the Securities and Exchange Commission of Pakistan from time to time.

**05:** The liability of the members is limited

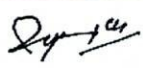
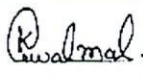
**06:** Every member of the Chamber undertakes to contribute to the assets of the Chamber in the event of its being wound up while he is a member or within one year afterwards, for payment of the debts and liabilities of the Chamber contracted before the time at which he cease to be a member and of the costs, charges and expenses of winding up the same and for adjustment of the right, of contributories amongst themselves such amount as may be required but not exceeding annual membership fee.



07: On the revocation of license of Chamber under Section 42 of the Companies Act, 2017, by the Commission:

- 7.1 The Chamber shall stop all its activities except the recovery of the money owed to it, if any;
- 7.2 The Chamber shall not solicit or receive donations from any source; and
- 7.3 If upon the winding up or dissolution of the Chamber there remains, after satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be paid to, or divided among the members of the Chamber but shall be given or transferred to some institution having objects similar or identical to the objects of the Chamber within ninety days from the revocation of the license or such extended period as may be allowed by the Commission.

We, the several persons whose names and addresses are subscribed are desirous of being formed into a Chamber in pursuance of this Articles of Association:

| Sr. No. | Name and Surname<br>(Present & Former in full<br>(in Block Letters)) | Father's /<br>Husband's<br>Name in Full | Nationality<br>with any<br>former<br>Nationality | Occupation | Residential Address<br>(in Full)                                         | Sig:                                                                                  |
|---------|----------------------------------------------------------------------|-----------------------------------------|--------------------------------------------------|------------|--------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| 1       | Muhammad Yasin G. M.<br>Memon<br>C.N.I.C. #<br>42201-0318575-1       | Gul Muhammad<br>Essa                    | Pakistani                                        | Business   | Suzuki Nawabshah<br>Motors, Sakrand<br>Road, Nawabshah                   |    |
| 2       | Mohammad Jaffar G. M.<br>Memon<br>C.N.I.C. #<br>42000-0422308-7      | Gul Muhammad<br>Essa                    | Pakistani                                        | Business   | Suzuki Nawabshah<br>Motors, Sakrand<br>Road, Nawabshah                   |   |
| 3       | Abdul Qayoom Arain<br>C.N.I.C.#<br>45402-0951219-5                   | Fazal Din                               | Pakistani                                        | Business   | Millat Form<br>Machinery, Sanghar<br>Road, Nawabshah                     |  |
| 4       | Kewal Mal<br>C.N.I.C. #<br>41207-2180055-1                           | Jairam Das                              | Pakistani                                        | Business   | New Kohistan Cotton<br>Ginning & Pressing,<br>68 Mail road,<br>Nawabshah |  |

Dated This ..... Day of .....

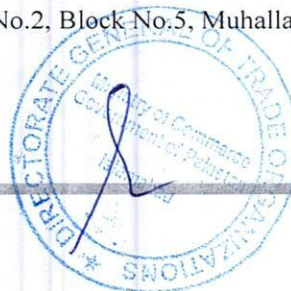
Witness to the above signatures:

|                       |                                                                                                  |                                                                                                   |
|-----------------------|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| Full Name             | Dr. Muhammad Ayub                                                                                | <br>Signature |
| Father's/Husband Name | Ahmed Bux                                                                                        |                                                                                                   |
| Nationality           | Pakistani                                                                                        |                                                                                                   |
| Occupation            | Businessman                                                                                      |                                                                                                   |
| CNIC No.              | 45402-7164566-1                                                                                  |                                                                                                   |
| Usual Resident        | Near Ahmed Medical Store, House No.A708-1 Muhallah Gharibabad,<br>Nawabshah, Shaheed Benazirabad |                                                                                                   |

Witness to the above signatures:

Name: Mr. Khemon Mal Mukhi Khem – Sr. Vice President SBCCI

Address: DHA House No.36/2, Stret No.2, Block No.5, MuhallahKhayabanMujahid Clifton Kent, Karachi.



# THE ARTICLES OF ASSOCIATION

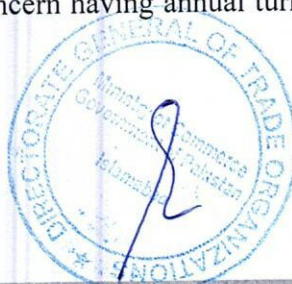
## THE SHAHEED BENAZIRABAD CHAMBER OF COMMERCE & INDUSTRY (SBCCI) UNDER TRADE ORGANIZATION ACT 2013 (UPDATED)

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

- 1.1 **Chamber:** means Shaheed Benazirabad Chamber of Commerce & Industry (SBCCI).
- 1.2 **The Office:** Means the Registered office of the Trade Organization Shaheed Benazirabad Chamber of Commerce & Industry is 'DCO Secretariat Road, Near Nawabshah Press Club, Shaheed Benazirabad District, Shaheed Benazirabad, Sindh.
- 1.3 **Member:** A business concern, including sole proprietorship, partnership, Association of Persons (AOP), or a company, can be admitted as an Associate or Corporate member of the Chamber, gaining benefits like networking opportunities, advocacy, and access to business events and resources.
- 1.4 **General Meeting:** means a meeting of General Body whether ordinary, special or extraordinary
- 1.5 **The Article:** means the Articles of Association of the Chamber
- 1.6 **The President:** Means the President for the time being of the Chamber
- 1.7 **The Bye-laws:** mean the Bye-Laws of the Chamber for the time being in force. As well as Internal Rules of Business as approved by the Executive Committee
- 1.8 **The Committee:** means the Executive Committee of the Chamber elected under these Articles and includes any Regional Committee of Sub Committee, Advisory Committee, Expert Committee of the Chamber appointed by the Executive Committee
- 1.9 **Office Bearers:** means and included the President, Senior Vice President and Vice President
- 1.10 **The Secretary General:** means the Secretary General for the time being of the Chamber
- 1.11 **Trade Organization Act:** means the Trade Organization Act 2013 (Updated) for the time being in force
- 1.12 **Rules:** means the Trade Organization Rule-2013 (Updated) for the time being in force
- 1.13 **Regulator:** Means the Regulator of the Trade Organizations appointed by the Federal Government and includes an officer empowered by the Federal Government to perform the functions of the Regulator under this Act
- 1.14 **Financial Year:** Means a calendar year starting from 1<sup>st</sup> day of July to 30<sup>th</sup> day of June every year
- 1.15 **Membership Year:** means the calendar year starting from 1<sup>st</sup> April to 31<sup>st</sup> March every year.
- 1.16 **The Act:** Means the Companies Act, 2013 (Updated).



