

# THE COMPANIES ACT, 2017



## MEMORANDUM

## AND

## ARTICLES OF ASSOCIATION



### ALL PAKISTAN FRUIT AND VEGETABLE EXPORTERS, IMPORTERS AND MERCHANTS ASSOCIATION

(A company, licensed under Trade Organization Act, 2013)

House No. 175, CP Berar Society, Block 7/8, Karachi.

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1). The name of the Association shall be "ALL PAKISTAN FRUIT AND VEGETABLE EXPORTERS, IMPORTERS AND MERCHANTS ASSOCIATION", hereinafter called the Association.

#### **REGISTERED OFFICE**

2). The Registered Office of the Association shall be situated in the city of KARACHI. The Branch / Circle Offices may be set up at such place or places as the Association may determine from time to time.

#### **AIMS AND OBJECTIVES**

3). The aim of the Association, which is non-political, is to unite the members in their common approach and for this purpose the objects of the Association are:

(i). To encourage unity, mutual understanding and high ethical standard amongst its members.

(ii). To endeavor to improve the working conditions and facilitate effective input for achievement of objects for which the Association have been established.

(iii). To take such steps as the Association considers desirable towards the promotion of the interest of trade, industry, and services in Pakistan or outside Pakistan, specifically related to concerned sector.

(iv). To place before Government and other public and official bodies the views of Members on matters affecting the interests of trade, industry, and services in specified field of activities.

(v). To attempt to adopt unified approach in matters of policy on all matters affecting the interest of trade, industry, and services in Pakistan.

(vi). To acquire immovable properties by purchase, lease, hire, exchange or otherwise and to demolish, erect, alter, and / or maintain the same for the benefit of the Association.

(vii). To manage the movable and immovable properties of the Association.

(viii). To seek representations on various bodies dealing with issues of common interests.

(ix). 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.



- (x). To urge, support or oppose legislative or other measures and procure change of law or practice affecting the interest of Commerce, Industry and services or adversely affecting the common interests of business community
- (xi). To secure adequate representation of the Association on Government, public or statutory bodies and on trade and business / industrial delegations.
- (xii). To accept any bequest, gift, donation or subscription towards or to accumulate and provide a Fund or Endowment or Waqf and to invest the same and apply the income arising there from or to resort to the capital thereof for any objects of the Association.
- (xiii). To resolve controversies and conciliate differences of opinion among members of the Association.
- (xiv). To promote education, awareness amongst the Members by holding Seminars, conducting educational causes, inviting experts to deliver lectures and workshops.
- (xv). To seek affiliation with the Federation of Pakistan Chambers of Commerce and Industry.
- (xvi). To accept deposits of money or goods for any objects of the Association as may be deemed fit.
- (xvii). 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 Association.
- (xviii). To subscribe to any local or other charity and to grant any donations for any public purposes and to provide provident or superannuation fund or funds for the servants of the Association or otherwise to assist any such servants, their widows and children.
- (xix). 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.
- (xx). 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 Association may think proper or which may be conducive to the attainment of the objects of the Association.



(xxi). To pay all costs, charges and expenses, preliminary and incidental to the promotion, formation, establishment or registration of the Association and the conduct of the affairs thereof.

(xxii). To collect, circulate and disseminate statistics and other information relating to Commerce, Industry, Trade or Services.

(xxiii). 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 Association or any of them and to obtain from any such Government or Authority rights, concessions, privileges which the Association may think fit to obtain and to carry out any such arrangement, rights, privileges and concessions.

(xxiv). To sign, seal, execute and deliver all instruments, deeds, documents and writing whatsoever that may be found to be necessary or expedient in realization of the objects of the Association or conduct of its affairs.

(xxv). To frame from time to time, such rules as the Association may deem fit or proper for all or any of the objects, and to comply with all the requirements of the Trade Organizations Act, 2013.

(xxvi). And generally, to do all acts, deeds, and things which may be incidental or conducive to the attainment of all or any of the objects stated herein above.

(xxvii). To protect and promote the trade and to secure cooperation among Members in general and those dealing in these lines in particular.

(xxviii). To establish just and equitable principles in trade and commerce.

(xxix). To form a code or codes or practices to simplify and facilitate transaction of business.

(xxx). To undertake special inquiries and action for securing redresses of legitimate grievances of the members of the Association.

(xxxi). 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 Association.

(xxxii). To arrange and convene conferences, lectures, shows, meetings on the subject affecting the interest of the members of the Association.

(xxxiii). To affiliate with any national or international trade organizations having objects altogether or in part similar to those of this Association for the purpose of securing the aims and objects of this association.



(xxxiv). 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.

(xxxv). 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 Association in the shape of donations, annual subscription or otherwise.

(xxxvi). 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.

(xxxvii). To run sections or departments including those relating to exports, imports, statistics, publicity and publications as may be determined from time to time.

(xxxviii). 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 Association.

(xix). To canvass, publicize, propagate and take all steps in the interest of the Association and for protection of the interests of the members and to consider, recommend and support all actions directed towards improvement in the conditions of the trade.

(xl). 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 Association or any of them whether individually or collectively for advancement of the interests of the trade.

(xli). To lend, advance or borrow or raise monies or secure the payment of such monies in such manner as the Association may think fit and in particular manner by creation and issue of debenture or debenture stocks, perpetual or otherwise, charged upon all or any of the properties of the Association, present or future and to purchase redeem or pay such security or securities.

AND it is hereby declared that the objects set forth in any sub clauses of this clause shall not, except, where the context expressly so requires be in any way limited or restricted by reference to or inference from terms of any other sub-clauses or by the name of the Association.

4). The income and property of the Association whence-so-ever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in



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this Memorandum of Association. No portion thereof shall be paid or transferred, directly or indirectly by way of dividend or bonus or otherwise howsoever or by way of profit to the persons who at any time are or had been members of the Association or to any of them or to any persons claiming through them. Provided that nothing herein contained shall prevent the payment in good faith of remunerating to the officers or employees of the Association or to any member thereof or other person in return for any professional services actually rendered to the Association, or the payment of interest on money borrowed or rent for premises demised to the Association.

