

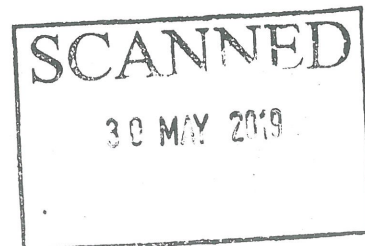
MEMORANDUM

&

ARTICLES

OF

ASSOCIATION



Yousuf Khan



SUNDAR TRADE & INDUSTRY ASSOCIATION

(MEMORANDUM OF ASSOCIATION)

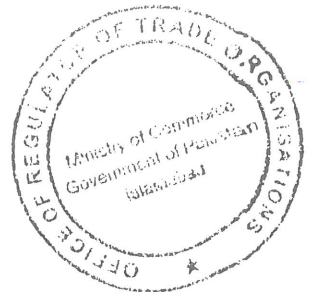
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Amir Khan



ARTICLES OF ASSOCIATION

Subject

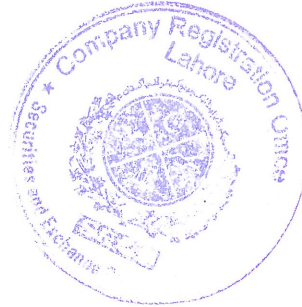
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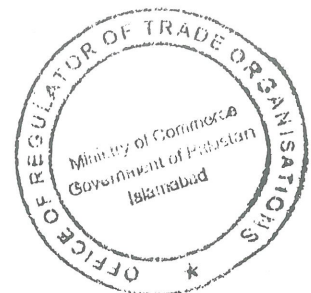
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Imam Khan



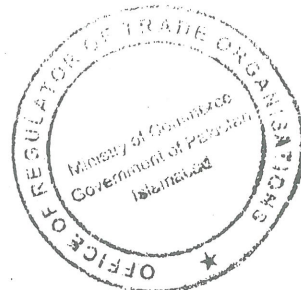
MEMORANDUM OF ASSOCIATION

(Sundar Trade & Industry Association)

1. The name of the Town Association shall be "Sundar Trade & Industry Association" hereinafter called the "Town Association".
2. The registered office of the Association shall be situated at Gate No. 1, Sundar Industrial Estate, Sundar-Raiwind Road, Lahore.
3. The aim and objects for which the Association is established are:-
 - a. To take over rights, assets, liabilities, secretariat and establishments of the Sundar Trade & Industry Association.
 - b. To promote, foster, encourage, protect and advance the interest of members engaged in trade, commerce, industries and manufacturing at Sundar Industrial Estate, Lahore including its adjoining areas and good relations/unanimity among members.
 - c. To take up, consider, discuss and make known the views of the Association on questions and matters connected with or affecting the interests of such members.
 - d. To promote or oppose legislative or other measures affecting interests of such members and to make representations to Local, Provincial, Federal and other authorities on matters concerned with such interest.
 - e. To secure, wherever possible, organized and/or concerted action on all subjects involving the interests of members.
 - f. To safeguard and protect the interests of the members and to secure them from the authorities concerned all amenities, particularly in relation to, but not limited to:-
 - i. Regular and adequate supply of water, electricity, gas and utilities.
 - ii. Proper and adequate arrangements for transport for the employees and/or laborers having their place of work in Sundar Industrial Estate, Lahore, and in particular those employed by the members of the Association.
 - iii. Proper and adequate means of sanitation, drains, sewerage and disposal of effluent.