- 1.17 **Register:** means the Register of Members to be kept in pursuant of section 119 of the Companies Act, 2013 or same maintain electronically computerized.
- 1.18 **Chief Executive:** means the Chief Executive of the Chamber.
- 1.19 **Memorandum:** means the Memorandum of Association of the Chamber.
- 1.20 **The seal:** means the common seal or official seal of the Chamber as the case may be.
- 1.21 **Board:** means the board of directors of the Chamber
- 1.22 Expression referring to writing shall be construed as including references to typewriting, printing, lithography, photography and other modes of representing or reproducing words in visible form.
- 1.23 **Ordinary Resolution:** shall have the same meaning as defined in the Companies Act, 2017.
- 1.24 **Special Resolution:** shall have the same meaning as provided in the Companies Act, 2017.
- 1.25 **Resolution of Chamber:** means any resolution passed at any meeting convened to take decision while adhering to the provisions of section 131 to 151 of the Act.
- 1.26 Word indicating the singular number shall, include plural numbers and Vice Versa. Words signifying persons shall apply mutatis mutandis to firms, corporations or joint stock companies.
- 1.27 Words indicating masculine gender shall include feminine gender
- 02 All Other expression defined in the shall have the meaning assigned to them in the act
- 2.1 When any provision of the Act is referred to, the references shall be to such provision as modified by any statutory enactment for the time being in force.
- 03 **Limit of Members:** For the purpose of registration, the Chamber hereby declares to consist of unlimited number of member but the minimum number of members shall not be, at any time, less than One Hundred (100).
- 04 **Purpose:** The Chamber is established for the purpose expressed in the Memorandum of Association.
- 05 **Classification of Members:**  
The Members of the Chamber shall comprise two categories of members, namely:
- 5.1 **Corporate Member** means a member of a trade organization 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 annual turnover of not less than fifty million Rupees.
- 5.2 **Associate Member** means a member of a trade organization 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 turn-over of not less than fifty million Rupees;



## 06 ELIGIBILITY FOR MEMBERSHIP

- 6.1 A sole proprietorship firm or any other company or a business concern shall be eligible for membership of the Chamber, provided it fulfills the criteria as provided in Rule 11 (a to e) of Trade Rules.
- 6.2 Every application for the membership of the Chamber shall be made on a form prescribe by the Chamber and submitted by the Applicant to the Secretary General along with required supporting documents together with the first year's Membership Fee and the admission fee.
- 6.3 The application so received shall be placed before the next meeting of the Executive Committee, which may approve or reject the same. In case of rejection, the Executive Committee shall record the reasons, and the Secretary General shall communicate the decision to the Executive Committee to the applicant. The applicant may file an appeal before the Regulator, whose decision shall be final. The Regulator, if satisfied that, a prospective member meets the eligibility criteria under sub-rule (1) of rule 11, may direct to the Trade Organization for the purpose of enrolment.

## 07 ADMISSION FEE:

Every member is required to pay an admission fee as determined by the Executive Committee. If a member firm changes its name or constitution, it must submit a fresh membership application. However, no admission fee will be charged if the firm takes over the assets and liabilities of the original firm, with the Executive Committee having the authority to decide such cases on merit.

- 7.1 The following is the extract of the fees structure for Membership, Renewal, and Admission fees as determined by the Executive Committee from time to time:

|                     |            |                       |
|---------------------|------------|-----------------------|
| b). Associate Class | Rs.5,000/- | Annual / Renewal Fees |
| c). Corporate Class | Rs.7,000/- | Annual / Renewal Fees |

*The Admission Fee shall be the same as the Annual Fee applicable to the respective class of membership, payable as a one-time charge.*

## 08 DURATION OF MEMBERSHIP:

The membership of the Chamber shall be for a period of one year and shall expire on the 31<sup>st</sup> day of March every year, irrespective of the date of grant of membership.

## 09 RENEWAL OF MEMBERSHIP

- 9.1 The membership shall be renewable on annual basis subject to fulfillment of the following conditions:
  - i. Payment of prescribed fee within the time stipulated for the purpose but not later than 31<sup>st</sup> of March; and
  - ii. Proof of filing returns of Income Tax and Sales Tax (if applicable) for the preceding year.



**10 MEMBERSHIP FEE:**

Every member shall pay an annual membership fee by March 31<sup>st</sup> each year, in addition to the admission fee. The Executive Committee may revise the membership fee from time to time. If a member fails to pay the renewal fee on time and later pays the renewal fee for one or more years, the paid amount shall be adjusted against outstanding dues, not the current year's fee.