5). **The liability of the members is limited.**

6). Every member undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a member or within one year afterwards for payment of the debts and liabilities of the Association 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 rights, of contributories amongst themselves such amount as may be required, but not exceeding Rupees 1000/=.

7). If upon the winding up or dissolution of the Association 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 Association but shall be given or transferred to some institution having objects similar to the objects of the Association and approved under the Income Tax Ordinance, 2001 to be determined by the Association at or before the time of the dissolution and in default thereof by such judge of the highest law court in the Province of Sindh as may have or acquired jurisdiction in the matter.

8). No addition, alteration and amendment shall be made in the Memorandum of Association or in the regulations contained in the Articles of Association for the time being in force unless the same shall have been previously submitted to and approved by the Government.

9). The territories to which the objects of the Association shall extend are the whole of Pakistan.

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



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

NAME OF SUBSCRIBER	REPRESENTED BY : ADDRESS :	SIGNATURE
1. Mr. Mohd. Yusuf A. Rehman.	M/s. Kathiawar Trading Co. 8 New Onion & Potatoes Wholesale Market, University Road, Karachi.	<i>[Signature]</i>
2. Mr. Usman Khan.	M/s. Usman Khan & Co. 1/5 Jaffar Square, Business Recorder Road, Karachi.	<i>[Signature]</i>
3. Mr. Haji Mohd. Siddique.	M/s. Sadaf International, 5 New Onion & Potatoes Market, University Road, Karachi.	<i>[Signature]</i>
4. Mr. Abdul Khaliq.	M/s. M. Yusuf & Sons, 7 New Onion & Potatoes Market, University Road, Karachi.	<i>[Signature]</i>
5. Mr. Mohd. Dawood Nagree.	M/s. Mohd. Dawood & Sons, University Road, Fruit Market, Karachi.	<i>[Signature]</i>
6. Mr. Mohd. Sadiq.	M/s. Jawad Enterprises, New Onion & Potatoes Wholesale Market, University Road, Karachi.	<i>[Signature]</i>
7. Mr. Haji Ghabruddin.	M/s. Haji Ghabruddin & Co. 917 PIB Colony, Karachi.	<i>[Signature]</i>
8. Mr. Haji Abdul Mannan	M/s. Baluchistan Fruit Co. New Subzi Mandi, Quetta.	<i>[Signature]</i>
9. Mr. Haji Abdul Azim.	M/s. Muslim Mulki Store, New Subzi Mandi, Quetta.	<i>[Signature]</i>
10. Mr. Malik A. Sattar.	M/s. Malik A. Sattar & Co. 53-A, Subzi Mandi, Lahore.	<i>[Signature]</i>
11. Mr. Sharif Asghar Rothod.	Potatoes & Fruits Exporters Society, Ravi Road, Lahore.	<i>[Signature]</i>

## WITNESS TO THE ABOVE SIGNATURE

Witness No: 1. *[Signature]*Witness No: 2. *[Signature]*

Certified to be True Copy  
AR 8/11/2018  
Deputy Registrar of Companies

Certified to be True Copy  
29/11/18  
Deputy Registrar of Companies

**ALL PAKISTAN FRUIT AND VEGETABLE EXPORTERS, IMPORTERS AND MERCHANTS  
ASSOCIATION**

(A company, licensed under Trade Organizations Act, 2013)

**ARTICLES OF ASSOCIATION**

**DEFINITIONS**

**1). In the Articles unless there is anything repugnant in the subject or context.**

(i). "Association" means "ALL PAKISTAN FRUIT AND VEGITABLE EXPORTERS, IMPORTERS AND MERCHANTS ASSOCIATION ".

(ii)a "Member" means a business concern whether Sole Proprietorship, Partnership, Association of Persons, or a Company admitted as member of Association.

(ii)b "associate member" means a member of a trade organization which is not a body corporate or a multinational or a sales tax registered business manufacturing concern or a sales-tax-registered business concern having annual turn-over of Rs. 50 million or above;

(iii)a "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 turn-over of Rs. 50 million or above;

(iii)b "General Meeting" means a meeting of General Body whether ordinary, special or extraordinary.

(iv). "The Article" means the Articles of Association.

(v). "The Chairman" means the Chairman of the Association.



(vi). "The Bye-laws" means the Bye-Laws of the Association for the time being in force.

(vii). "The Committee" means Executive Committee of the Association elected under these Articles.

(viii). "Office Bearers" means the Chairman, Senior Vice Chairman and Vice Chairman.

(ix)a The "Secretary General" means the Secretary General of the Association.

(ix)b "plan of activities" means a list of proposed activities, expected financial expenditures and outcome and intended goals for the trade organization as provided in rule 23;

(x). "Trade Act" means the Trade Organizations Act, 2013 being in force or amendments in it from time to time.

(xi). "Trade Rules" means the Trade Organizations Rules, 2013 for the time being in force or amendments in it from time to time.

(xii). "Regulator" means Regulator of Trade Organizations appointed under the Trade Act.

(xiii). "The Act" means the Companies Act, 2017 being in force with amendments in it from time to time.

(xiv). "Register" means the Register of Members of Association kept in pursuance of the Act.

(xv). "Resolution of Association" means any resolution passed at any meeting convened to take decision while adhering to the provisions of the Act.

(xvi). "Words indicating the singular number shall, include plural numbers and Vice Versa. Words signifying persons shall apply mutatis mutandis to firms, corporation or companies.



(xvii). "Words indicating masculine gender shall include feminine gender and vice versa.

2). (a). All other expressions defined in the Act, the Trade Act and the Trade Rules shall have the meanings assigned to them thereunder.

(b). When any provision of the Act, the Trade Act and the Trade Rules is referred to, the references shall be to such provision as modified by any statutory enactment for the time being in force.

### 3- LIMIT OF MEMBERS

For the purpose of registration, the Association is hereby declared to consist of minimum one hundred and maximum unlimited number of members.