**11 PRIVILEGES OF MEMBERSHIP:** Every member of the Chamber shall be entitled:

- 11.1 To take part in the elections and cast vote to elect EC Member / office bearers of the Chamber as per rules and regulations in force.
- 11.2 To take advantage of the information and record available with the Chamber under such limitation as the Executive Committee may prescribe.
- 11.3 To obtain a copy of all publication of the Chamber either free of cost or at such prices as may be fixed by the Executive committee from time to time.
- 11.4 To cause an Ordinary or Extraordinary General Meeting of the Chamber to be convened in conjunction with other member of the Chamber in accordance with these articles.
- 11.5 To participate in the General Meetings of the Chamber
- 11.6 To stand or propose or second members for election to the Executive Committee of the Chamber as per Membership Class.
- 11.7 To stand for election as a representative of the Chamber on any non-political public or private body
- 11.8 To seek assistance of the Chamber for securing all reasonable facilities for the development of his trade / industry
- 11.9 Members have the right to inspect or examine the Chamber's books of accounts, documents, registers, and records, subject to relevant laws, rules, and conditions laid down by the Executive Committee or a resolution passed in a General Meeting.
- 11.10 To be entitled to such other privileges as may be specified by the Executive Committee from time to time
- 11.11 In order to avoid conflict of interests and positions, a proposed member will furnish an undertaking to the effect that the applicant is neither a member of any other trade organization nor intends to do so.

**12 DUTIES AND OBLIGATIONS OF MEMBERS:**

Every member shall have the following duties and obligations;

- 12.1 To make every effort to carry out the aims and objectives of the Chamber as set forth in the Memorandum of Association.
- 12.2 To carry out and abide by the rules and regulation of the Chamber as laid down in these Articles or in the bye-laws framed there-under from time to time

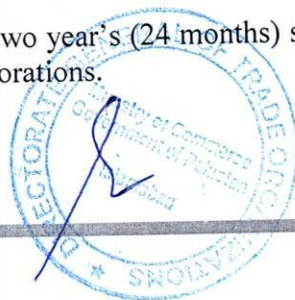


- 12.3 Submit as far as possible all complaints, appeals, etc. in writing to the Secretary General
- 12.4 To bring to the notice of the Executive committee any matter likely to cause any loss or harm to the interest of the Chamber or its member in whatever manner
- 12.5 To pay the Membership / Renewal or any other fees of the Chamber regularly.
- 12.6 To accept and abide by the decisions of the Executive Committee, provided they are consistent with the Memorandum of Association, Articles of Association, the Act, and relevant rules, regulations, instructions, or directions.
- 12.7 To convey to the Executive committee all information that may be considered necessary for promoting the aims and objects of the Chamber.
- 12.8 To take part in the deliberations of the meetings of the Chamber which he / She is entitled to attend and to abide by the rules framed for the conduct of the business of the meetings from time to time
- 12.9 To assist and cooperate with the Executive Committee in the field of trade, commerce & industry with specific reference to the trade or industry the Chamber is concerned.
- 12.10 The proceedings of the Chamber are strictly confidential and shall not be disclosed or discussed in public by its members. Only the President or their authorized nominee is permitted to make public statements on behalf of the Chamber. Failure to maintain confidentiality may result in the Chamber requesting the member's resignation or imposing penalties, including suspension of membership for a period determined by the Executive Committee, subject to a resolution passed in a meeting of the Executive Committee.

### 13 ELECTIONS:

The election of the Chamber shall be conducted according to the procedure laid down in the Articles of Association and according to schedule approved by the Executive Committee between the first day of July to 30<sup>th</sup> day of September subject to the following wherever applicable:

- 13.1 The election of the President, Senior Vice President, Vice President and Members of the Executive Committee shall be held by secret ballot and their final result shall be officially announced at the General Meeting of the Chamber called for this purpose with fifteen days of the date of polling but before or on 30<sup>th</sup> September.
- 13.2 On completions of their term the retiring members of the Executive Committee shall not be eligible to stand for election or co-option for the Executive committee in any representative capacity for the **next Two year**
- 13.3 No voting by proxy or postal ballot shall be allowed in Election or Meetings (if any)
- 13.4 No member shall be entitled to vote at any meeting or election of the Chamber unless all monies due, including admission fees, membership fees, renewal fees, nomination fees, penalties or any other dues have been paid to the Chamber by the due date as approved by the Executive Committee.
- 13.5 Voting right shall accrue only after two year's (24 months) standing as member except, for the first elections after the incorporations.



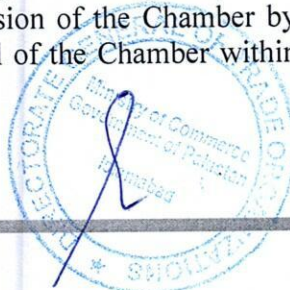
- 13.6 Any member who has resigned, ceased to be a member, been expelled from the Chamber, or is a defaulter shall not be entitled to attend or vote at any meeting or election of the Chamber.
- 13.7 The President or whosoever presiding over a meeting shall, in the case of equality of votes, have a second option of casting vote except in the matter of any election of the Chamber.

#### 14 ELIGIBILITY TO VOTE

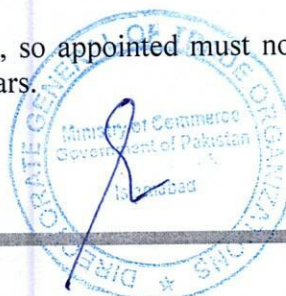
- 14.1 A member is eligible to vote in the Chamber's election after completing two years (24 months) of membership prior to the announcement of the election schedule, provided they have fulfilled the conditions of renewal of membership. In case of a change in membership class, the change must be notified by the Secretary General with Executive Committee approval at least 90 days before the election schedule announcement; such members with a change in class are also eligible to vote.
- 14.2 Every member eligible to vote shall deposit with the Secretary General of the Chamber the specimen signature card along with his/ her photograph indicating his / her status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or the director of the members 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 a multi-national company, as the case may be.
- 14.3 The Proprietor, Partner or Director of the members firm or company concerned or a person not below the rank of General Manager authorized by the board of directors of public limited company or a multinational company shall be entitled to cast his /her vote at the time of elections only if his or her name has already been registered with the Secretary General in the Voter List.

#### 15 LIST OF VOTERS

- 15.1 The Secretary General of the Chamber shall within seven days of the issuance of the election schedule display a list of all members eligible to vote along with their National tax Number, Sales Tax Registration Number (if applicable) and the name and National Identity Card number of their representative. Provided that every member of the Chamber will be entitled to obtain a copy of such list upon payment of the prescribed fee, the voter's list shall be displayed at:
- i. The Notice Board of the Chamber; and
  - ii. The website of the Chamber
- 15.2 Any changes to the designated representative's name in the voter list must be submitted to the Secretary General, along with supporting documentation, within 7 days of the election schedule announcement.
- 15.3 Members with objections to entries or changes in the voter list must submit their objections in writing to the Secretary General within 7 days of the list's issuance.
- 15.4 The Secretary General will intimate action on the objections or changes sent by members within seven days from the last day under preceding clause.
- 15.5 In case of any dispute pertaining to the eligibility of a member, the matter may be referred to the Election Commission of the Chamber by any person aggrieved by the decision of the Secretary General of the Chamber within three days which will decide that case within three days.



- 15.6 Within three days of the decision by the Election Commissioner, any person aggrieved by the decision of the election commissioner may appeal to the Regulator who shall decide the case within 10 days and his decision in this regard shall be final and binding.
- 15.7 Within three days of the decision of the Election Commission or the Regulator as the case may be on such reference and changes, if any otherwise allowed by the Secretary General, a copy of final list of voters shall be provided to the candidates contesting the election and a copy of such list shall also be submitted to the Regulator, forthwith. The final list of voters shall also be displayed at:
- i. The Notice Board of the Chamber Head /Regional Offices
  - ii. The website of the Chamber.
- 15.8 Any member eligible to contest the elections for the vacant post shall submit nomination papers, duly proposed and seconded by a member of the same class, and signed by the candidate, to the Secretary General on the prescribed form within 4 days of the final voter list's issuance, in accordance with the Articles of Association and Chamber rules.
- 15.9 Within twenty four hours of receipt of nomination paper(s), a copy of the final list of the voters shall be provided to each contesting candidate.
- 15.10 The nomination paper shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty four hours of the last date of receipt of nomination papers.
- 15.11 The objections, if any, to the nomination papers of the candidates can be filed to the Election Commission within twenty four hours of the list of the candidates, which shall be decided by the Election Commission within two days.
- 15.12 Within two days of decision of the Election Commission or in case the Election Commission fails to decide any candidate aggrieved by the decision of the commission may file an appeal to the regulator, who shall decide within 7 days and his decision shall be final and binding.
- 15.13 Within two days of decision of the Regulator, the Commission shall issue the final list of candidates, provided that if no appeal has been filed to the Regulator, the final list of candidates shall be issued within eleven days of decision of the Election Commission.
- 15.14 Within five days of display of the final list of candidates, the polling for Election of members of Executive Committee shall be held.
- 16 APPOINTMENT OF ELECTION COMMISSION:**
- 16.1 Simultaneously with the approval of election schedule the Executive Committee of the Chamber shall appoint an Election Commission, subject to the following conditions namely:
- 16.2 The Commission may comprise of three members;
- 16.3 The members so appointed have to submit their consent in writing to their appointment as such;
- 16.4 The members of the Commission, so appointed must not have held any office of the Chamber for the preceding two years.



- 16.5 The members of the Commission cannot become a candidate in the election they are conducting;
- 16.6 The members of Commission shall act independently and impartially; and
- 16.7 The members of the Commission shall not canvass for any candidate or panels contesting the election, they are conducting.

**17 BALLOT PAPERS:**

- 17.1 The ballot papers shall have duly numbered counterfoils and the voters shall sign or affix thumb impression thereon in the presence of the polling agents of the candidates and the returning officer before the issuance of ballot papers to him/her.
- 17.2 It shall be the duty of the polling officer to see the original identity card issued by the Chamber or national identity or passport and or the driving license or any other acceptable mode of identification of the voters and write the numbers thereof on the counterfoil.
- 17.3 After comparing the signatures and photographs with the specimen signatures cards the polling officer shall handover the ballot paper to the voter.
- 17.4 The ballot Paper shall be signed by the Secretary General or an officer of the Chamber duly authorized by the Commission in this behalf and shall also be signed by the polling officer at the time when it is issued.
- 17.5 The voter shall not be allowed to leave the booth after the ballot paper has been handed over to him until and unless he or she has inserted his / her ballot paper in the box placed before the presiding officer / polling officer and polling agents of the candidates.
- 17.6 Adequate arrangement shall be made to maintain the secrecy of the polls.
- 17.7 Proper account shall be maintained by a designated officer in respect of ballot papers including used, unused, tendered, challenged or stay ballot papers.
- 17.8 The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- 17.9 The Commission or any officer designated by the Commission shall decide about the challenged voters after verification of necessary information from the member firm, company or concern before the official announcement of the result.

- 18 **CONDUCT OF POLLING:** The returning officer as appointed shall be in charge of all arrangements connected with such elections, including counting of votes and announcement of result.
- 19 **COUNTING OF VOTES:** Counting of votes shall take place immediately after the polling hours under the supervision of returning officer in the presence of polling agents of the candidates, if any at the designated sites.
- 20 **PROVISIONAL RESULTS:** Provisional results may be declared by the returning officer immediately after the counting of votes is completed.