### 4- MEMBERSHIP

(1) Any business concern shall be eligible for grant or renewal of membership of Association if such business concern meets the following conditions, namely: -

(a) The prospective member is a sole proprietorship or a partnership firm or an association of persons or a company holding national tax number and sales tax registration, if applicable, in the name of the business concern;

(b) The prospective member's business fits within the defined business scope or area of jurisdiction of the Association as provided in the Association approved memorandum and articles of association and under the license granted by the Federal Government;

(c) The application for grant of membership has been proposed and seconded by existing members of the said Association;

(d) The prospective member has no criminal conviction; and

(e) The prospective member has a valid national tax number and sales tax registration, if applicable.



(2) The Regulator if satisfied that a prospective member meets the eligibility criteria in sub-rule (1) above, may direct Association for the purposes of enrolling any such person as member upon the application of such prospective member having filed a complaint with the Regulator on the grounds of delay or refusal in obtaining membership in the Association

(3) Membership may be cancelled or such membership be disqualified, in addition to the grounds provided under the Association memorandum and articles of association, if the member breaches any provision of these Trade Rules or the Trade Act.

(4) The membership of Association shall be granted for a period of one year and shall expire on the 31st day of March every year irrespective of the date of grant of membership.

(5) The membership shall be renewable on annual basis subject to fulfillment of following conditions, namely: -

(a) Payment of prescribed subscription within the time stipulated in the memorandum, which shall not be later than 31st of March; and

(b) Proof of filing return of income tax and sales tax, if applicable, for the preceding year.

(6) The Regulator, if satisfied that the renewal of membership of an eligible member has been delayed or refused, upon a complaint filed by the aggrieved member, may direct the Association to renew the membership of the applicant.

(7) There shall be two classes of memberships in Association –

(a) A member of the Association 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 turn-over of Rs. 50 million or above shall be called "Corporate Member"; and

(b) A member of the Association 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 Rs. 50 million or above shall be called "Associate Member"

#### 5- ADMISSION FEE

Every member will be required to pay admission fee at the rate determined by The Committee from time to time. Any firm being a member of the Association shall have, on changing the Firm's name or on change of constitution of the firm, to put in a fresh application for membership. However, no admission fee shall be charged, provided the Applicant has taken over the assets and accepted the liabilities of the original firm. In any case the Committee shall be competent to decide such cases on merit.

#### 6- MEMBERSHIP FEE

In addition to the Admission Fee payable as applicable, every member shall annually pay Membership Fee by 31st March each year, for the year. The Membership fee may be varied from time to time by the Committee, subject to approval of the General Body.

#### 7- PRIVILEGES OF MEMBERSHIP

Every member of the Association shall be entitled:

- a). To take part in the elections and cast vote to elect The Committee of the Association as per rules and regulations in force.
- b). To benefit from the assets of the Association in pursuit of the aims and objectives of the Association on such terms and conditions as the Committee may determine from time to time.



- c). To take advantage of the information and record available with the Association under such limitations as the Committee may determine.
- d). To obtain a copy of the annual report and statement of accounts of the Association.
- e). To obtain a copy of all publications of the Association either free of cost or at such prices as may be fixed by the committee from time to time.
- f). To cause an ordinary or extraordinary General Meeting of the Association to be convened in conjunction with other members of the Association in accordance with these articles.
- g). To participate in the General Meetings of the Association.
- h). To stand or propose or second members for election to the Committee of the Association.
- i). To stand for election as a representative of the Association on any other body authorized by The Committee
- j). To seek assistance of the Association for securing all reasonable facilities for the development of his trade / industry.
- k). To inspect or examine books of accounts and other documents, registers or records of the Association subject to any rules, conditions or limitation that may be laid down in this behalf under the relevant law or by the Committee or by a resolution of the Association in a General Meeting.
- l). To be entitled to such other privileges as may be specified by the Committee from time to time.

## 8- DUTIES AND OBLIGATIONS OF MEMBERS

Every member shall have the following duties and obligations:



- (a). To make every effort to carry out the aims and objectives of the Association as set forth in the Memorandum of Association.
- (b). To carry out and abide by the rules and regulations of the Association as laid down in these Articles or in the bye-laws framed there-under from time to time.
- (c). To bring to the notice of the Committee any matter likely to cause any loss or harm to the interest of the Association or its Members in whatever manner.
- (d). To accept and abide by the decision of the Committee provided the decisions are not inconsistent with the provisions of the Memorandum or the Articles of Association or the Trade Act, or any Trade Rules, regulations, instructions or directions issued thereunder.
- (e). To convey to the Committee all information that may be considered necessary for promoting the aims and objects of the Association.
- (f). To take part in the deliberations of the meetings of the Association 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.
- (g). To assist and cooperate with the Committee in the field of trade, commerce and industry with specific reference to the trade or industry the Association is concerned.
- (h). The proceedings of the Association, will be treated by members as strictly confidential and will not be discussed in public. Only the Chairman (or his duly authorized nominee) will be entitled to make a public statement on behalf of the Association.

## 9- ELECTIONS

The elections of Association shall be held on annual basis between 1st of July to 30th of September of the year



#### **A) ANNOUNCEMENT OF ELECTIONS SCHEDULE**

(1) The election schedule of the Association shall be approved by the Committee of the Association and issued by the Secretary General in the first half of July.

(2) Within two days of its approval by the Committee, the election schedule shall be:

(a) displayed at the notice board of the office of the Association;

(b) displayed at the website of the Association; and

(c) submitted to the Regulator.

#### **B) ELIGIBILITY TO VOTE**

(1) the eligibility of a member of Association to vote at the elections of the Association shall be subject to following conditions:

(a) the member has completed two years of valid membership of the Association as on the date of announcement of election schedule by the Committee of the Association: Provided that old members shall be eligible to vote on completion of one year of their enrolment and payment of dues.

(b) the member has fulfilled the conditions of membership and renewal thereof of the Association

(2) Every member eligible to vote shall deposit with the Secretary General, the specimen signature card along with photograph indicating the status in the firm, company or concern. The right to 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, as the case may be, a multi-national corporation.

(3) The proprietor, partner or director of the member firm or company, concern 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 vote



at the time of election only if name of such person has already been registered with the Secretary General and his name appears on the list of voters.

(4) Every member shall be entitled to use his right of vote in favour of as many candidates as there may be vacancies on the committee concerned.

### **C). APPOINTMENT OF ELECTION COMMISSION**

Simultaneously with the approval of the election schedule, the Committee of the Association 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 to their appointment as such;
- (c) The members of the commission, so appointed, have not held any office of the respective Association for the preceding two years;
- (d) The member of the commission shall not be entitled to become a candidate in the election, he is conducting;
- (e) The members of the commission shall be independent, impartial and non-partisan; and
- (f) The members of commission shall not canvass for any of the candidates or panels contesting the elections, they are conducting.

### **D) 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 Trade rule 18;
- (c) Examination of and decision on the objections received on the voters' list as provided in sub-rule (6) of Trade rule 18; and
- (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 the memorandum and articles of association and instructions of the Federal Government or the Regulator in this regard; and
- (e) Counting of votes and announcement of results.

#### **E- ELECTION PROCEDURE**

(1) The election of the Association shall be conducted according to the procedure laid down in following sub-sections: -

(a) The Electoral College for each class of members of the executive committee shall be members of the general body from the respective class; and

(b) The election of the members of The Committee and office bearers shall be held by secret ballot,

(c) Neither postal ballot nor proxy shall be allowed; and

(d) For want of space in the office premises if 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.

(2) Within three days of the announcement of the election schedule member firms desiring to change their representative shall intimate changes regarding name of representative to the Secretary General along with necessary proof of eligibility.

(3) The Secretary General 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 representative. The list shall be displayed at:



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(a) The notice board of the office and

(b) The website.

(4) 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 voters' list.

(5) The Secretary General will intimate action on the objections or changes sent by members within five days from the last day under preceding clause.

(6) Any person aggrieved by the decision of the Secretary General may make a representation, within three days to the election commission which shall decide the case within three days.

(7) Within three days of decision by the commission or in case the Commission fails to decide within the stipulated time provided in sub-rule (6) Trade Rules 18, any person aggrieved by the decision of the commission may appeal to the Regulator who shall decide the case within 10 days and his decision in this regard shall be final.

(8) Within two days of the decision of the Regulator the final voters' list shall be:

(a) Displayed at the notice board of the office;

(b) Displayed at the website; and

(c) Submitted to the Regulator:

Provided that if no appeal has been filed to the Regulator the final list of voters shall be displayed within fifteen days of the decision of the election commission under sub-rule (6) of Trade Rules 18.

(9) Within four 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.



(10) Within twenty-four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.

(11) The nomination papers shall be scrutinized by the commission and list of candidates shall be displayed within twenty-four hours of the last date of receipt of nomination papers.

(12) The objections, if any, to the nomination of the candidates can be filed to the election commission within twenty-four hours of issuance of the list of candidates, which shall be decided by the election commission within two days.

(13) Within two days of decision of the commission or in case the commission fails to decide within the stipulated time provided in sub-rule (12) of Trade Rules 18, 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 in this regard shall be final.

(14) Within two days of the 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 the decision of the election commission under sub-rule (12) Trade Rules 18.

(15) Within five days of display of final list of candidates, the polling for election of members of The Committee shall be held.

(16) Within 2 days of the polling as provided in sub-rule (15) of Trade Rules 18, any person elected as member of The Committee, shall send his nomination for election as an office bearer duly proposed and seconded by an elected The Committee member and signed by the candidate to the election commission.

(17) The nomination papers shall be scrutinized by the commission and list of candidates shall be displayed within 24 hours of the last date of receipt of nomination papers.



(18) Within 2 days of display of final list of candidates, the polling for election of office bearers shall be held.

(19) The final result of the election of members of The Committee and office bearers shall be officially announced at the annual general meeting of the Association called for this purpose within fifteen days of the date of polling under the preceding clause but not later than 30th of September of the year;

(20) The announcement of election results in the annual general meeting in pursuance of the sub-rule 19 of Trade Rules 18 shall be the material date for the purposes of paragraph (iii) of clause (f) of sub-section (3) of section 14 of the Trade Act.

(21) The final election results announced in the annual general meeting shall be:

(a) Displayed at the notice board of the head office and regional offices of the Association within two days;

(b) displayed at the website of the Association within two days; and (c) submitted to the Regulator within 7 days.

#### **F- CONDUCT OF ELECTIONS**

(1) 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.

(2) 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 trade organization, the passport and the driving license. The polling officer shall enter the number of identification document on the counterfoil.

(3) After comparing the signatures and photograph with the specimen signature card the polling officer shall hand over the ballot paper to the voter.



(4) The ballot paper shall be signed by the Secretary General or an officer of the trade organization duly authorized by the commission in this behalf and shall also be signed by the polling officer at the time when it is issued.

(5) 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.

(6) Adequate arrangements shall be made to maintain the secrecy of the polls.

(7) Proper account shall be maintained by an officer designated by the commission in respect of ballot papers including used, unused, tendered, challenged or spoiled ballot papers.

(8) The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.

(9) The 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.

(10) No ballot paper shall be invalid for failure to have cast all votes on all seats contested for in the said election.

(11) Counting of votes shall take place immediately after the polling hours under the supervision of polling officer in the presence of candidates or their polling agents, if any, at the designated sites.

(12) Provisional results may be declared by the commission immediately after the counting of votes is completed.

(13) 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.



(14) Having completed the counting and compilation of results, the record pertaining to the elections shall be sealed and signed by the commission or any officer designated by the commission and the Secretary General and shall be handed over to the Secretary General for safe custody.

(15) The record of elections shall be opened for inspection upon an application made in this behalf by the candidates within seven days of the date of polling and with the approval of the Regulator.