- 21 **INSPECTION OF RECORD OF ELECTIONS:** The election records shall be available for inspection by members, in the presence of the Election Commission, upon a written application stating the reason, submitted to the Returning Officer or their nominee within seven days of the polling date.
- 22 **EQUALITY OF VOTES:** In the event of an equality of votes between two or more candidates, the returning officer shall resolve the tie by conducting a draw of lots in the presence of the candidates or their authorized representatives/polling agents. The result of the draw shall be duly recorded, ensuring transparency and fairness in the electoral process.
- 23 **ANNOUNCEMENT OF RESULTS:**
- 23.1 The final results of election shall be announced at the Annual General Meeting of the Chamber called for this purpose within fifteen days of the date of polling, but not later than 30<sup>th</sup> of September of the year which shall be the material date for the purposes of paragraph (iii) of clause (f) of sub-section (2) of section 14 of the trade Ordinance.
- 23.2 The final election results announced at the General Meeting and shall be displayed at:
- i. The Notice Board of the Chamber within two days; and
  - ii. Displayed at the website of the Chamber within two days; and
  - iii. Submitted to the Regulator within 7 days.
- 23.3 A Register of Members, in the form specified in Annex-I of Schedule-A of the Trade Rules, shall be maintained at the Chamber's Registered Office. The Register shall include an electronic/software list containing the names, addresses, and other particulars of all current members, and shall be updated to reflect all changes in membership including fees
- 23.4 Every member may change their representative's name at any time before the announcement of the election schedule. No changes shall be allowable after the election schedule is announced or during the election process.
- 24 **RESIGNATION, REMOVAL AND EXPULSION FROM MEMBERSHIP:**
- 24.1 A member may resign from the Chamber by submitting a 30-day written notice to the Executive Committee. Upon expiry of the notice period, membership shall cease. However, the member shall remain liable for all outstanding dues to the Chamber up to the date of cessation, regardless of whether membership ended due to resignation, removal, or expulsion.
- 24.2 Any member who has resigned, had their name removed from the register, or has been expelled from the Chamber's membership shall not be eligible for a refund of the membership fee paid to the Chamber
- 24.3 A member may be fined up to amount as approved by the Executive Committee, expelled from the Chamber's membership, or have their rights and privileges withdrawn by a resolution of the Executive Committee. Such a resolution must be passed in a specially convened meeting by a two-thirds majority of members present in person, for any of the following reasons.



- 24.4 Neglect of or refusing to submit to, abide by, or carry out any decision of the Executive Committee taken within the limits laid down by the Articles of the Association or by the Trade Act, or any, rules, regulations, instructions or directors issued there under.
- 24.5 Indulging in unethical practices.
- 24.6 International violation of the rules, regulations, or bye-laws of the Chamber, provided that members shall not be expelled by the Executive Committee unless he has been given an opportunity or explaining his position in writing and / or in person.
- 24.7 Provided further that the member so expelled shall have the right to appeals, within one month from the date of expulsion, to the General Body of the Chamber
- 24.8 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.
- 24.9 Provided further that the aggrieved person shall have the right to appeal to the Regulator, whose decision shall be final and binding

## 25 CESSATION FROM MEMBERSHIP

- 25.1 A Member shall cease to be a member of the Chamber for any of the following reasons:
- 25.2 If he resigns from his membership, or If he is expelled from membership, or
- 25.3 If a member fails to pay their annual subscription or other dues by the due (if any) date specified by the Executive Committee, despite receiving a payment notice, the Executive Committee may take action. However, the Executive Committee reserves the right to extend the payment deadline at its discretion. Notwithstanding this, the last date for renewal of membership shall be as specified in the trade organization rules
- 25.4 If any change occurs in the constitution of a firm, company, or corporation that substantially alters its composition,
- 25.5 In case of an individual, if he is declared insolvent, or if he is adjudged by a competent court to be of unsound mind, or if he is convicted of an offence involving moral turpitude, or
- 25.6 In the case of a firm, when it is dissolved, or adjudged insolvent or the partners thereof are convicted of an offence involving moral turpitude, or
- 25.7 In the case of company or corporation, when it is wound up, or
- 25.8 If he closes or transfers his business to a place outside Pakistan, or
- 25.9 If he is expelled from membership of the Chamber under the Trade Ordinance, or any other laws / Rules and Ordinance issued from time to time governing the activities of Trade Chambers, or
- 25.10 If he ceases to hold requisite permission or license for carrying out the business of trade organizations. If he involved in any money laundering or criminal activity which is against the law



26 **RESTORATION OF MEMBERSHIP**

26.1 A member whose name has been removed from the register due to non-payment of subscription shall be eligible for re-enrolment on payment of an admission fee afresh and all arrears outstanding against him and his name reenrolled as new member with new membership number.

26.2 Further any vacancy Caused by disqualification under the provision of these Articles or any Office Bearers, Member of the Executive Committee submit resign the vacant seat shall be filled by the Executive Committee through Resolution / election with the majority of votes and approval of the Regulator under same class.

27 **MANAGEMENT AND ADMINISTRATION OF TRADE ORGANIZATIONS:** The Administration and management of the affairs of the Chamber shall vest in the Office Bearers & Executive Committee.

28 **COMPOSITION OF EXECUTIVE COMMITTEE:**

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

28.2 The General Body will act as the Electoral College for electing the members of the Executive Committee, the Executive Committee will serve as the Electoral College for electing the Office Bearers and for seats reserved for women, the Electoral College will specifically be the Executive Committee

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

- i. The Executive Committee shall comprise of ten and maximum thirty Members, as determined by the General Body from time to time.
- ii. Provided that there shall be at-least fifty percent of the Members of the Executive Committee from Corporate member
- iii. In addition to the seats number of members of the Executive Committee mentioned in (i) above, two seats will be reserved for women Entrepreneurs in the Executive Committee
- iv. In addition to the seats provided in clause (i) and (ii) above the immediate past president of the Chamber shall be an ex-officio member of the Executive Committee without voting right.
- v. In addition to the seats mentioned herein above there shall be one seat reserved for nominee of each town association affiliated with the Chamber.
  - EC Member Associate Class Seats 14
  - EC Member Corporate Class Seats 14
  - Reserved Women Seats 02 (1 Seat for Each Class)
  - Town Association Reserved Seats (1 Seat for Each Town)

28.4 If any seat reserved for any of the stipulated categories remains vacant, it shall not be filled with members from other category



- 28.5 If the General Body consists of at least 50% Associate members, the office of President shall rotate between Associate and Corporate Members.
- 28.6 When the presidency rotates, the President and Senior Vice President shall not belong to the same class of membership.
- 28.7 Provided that if there is more than one Vice-President, at least one shall be from the class of members other than that of the President.
- 28.8 The President, in addition to the functions and responsibilities assigned to them in the Memorandum and Articles of Association, shall be ex-officio member of the Executive Committee of the Chamber.
- 28.9 The tenure of all elected office bearers shall be Two year.
- 28.10 The tenure of the members of the Executive Committee shall be two years.
- 28.11 On completion of the term the President, Senior Vice President, Vice President and Executive Member shall not be eligible to contest election in any representative capacity in the Chamber for the next two year.
- 29 **CHAIRMAN OF THE MEETINGS:** In the case of the Executive Committee, the President or in his absence the Senior Vice President or Vice Presidents or in the absence by a majority of votes shall preside at the meetings at the Executive Committee.
- 30 **APPOINTMENT OF AUDITORS:** At each Annual General Meetings, the General body shall appoint an Auditor or Auditors according to the Provisions of the Companies Act 2017. The Auditor or the Auditors so appointed shall audit the account of the Chamber, which will be placed before the General Body in the Annual General Meetings held immediately thereafter.
- 31 **POWER AND DUTIES OF THE PRESIDENT:**
- i. The President of the Chamber shall perform such duties and have such powers as vested in the Chief Executive in terms of the companies Act without prejudice to the generality, the President shall preside over meetings of the Chamber, lead deputations and delegations, and address General Meetings of the Chamber. He shall perform duties as per the Companies Act, the president shall discharge following duties:
  - ii. The President shall sign all documents, agreements, and Memoranda of Understanding (MoUs) on behalf of the Chamber, in the interest of the Chamber and for the promotion of trade, industry, and service sectors.
  - iii. The President is authorized to appoint Sub-Committees, Advisory Committees, and Expert Committees, including designating Conveners, Members, and Secretaries, subject to approval by the Executive Committee.



- iv. The President shall have the power to maintain meeting decorum of the Chamber and its meetings and use a casting vote in case of ties on any decision during the meeting.
- v. The President has the power to direct the Secretary General to call meetings of the Executive Committee, General Body, and Sub-Committees, and has the authority to adjourn or disperse unruly meetings.
- vi. In the absence of the President, the Senior Vice President shall perform the President's duties. If the Senior Vice President is also absent, the Vice President shall assume the responsibilities and perform Presidents duties.

32 **POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE:**

- i. The Executive Committee shall appoint Sub-Committees, Special Committees, Standing Committees, Advisory Committees, or Expert Committees to address specific trade or industry issues impacting trade, commerce, and Pakistan's economy, and nominate their Conveners/Chairmen/Secretary. These committees will comprise members from the Executive Committee and General Body representing relevant Trades/Industries, or Experts from outside SBCCI membership if no representative association exists. The committees shall make recommendations for consideration and suitable action by the Executive Committee. The Secretary General will act as Coordinator of such Committee.
- ii. The Executive Committee shall oversee the Chamber's overall functioning, implementing its rules, aims, and objectives, managing assets and properties, and utilizing extended privileges and benefits.
- iii. The Committee shall appoint a full time paid Secretary General through a Human Resources Committee and manage paid employees recruitment, suspension, dismissal, allowances, bonuses and It shall cooperate with other Chambers and entities to promote the Chamber's interests, settle member disputes, and hear appeals.
- iv. Additionally, the Executive Committee shall recommend membership enrollment changes, convene annual General Body meetings, issue directives to members, interpret the Articles of Association in accordance with the Trade Organization Act and Rules (subject to relevant authority approvals), and incur necessary expenses for Chamber functions and events. The Executive Committee shall also determine the sanctioned expense limit for the President's office in the intrest of the Chamber (if required).
- v. The Executive Committee shall keep or cause to be kept proper books of accounts in which shall be entered full, true and complete account of the affairs and transactions of the Chamber whether at the head office or the circle offices, specially the following:
  - a) Minutes Book for meetings of the General Body.
  - b) Minutes Book for meetings of the Executive Committee
  - c) Copy of Annual & Audit Report