#### **10- ORGANIZATIONAL STRUCTURE OF ASSOCIATION**

(1) The Association shall comprise of a Chairman, Senior Vice Chairman, Vice Chairman, the Committee and a General Body:

(2) Members of Association shall constitute its General Body.

(3) The General Body constituted under sub-rule (2), in addition to the functions and responsibilities assigned to it in the memorandum and articles of association of the Association shall, subject to the provisions of clause (c) of sub-rule (5) and sub-section (7) of section 10 of the Trade Act, serve as the electoral college for election of members of The Committee, except for the seats reserved for women for which the electoral college shall be the Committee.

(4) The Committee of Association shall comprise persons elected by the General Body from amongst its members, subject to the following, namely: -

(a) There shall be sixteen seats of the Committee at present which may be changed by the Committee from time to time subject, however, to the provisions of clause (a) of sub-rule (5) of Rule 21 of the Trade Rules.

(b) At least fifty per cent of the members of Committee shall be from the corporate class.

(c) The Electoral College for each class of members of Committee shall be the members of General Body from the respective class.



(d) In addition to the seats provided in clause (a), the immediate past Chairman of the Association shall be an ex-officio member of the Committee without voting right.

5) In addition to the number of seats described in clause 10(4)(a) above, two seats of Committee shall be reserved for women entrepreneurs for which the Electoral College shall be the Committee.

(6) If any seat reserved for any of the stipulated categories remains 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.

(7) In Association, in case at least fifty per cent members are from Associate Class, there shall be rotation of office of the Chairman between the Associate and Corporate Members.

(8) Where there is rotation of office of Chairman under sub-rule (7), the Chairman and Senior Vice- Chairman shall not be from the same class of members

(9) The office bearers of Association shall be elected by the Committee from amongst its members.

(10) The tenure of all elected office bearers shall be one year, i.e. from 1st day of October to 30 th day of September.

(11) The tenure of members of the Committee provided shall be two years subject to the following:

(a) fifty per cent members of the Committee shall retire every year;

(12) The tenure of office bearers of the Committee shall be one year.

(13) On completion of the term the office bearers and members of the Committee shall not be eligible to contest election or co-option in any representative capacity in the Association for the next one year.



Provided that this sub-rule (13), shall not apply to the office bearers and members of the Committee elected under the repealed Trade Act.

## **11. REPORTING REQUIREMENTS**

Notwithstanding the requirements under the Companies Act, 2017, the Association shall annually submit by 31st December, to the Regulator:

- (a) annual financial statements as approved by the Committee and prepared by auditors;
- (b) plan of activities for the next year as provided in rule 23; and
- (c) a soft and hard copy of list of members as on November 30, in the format at Annex-I of Schedule B of Trade Rules

## **12. PLAN OF ACTIVITIES AND PERFORMANCE REVIEW**

(1) Association shall prepare a three year plan of activities which shall be approved by the Committee following distribution amongst its members and cover among other matters the proposed future activities, finances and outcome of such activities intended by the Association during the said three year period.

(2) Association 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 Association to include but not be limited to minutes of meetings and the trade organization's plan of activities.

## **13. MANAGEMENT**

(1) Association shall appoint a Secretary General through a Human Resources Committee formed by Committee and consisting of three members of the Committee.



(2) The Secretary General shall be in charge of the secretariat of the Association. The Association shall frame the rules and regulations for hiring and service rules for Secretary General and other staff.

(3) The signatures of the Secretary General shall be mandatory for operation of all the single or jointly operated bank accounts of the Association.

(4) The termination of services of the Secretary General shall be through a resolution of the Committee.

(5) 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.

(6) Any other staff or professional management shall be appointed through a process to be defined in the Association human resource policy.

#### **14. WEBSITE**

Association shall within one year from the date 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, The Committee members, management and members of the General Body;

(b) Memorandum and articles of association as well as bye-laws, if any;

(c) Plan of activities and statement of vision;

(d) Schedule of The Committee meetings and minutes of such meetings; and

(e) Schedule of elections, voters' list and election results during the election period as provided in these Articles.

#### **15) STANDING-COMMITTEE**

If it is considered necessary or desirable at any time to appoint standing-committee for any specified purposes, the Committee shall be competent to appoint Convener



of such standing-committee with such powers and duties as may be defined by the Committee from time to time.

#### **16) INTERIM ARRANGEMENT**

In the case of the Committee, the Chairman or in his absence the Senior Vice Chairman or Vice Chairman and in the absence of both of them any member of the Committee elected for the time being by a majority of votes shall preside such meetings of the Committee.

#### **17) VACANCIES**

Casual vacancies of Members of the Committee shall be filled in by the Committee from General Body. Those of the Chairman, Senior Vice Chairman and or Vice Chairman shall be filled by the Committee by election from amongst its existing members and the resultant vacancies of the member(s) shall be filled by co-option. Provided that no such vacancy shall be filled under this sub-clause during the first 90 days as well as 270 days after holding of the annual election.

#### **EXPLANATION:**

The Term "Casual Vacancy" shall include all vacancies occurring for any reason after the announcement of the results of the annual election.

#### **18) POWERS AND DUTIES OF THE CHAIRMAN**

The Chairman shall perform such duties and have such powers as vested in the Chief Executive in terms of the Act without prejudice to the generality, the Chairman shall discharge the following duties, namely:

- (i). To preside at the meetings of the Committee and / or meetings of the General Body.
- (ii). To control and maintain decorum and discipline at the meetings.
- (iii). To look after and supervise the working and activities of the Association.



- (iv). To use his casting vote in case of equality of votes in all the meetings.
- (v). To give precedence to any item of the Agenda and to give rulings to points that may be raised in meetings.
- (vi). To direct the Secretary General to call the meeting of the Committee and the General Body, as the case may be.
- (vii). To adjourn or disperse unruly and undisciplined meetings.
- (viii). To lead delegations and deputations.