AND GENERALLY to decide all questions of policy affecting the Chamber



33 **POWER AND DUTIES OF SECRETARY GENERAL:**

- i. The Chamber shall appoint a Secretary General through a Human Resources Committee formed by the executive committee and shall consist of three members of the Executive Committee.
- ii. The Secretary General shall be in charge of secretariat of the trade organization, who shall exercise his powers and perform his functions under the Act, these rules, the Ordinance and the rules made there under and the memorandum and articles of association of the trade organization.
- iii. The signatures of the secretary general shall be mandatory for operation of all the single or jointly operated bank accounts of the trade organization.
- iv. The termination of services of the secretary general shall be through a resolution of the executive committee.
- v. Any management employees who shall report directly to the Secretary General alone shall be appointed jointly by the secretary general and the human resources committee.
- vi. Any other staff or professional management shall be appointed through a process to be defined in the trade organization's human resource policy
- vii. The Secretary General shall oversee the Chamber's secretariat, supervise its day-to-day operations, and act as custodian of all records, maintaining documentation and ensuring the Chamber's smooth functioning. The Secretary General key duties include issuing notices and agendas for Executive Committee meetings, implementing decisions made by the General Body and Executive Committee, and maintaining office records and correspondence.
- viii. The Secretary General is responsible for recording minutes of meetings, preparing the Chamber annual report and accounts, and signing documents, bills, and letters, including cheques jointly with President/Sr. Vice President/Vice President, as authorized by the Executive Committee.
- ix. The Secretary General also has specific responsibilities such as presenting sub-committee reports to the Executive Committee, serving as the Returning Officer for Chamber Elections, and managing all related expenses.
- x. Furthermore, the Secretary General has the authority to incur urgent expenses (if required) and exercise other powers and duties incidental to the office, ensuring the effective administration of the Chamber.
- xi. To maintain administrative and disciplinary control over all staff of the Chamber in accordance with the rules and regulations framed in this behalf by the Executive Committee.
- xii. To implement the policy decision of the Executive Committee, Particularly building an image of the SBCCI as role model of corporate good governance compatible to best standards.
- xiii. The Secretary General shall prepare the annual budget plan manage expenditures (subject to Executive Committee approval), and ensure proper financial records and annual reports are prepared for submission to the Executive Committee for onward submission to the external auditor.



**34 REPORTING REQUIREMENTS:**

- i. The Shaheed Benazirabad Chamber of Commerce & Industry fulfill all the requirements provided in rule 22 of the Trade Organization Rules 2013 and submit to the office of the Regulator by 31<sup>st</sup> December of every year.
- ii. Annual Financial Statements as prepared by auditors and approved by the Executive Committee.
- iii. Plan of Activities for the next year as provided in rule 23; and Performance Review Report for the existing year. (Every Trade Organization shall prepare a three years plan of activities which shall be approved by the Executive Committee followed by distribution amongst its members and cover, among other matters, the proposed future activities, finances and outcome of such activities intended by the trade organization during the said three years period. Each trade organization 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 trade organization to include, but not be limited to, minutes of meetings and the trade organization's plan of activities.)
- iv. A soft and hard copy of list of its Members as on the 30<sup>th</sup> November, in the format as set out in Annex-I of Schedule 'B'. of Trade Organization Rules 2013

**35 INSPECTION OF RECORD:** Every member shall be entitled to inspect the account books and other documents which shall be kept at office of the Chamber to such an extent as the Executive Committee may from time to time determine. The Committee or the President or vice President shall have power to refuse inspection of any documents which at the time may be confidential and whose disclosure in its or his opinion is likely to prejudice the interests of the Chamber. Reasons for such refusal may be given in writing and the aggrieved party may appeal to the Executive Committee whose decision in the matter shall be final.

**36 NOTICES FOR MEETINGS:** Twenty One (21) days' notice at least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day and the hour of meeting and, in case of special business, the general nature of that business, shall be given in the manner provided by the Act for general meeting, to such persons as are, under the Act or the Articles of the Chamber, entitled to receive such notices from the Chamber but the accidental omission to give notice to or the non-receipt of notice by any member shall not invalidate the proceedings at any general meeting.

**37 ANNUAL GENERAL MEETING (AGM):** The Shaheed Benazirabad Chamber of Commerce & Industry shall hold its Annual General Meeting on September 30<sup>th</sup> of every calendar year, covering the following agenda:

- ✦ Confirmation of the previous AGM minutes.
- ✦ Adoption of the Annual Report.
- ✦ Adoption of the Annual Accounts audited and approved by the Executive Committee.
- ✦ Appointment of Auditor(s) and fixation of their remuneration.
- ✦ Consideration of items referred by the Executive Committee.
- ✦ Discussion of other items with the permission of Chair



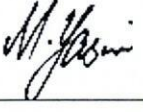
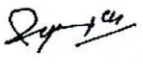
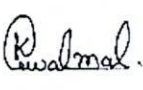
- 38 **EXTRA ORDINARY MEETING:** The Executive Committee whenever it may deem fit may convene an Extraordinary General Meeting, an extraordinary general meeting shall also be called on such requisition(s), as is provided by section 133 of the Act.
- 39 **QUORUM:**
- i. In the case of the Executive Committee 1/3<sup>rd</sup> member whichever is higher in number shall form quorum.
  - ii. In the case of the General body 1/3<sup>rd</sup> member whichever is higher in number shall form quorum
  - iii. One third members present personally and entitled to vote at the meetings shall constitute a quorum.
- 40 **EFFECT OF QUORUM NOT BEING PRESENT:**
- i. If a quorum is not present within 30 minutes of the scheduled meeting time, the meeting will be adjourned till next week,
  - ii. The adjourned meeting will re-schedule on the next week on same day and time at the same location.
  - iii. If the adjourned meeting also lacks a quorum within 30 minutes of the scheduled start time, the members present in person or via video link, numbering at least 5, will constitute a quorum.
  - iv. Every question referred to in a General Meeting shall be decided by the majority of members present and voting at such meeting.
- 42 **AMENDMENTS IN THE ARTICLES AND MEMORANDUM:**
- i. Amendments in these Articles or Memorandum can be effected only by a Resolution passed by the Extra-Ordinary General Meeting of the Chamber convened specially for this purpose, in accordance with these Articles. A proposal for amendments in the Articles shall be passed by 1/3<sup>rd</sup> majority of the Members present and voting such a meeting provided that all amendments shall be subject to the approval of Regulator Trade Organization and shall also be made by governments.
  - ii. Memorandum of association of trade organization, including but not limited to the organization, including but not limited to the organizational structure and any bye-laws of a trade organization shall be within the provisions of these rules, the Act, the Ordinance and public notices issued by the Federal government from time to time:
  - iii. Provided further that the Federal Government may rescind, amend or otherwise modify any provision of memorandum and articles of association in case it is observed to be in conflict with provisions of the Act, rules made there under, the Ordinance and public notices issued by the Federal government from time to time.
- 43 **Funds:** The funds of the Chamber shall be deposited in a scheduled bank or banks.