(ix) The Chairman may also delegate his powers to any Senior Vice Chairman or Vice Chairman and functions as may be deemed fit by him

19). In the absence of the Chairman, the Committee shall appoint Senior Vice Chairman or Vice Chairman who shall exercise all the powers of the Chairman and discharge the duties in relation to the Association and the Committee.

## 20) POWERS AND DUTIES OF THE COMMITTEE

Ordinarily the Committee shall have the following powers and duties:

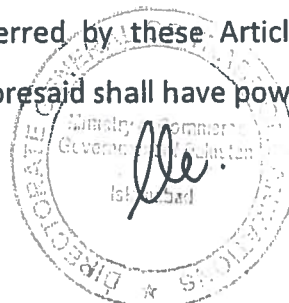
(A). To carry out all the rules, aims and objects of the Association. Constitute Standing Committees to achieve these objectives.

(B). To look after and manage all the property; movable and immovable held by the Association,

(C). To approve the activities of the Association.

(D). To form a Human Resource Committee consisting of three members for appointment of Secretary General and other staff jointly with Secretary General, and suspend or dismiss any paid employee of the Association and to determine the terms and conditions of Employment of the employees.

E) Without prejudice to the general powers conferred by these Articles the Committee subject to such supervision and control as aforesaid shall have powers:



- i) To appoint Committees for any specific purpose and to delegate any of their powers to any such Committee and to make, vary, and repeal bye-laws or rules for the regulation of the proceeding of such committees.
- ii) To make, vary, repeal and to bring into effect such bye-laws as may be considered to be in the interest of or conducive to the objects of the Association subject to confirmation by the General Body, as well as rules for the regulations of the business of the Association of its Officers or servants.
- iii) To enter arrangements upon terms and subject to such conditions as the committee may deem desirable for working in conjunction with any Government, Municipality, company, Firm, Organization, Mission or other body for purpose connected with any business, research or other activity with which the association is concerned.
- iv) To appoint , and at their discretion, remove or suspend such officers, clerk and servants from permanent, temporary or special services as they may from time to time think fit and to determine their powers and duties and fix salaries or emoluments and to require security in such instances and to such amount as they think fit.
- v) To acquire and take over property held by any trustees or other persons for the purposes of Association.
- vi) To purchase or otherwise acquire for the Association any property, rights or privileges which the Association is authorized to acquire at such price and for such consideration and generally on such terms and conditions as they think fit.
- vii) To sell, exchange, partition, lease, invest or otherwise dispose off the property of the Association or any part thereof or any interest therein for money or other valuable consideration.



- viii) To invest money in the name of association in their absolute discretion.
- ix) To improve, repair, and maintain and ensure any of the property of the Association, and to discharge all debts and liabilities of the Association.
- x) To institute, conduct, defend or abandon any suits or other proceedings by or against the Association or its officers and also to compound and to allow time for payment or satisfaction of any debts, claims or demands by or against the Association.
- xi) To refer any claims or demands by or against the Association to arbitration.
- xii) To contribute to any enterprise whether conducted by individuals or organization which shall have for its objects the making or doing of anything conducive directly or indirectly to the furtherance of the objects of the Association.
- xiii) To pay all the expenses incurred in the arrangement of the business of the Association including the costs, charges and expenses preliminary or incidental to the incorporation of the Association.
- xiv) To enter into all such negotiations and contracts and to rescind or vary such contracts and execute and do all such acts, deeds, and things in the name and on behalf of the Association.
- (F). To co-operate with other person or persons or Associations in the interest of the Association.
- (G). To settle differences of opinion between members and to hear appeals whenever such appeals come to the Committee under these Articles.
- (H). To convene meetings of the General Body and to place proposals relating to the specific problems of the Association.
- (I). To issue instructions and directions, to members of the Association.



(J). To interpret these Articles.

(K). To incur all recurring expenses necessary for the carrying out of its functions.

## **21) POWERS AND DUTIES OF SECRETARY GENERAL**

i) He shall have charge of all correspondence with the members regarding their membership and shall take steps for realization of subscription from them and shall keep or cause to keep accurate and proper accounts of the funds of the Association. He shall be responsible for the preparation of the Income and Expenditure Account and Balance Sheet, under the supervision of the Chairman. He shall issue all notices, prepare the Agenda for the meetings of the Association and of all the Committees. He shall be custodian and shall hold charge of all documents, papers, furniture and all other properties movable and immovable belonging to the Association.

ii) He shall issue the minutes of the last meeting of the Committee along with the Agenda of the next meeting to the Committee with the permission of the Chairman.

iii) He shall effectively implement that the resolutions/decisions of the Association and of the Committee.

iv) He shall prepare the Annual Report and all other reports under the guidance of the Chairman

v) Generally, he shall perform all such duties as are incidental to his office, provided that the Secretary General with the permission of Chairman may delegate all or any of the above powers and functions to any other officer of the Association.

vi) In the absence of the Secretary General or otherwise the Chairman may delegate his powers to any other person.

vii) He shall attend the Meetings and conferences of Public or Private bodies whenever nominated by the Chairman.

viii) He shall sign cheques jointly with Chairman , Senior Vice Chairman or Vice-Chairman , or any member of the Committee duly authorized in this behalf.



## 22) RESIGNATION, REMOVAL AND EXPULSION FROM MEMBERSHIP

(a). Any member may resign from the Association by giving 30 days' notice in writing to the Chairman and on expiry of the notice, 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 for expulsion from the membership of the Association shall remain liable for all dues to the Association up to the date of resignation, removal or expulsion.

(b). Any member who has resigned or whose name has been removed from the register or who has been expelled from the membership of the Association shall not be entitled for refund of any money paid by him to the Association.

(c). With the show cause notice, member shall be liable to be fined up to an amount equal to that of the Membership Fee or to be expelled from the membership of the Association, or the rights and privileges of member shall be liable to be withdrawn, for any of the following reasons by a resolution of the Committee passed in a meeting specially convened for the purpose by two third majority of the members present in person.

(i). Neglecting or refusing to submit to, abide by, or carry out any decision of the Committee taken within the limits laid down by the Articles of the Association or by the Trade Ordinance, or any, rules, regulations, instructions or directions issued thereunder.

(ii). Indulging in unethical practices in the field of Trade, Industry and Services.

(iii). Intentional violation of the rules, regulations, or bye-laws of the Association, provided that a member shall not be expelled by the Committee unless he has been given an opportunity of explaining his position in writing and / or in person.

(iv) The member so expelled shall have the right to appeal, within one month from the date of expulsion, to the General Body of the Association.



(v) When such an appeal is made by the member, the 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.

(vi) The aggrieved person shall have the right to appeal to the Regulator, whose decision shall be final and binding.

### **23) CESSATION OF MEMBERSHIP**

A member shall cease to be a member of the Association for any of the following reasons:

- (i). If he resigns from his membership
- (ii). if he is expelled from membership
- (iii). If he fails to pay annual subscription within stipulated period.
- (iv). If any change is made in the constitution or corporate name of the firm, company or corporate name of the firm, company or corporation which substantially alters the composition of that firm, company or corporation or
- (v). In case of an individual, if he is undischarged 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
- (vi). 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
- (vii). In the case of company or corporation, when it is wound up, or
- (viii). If he closes or transfers his business to a place outside the limits, or
- (ix). If he is expelled from membership of the Association under the Trade Act, or any other laws for the time being in force governing the activities of Association.



## **24) RESTORATION OF MEMBERSHIP**

a) 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.

b) Any vacancy caused by disqualification under the provisions of these Articles, on the Committee shall be filled for the remaining part of the term by the Committee.

## **25- GENERAL BODY MEETINGS**

a) The General Body Meetings of the Association shall be held once at least in every calendar year in accordance with the provisions of the Trade Organizations Act, 2013, The Trade Organizations Rules, 2013.

b) The above-mentioned meeting shall be called Ordinary General Meeting; all other General Meetings shall be called Extra-ordinary General Meetings.

c) The Executive Committee may, whenever think fit, and or on requisition in writing signed by 1/10th of total members of Association may call an Extraordinary General Meeting. Any such requisition duly signed must state the objects of the meeting proposed to be called and deposited at the registered office of the Association.

d) On receipt of the requisition, the Committee shall forthwith proceed to call a General Body Meeting. If the Committee does not proceed to call a meeting to be held within twenty-one days from the date of requisition being so deposited, the requisitionists may themselves call a meeting provided 21 (twenty-one) days written notice is served to all members through registered post/courier along with the agenda.

e) Subject as aforesaid, notice of General Body Meeting shall be given to members at least 21 days before the date fixed for the meeting specifying the place and the day and hour of the meeting along with the agenda of the meeting as the Committee may determine.



## 26) PROCEEDINGS AT GENERAL MEETING

a) Subject to provisions of the Act relating to Special Resolution, twenty-one days' notice at least specifying the place, the day and the hour of meeting and the general nature of the business, shall be given to the members in manner hereinafter mentioned, but accidental omission to give notice to or non-receipt of notice by, any member shall not invalidate the proceedings of any meeting.

b) All business shall be deemed special that is transacted at an Extraordinary General Meeting and all that is transacted at an Ordinary General Body Meeting shall also be deemed special business with the exception of the ordinary business.

c) No business shall be transacted at any meeting unless a quorum is present at the commencement of the business. A quorum shall be 20 members present in person whichever is less.

d) If within half an hour from the time appointed for any General Meeting a quorum of members is not present, the meeting, if called on the requisition of the members shall be dissolved and in any other case shall stand adjourned to the same day in the following week unless it be a Public holiday when the meeting shall be adjourned to the next business day following such holiday, and if at such adjourned meeting a quorum of members is not present within half an hour from the time appointed for the meeting the same, if an Extraordinary General Meeting shall be adjourned sine die, and if an Ordinary General Meeting shall be proceeded with the members present in person who will constitute a quorum for transaction of the business for which the meeting was called.

e) The Chairman of the Association or in his absence Senior Vice Chairman or Vice Chairman shall preside as chairmen at General Body Meetings of the Association. In the absence of the Chairman, and both the Senior/Vice Chairmen of the Association, the Members present at the meeting shall choose among themselves to be the chairman of that meeting.



f) The Chairman may, with the consent of the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at meeting from which the adjournment took place.

g) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman or by at least five members present in person and unless a poll is so demanded a declaration by the Chairman that a resolution has, on show of hands have been carried, or carried unanimously, or by the particular majority or lost, and entry to that effect in the book of proceedings of the meetings of the Association shall be conclusive evidence of that fact; without proof of the number or proportion of the votes recorded in favor of, or against that resolution.

h) If a poll is demanded in manner aforesaid, the same shall be taken in such manner as the Chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

## **27) VOTE OF MEMBERS**

a) The voting right of the members shall be exercised in the case of individual members by such members personally, and in the case of other members by any partner of a firm or Director of a company or by any Manager, agent or employee authorized to carry the business or affairs of any such member.

b) On a show of hands every member shall have one vote and on a poll each member shall have one vote.

c) The right of vote is to be exercised by the eligible members in General Body Meetings.



## 28) ACCOUNTS

a) The proper books of Accounts of the Association shall be maintained which respect to :

i) All sums of money received and spent by the Association and the matters in respect of which the receipt and expenditure takes place, and

ii) The assets and liabilities of the Association.

b) The books of accounts shall be kept at the registered office of the Association.

c) The Committee shall determine from time to time whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Association or any of them shall be open to the inspection of the members, not being members of the Committee, and no member (Not being a Member of the Committee) shall have any rights for inspecting any account or document of the Association except as conferred by law or authorized by the committee or by the Association in General Body Meeting.

d) The Annual Accounts of the Association shall be got audited and approved by the Committee in accordance with the provisions of the Trade Organizations Act,2013, The Trade Organizations Rules,2013 and, the Act.

e) The Auditors report shall be attached to the Balance Sheet and Income and Expenditure Account.

f) Every such Balance Sheet and Income and Expenditure Account shall be accompanied by a report of the Committee as to the state and condition of the Association and the account, report and Balance Sheet shall be signed by the two members of the Committee, so appointed for this purpose.

g) A copy of the audited Income and Expenditure Account and Balance Sheet together with the Report of the Auditors and of the Committee shall be kept at the registered office for inspection of the Members.



h) A banking Account shall be opened, maintained and operated in the name of the Association at such Bank/Banks and in such manner, as the Committee shall from time to time determine.

i) Once at least in every year the Accounts of the Association shall be examined and the correctness of the Balance Sheet and the Income & Expenditure Account ascertained by one or more Auditors in accordance with the provisions of the Trade Organizations Act, 2013, The Trade Organizations Rules, 2013 and, the Act.