- 44 The Chamber shall create and maintain a website within one year of its incorporation which shall include all the relevant information such as:
- Up to date list of Office Bearers along with Contact details
  - Update List of Executive Committee Members, Managements & Members of General Body
  - Memorandum & Articles of Association as well as Bylaws (if any)
  - Plan of Activities and Statement of Vision
  - Meetings Schedule of Executive Committee and its Minutes
  - Election Schedule, Voter Lists, and Election Results during Election Period
- 44 **SEALS:** The Executive Committee shall as soon as practicable provide for a common seal of the Chamber. The seal shall be deposited with the Secretary General and shall never be affixed to any document except in pursuance of a resolution of the Executive Committee. Deeds, bonds and other documents to be made under the seal 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 Vice President and countersigned by the Secretary General or by the person acting as Secretary General.
- 45 **GENERAL:** The members who have subscribed to the Memorandum and Articles or association shall constitute the Adhoc Committee of the Chamber and shall exercise all the powers of the Executive Committee until such time as office bearers of the committee are elected in terms of the Articles after the registration of the Chamber.
- 46 **INCONSISTENCY:** Notwithstanding anything contained in these Articles, the provisions or Trade Act and Rules will prevail to resolve any inconsistency
- 47 **WINDING UP:** In case of any winding up or dissolution of the Chamber, any surplus assets or property, after the satisfaction of all debts and liabilities, shall not be paid or disbursed among the members, but shall be given or transferred to some other Chamber established under section 42 of the Act, preferably having similar or identical objects to those of the Chamber and with the approval required under the relevant provisions of Income Tax Ordinance, 2001 and under intimation to the Securities and Exchange Commission of Pakistan.
- With regard to winding up, the Chamber shall comply with the relevant provisions of the Act and the conditions of license granted under section 42 of the Act or any direction contained in a revocation order passed by the Commission under the said section.
- 48 **INDEMNITY:** The President, Senior Vice President, Vice President Secretary General, Members of the Executive Committee and all officers of the Chamber from time to time acting in relation to any of the affairs of the Chamber shall be indemnified out of the funds and assets of the Chamber against all liabilities which they or any of them incur by reasons of any act done or action taken in their aforesaid capacity in the execution of their duty including defending all legal proceedings before any court of law.



We, the several persons whose names and addresses are subscribed are desirous of being formed into a Chamber in pursuance of this Articles of Association:

| Sr. No. | Name and Surname (Present & Former in full (in Block Letters)) | Father's / Husband's Name in Full | Nationality with any former Nationality | Occupation | Residential Address (in Full)                                   | Sig:                                                                                |
|---------|----------------------------------------------------------------|-----------------------------------|-----------------------------------------|------------|-----------------------------------------------------------------|-------------------------------------------------------------------------------------|
| 1       | Muhammad Yasin G. M. Memon<br>C.N.I.C. # 42201-0318575-1       | Gul Muhammad Essa                 | Pakistani                               | Business   | Suzuki Nawabshah Motors, Sakrand Road, Nawabshah                |  |
| 2       | Mohammad Jaffar G. M. Memon<br>C.N.I.C. # 42000-0422308-7      | Gul Muhammad Essa                 | Pakistani                               | Business   | Suzuki Nawabshah Motors, Sakrand Road, Nawabshah                |  |
| 3       | Abdul Qayoom Arain<br>C.N.I.C.# 45402-0951219-5                | Fazal Din                         | Pakistani                               | Business   | Millat Form Machinery, Sanghar Road, Nawabshah                  |  |
| 4       | Kewal Mal<br>C.N.I.C. # 41207-2180055-1                        | Jairam Das                        | Pakistani                               | Business   | New Kohistan Cotton Ginning & Pressing, 68 Mail road, Nawabshah |  |

Dated This ..... Day of .....

Witness to the above signatures:

|                       |                                                                                                  |                                                                                                   |
|-----------------------|--------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|
| Full Name             | Dr. Muhammad Ayub                                                                                | <br>Signature |
| Father's/Husband Name | Ahmed Bux                                                                                        |                                                                                                   |
| Nationality           | Pakistani                                                                                        |                                                                                                   |
| Occupation            | Businessman                                                                                      |                                                                                                   |
| CNIC No.              | 45402-7164566-1                                                                                  |                                                                                                   |
| Usual Resident        | Near Ahmed Medical Store, House No.A708-1 Muhallah Gharibabad,<br>Nawabshah, Shaheed Benazirabad |                                                                                                   |

Witness to the above signatures:

Name: Mr. Khemon Mal Mukhi Khem – Sr. Vice President SBCCI

Address: DHA House No.36/2, Stret No.2, Block No.5, Muhallah Khayaban Mujahid Clifton Kent, Karachi.