### **(29) AUDITORS**

a) The Auditor(s) shall be appointed by the Committee in accordance with the provisions of the Trade Organizations Act, 2013, The Trade Organizations Rules, 2013 and, the Act.

b) A retiring Auditor shall be eligible for re-appointment.

c) The Committee shall fix the remuneration of the Auditor(s).

d) The Committee may fill in, any casual vacancy in the office of the Auditor.

e) Every Auditor or Auditors have a right to access at all times to the books and accounts of the Association and shall be entitled to enquire from the Committee such information and explanation as may be necessary for audit.

### **(30) AMENDMENTS IN THE ARTICLES AND MEMORANDUM**

Amendments in these Articles or Memorandum can be effected only at General Body Meeting of the Association Provided that all amendments shall be subject to the approval of Government and shall also be made by Regulator when required by it in the public interest.

### **(31) SEAL**

The Committee shall as soon as practicable provide for a common seal of the Association. The seal shall be deposited with the Secretary General at the Head



Office and shall never be affixed to any document except in the presence of the Chairman or Senior Vice Chairman and in pursuance of a resolution of the Committee. Deeds, bonds and other documents to be made under the Seal shall be deemed to have been duly executed on behalf of the Association, if sealed with the common seal of the Association, and signed by the Chairman or Senior Vice-Chairman and countersigned by the Secretary General or by the person acting as Secretary General.

### **(32) - INCONSISTENCY**

Notwithstanding anything contained in these Articles, the provisions of Trade Act and Trade Rules will prevail to resolve any inconsistency.

### **(33) WINDING UP**

The provisions of the Trade Act , the Trade Rules and the Act , as amended from time to time, as may be applicable regarding the winding up of associations shall apply in case of winding up or dissolution of the Association.

### **(34) INDEMNITY**

Subject to the provision of the Act and of this Article, no member of the Committee or of any Standing-Committee and agent, Manager, Auditor, Secretary General or other officer or Servant for the time being of the Association shall be responsible for any loss or expense to which the Association may be put unless the same shall happen through their own willful negligence or default.

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



(v) When such an appeal is made by the member, the 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.

(vi) The aggrieved person shall have the right to appeal to the Regulator, whose decision shall be final and binding.

### **23) CESSATION OF MEMBERSHIP**

A member shall cease to be a member of the Association for any of the following reasons:

- (i). If he resigns from his membership
- (ii). if he is expelled from membership
- (iii). If he fails to pay annual subscription with in stipulated period.
- (iv). If any change is made in the constitution or corporate name of the firm, company or corporate name of the firm, company or corporation which substantially alters the composition of that firm, company or corporation or
- (v). In case of an individual, if he is undischarged 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
- (vi). 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
- (vii). In the case of company or corporation, when it is wound up, or
- (viii). If he closes or transfers his business to a place outside the limits, or
- (ix). If he is expelled from membership of the Association under the Trade Act, or any other laws for the time being in force governing the activities of Association.



the several persons whose names & addresses are subscribed below, are desirous of being formed into an Association, in pursuance of this Act.

NAME OF SUBSCRIBER	REPRESENTED BY	ADDRESS	SIGNATURE
1. M. Mohd. Yousuf R. Imran	M. A. Khatiwara Trading Co.	Quinn & Potatoes Wholesale Market, University Road, Karachi	<i>[Signature]</i>
2. M. Usman Khan	M/s. L. H. Khan & Co.	1/5 Jaffer Suleman Business Recorder Road, Karachi	<i>[Signature]</i>
3. M. Hafeez Siddique	M/s. H. H. International	Quinn & Potatoes Market, University Road, Karachi	<i>[Signature]</i>
4. M. Abdul Kadir	M/s. M. Yousuf & Sons	New Quinn & Potatoes Market, University Road, Karachi	<i>[Signature]</i>
5. M. Mohd. Dawood Nigam	M/s. Mohd. Dawood & Sons	University Road, Fruit Market, Karachi	<i>[Signature]</i>
6. M. Mohd. Sadiq	M/s. Dawood Enterprises	New Quinn & Potatoes Wholesale Market, University Road, Karachi	<i>[Signature]</i>
7. M. Hafeez Ghobroddin	M/s. H. H. Ghobroddin & Co.	917 PIB Colony, Karachi	<i>[Signature]</i>
8. M. Hafeez Abdul Mannan	M/s. Hafeez Abdul Mannan	New Quinn & Potatoes Market, University Road, Karachi	<i>[Signature]</i>
9. Mr. Hafeez Abdul Mannan	M/s. Hafeez Abdul Mannan	New Quinn & Potatoes Market, University Road, Karachi	<i>[Signature]</i>
10. M. Malik A. Sattar	M/s. Malik A. Sattar & Co.	51-A Shalimandi, Lahore	<i>[Signature]</i>
11. M. Shaukat Asghar Rathod	Polish & Fruits Exporters Society, Ravi Road, Lahore		<i>[Signature]</i>

WITNESS TO THE ABOVE SIGNATURE

Witness No. 1.

Witness No. 2.

Certified to be True Copy

*[Signature]*  
Deputy Registrar of Companies

Certified to be True Copy  
*[Signature]*  
Deputy Registrar of Companies