- iv. Proper and adequate measures for safety and security and policing of Sundar Industrial Estate, Lahore.
- v. Establishment of posts telegraphs and telephone services sufficient for the needs of the Sundar Industrial Estate, Lahore.
- g. To subscribe to, become a member of the Lahore Chamber of Commerce & Industry and co-operate with any other trade organizations, whose objects are altogether or in part similar to those of this Association and to co-operate with and to procure from and communicate to any such organization such information as may be likely to promote the objects of the Association.
- h. To establish, maintain, control, manage and regulate, if and when it is deemed fit and proper, separate departments each devoted solely to a particular trade; commerce or industry and for each such particular trade, commerce or industry to establish, maintain, control, manage and regulate exchanges and clearing house or houses, to provide forms of contracts compulsory or permissive, to be used by the members to establish just and equitable principles in the various dealings in such trade; commerce or industry, to fix or adopt standards for classification or analysis of commodities dealt with, and to frame from time to time, such rules and byelaws as may be deemed fit and proper for all or any of the aforesaid matters.
- i. To arbitrate in the settlement of disputes arising out of commercial transaction between the parties willing or agreeing to abide by the judgment and decision of the Association.
- j. To adjust controversies between the members of the Association.
- k. From time to time borrow or raise money, which may be required for the purpose of the Association upon bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Association or by mortgage or charge of the Association's property.
- l. To accept any bequest, gift, donation or subscription towards or to accumulate and provide a Fund or an Endowment or wakf 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.

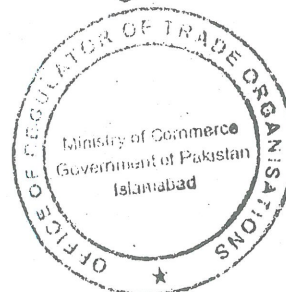


- m. To accept deposits of money or goods for any objects of the Association as may be deemed fit.
- n. To subscribe to any local or other charity and to grant any donations for any public purposes and to provide provident or superannuation fund or funds for the servants of the Association or otherwise to assist any such servants, their widows and children.
- o. To file, prosecute, defend, arbitrate, withdraw or concur, 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.
- p. To remunerate any person or company for services rendered or to be rendered in or about the conduct or management of the affairs of the Association.
- q. To collect, circulate and disseminate statistics and other information relating to the Exports, Imports, Production and sale of Goods.
- r. To sign, seal, execute and deliver all instruments, deeds, documents and writings whatsoever that may be found to be necessary or expedient in realization of the objects of the Association or conduct of its affairs.
- s. To purchase, take on lease or hire or otherwise acquire any moveable or immovable property or any rights and privileges necessary or convenient for the purpose of the Association.
- t. To construct, or alter or keep in repair any building required or used by or for the Association and to pull down or demolish any buildings not so required.
- u. To invest money of the Association not immediately required in such securities as may, from time to time, be determined by the Committee, including any debentures issued by the Association.
- v. To solicit, obtain or accept subscriptions, donations, grants, gifts, devices, bequests, and trusts from any person, firm, corporation, organization or institution.
- w. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing placing of any debentures or other securities of the Association.
- x. To establish and support, or aid in the establishment and support of organization, institutions, funds, trusts and conveniences calculated to



benefit employees of the Association or the dependents and grant pensions and allowances, and to make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition or for any public or useful object.

- y. To enter into any arrangement with any Government or other authority, supreme, municipal, local or otherwise, including Estate authorities, that may seem conducive to the Association's objects or any of them, and to obtain from any such Government or other all rights, concessions and privileges which the Association may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- z. To sell, improve, manage, develop, exchange, lease or let, under-lease, sublet, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property of the Association.
- aa. To take or otherwise acquire and hold shares in any other organizations or company having objects altogether or in part similar to those of this Association.
- bb. To undertake or execute any trusts the undertaking of which may seem to the Association desirable either gratuitously or otherwise.
- cc. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
- dd. To pay out of the funds of the Association the costs, charges and expenses preliminary and incidental to the formation, establishment and registration of the Association, and all expenses which the Association may lawfully pay, having regard to the provisions of the Companies Act, 2017 or of incidental to the raising of the money for the Association, including brokerage and commissions for obtaining applications for, or taking placing or underwriting Debentures or Debentures Stock.
- ee. To give at any time to any person, firm or company the right to apply for or guarantee the subscription of, any of the Debentures, Debentures Stock or other securities of the Association at any price of consideration to be agreed upon by the Committee for time being of the Association and to annex any conditions or stipulations to such right of application as the said Committee may think proper.



11. To administer and run site self-security system, the establishment of which is indispensable for the attainment of the objects.
4. The income and property of the Association, when so ever derived, shall be applied solely towards the promotion of the object of the Association as set forth in this Memorandum of Association and no portion there of shall be paid or transferred, directly or indirectly, in the shape of dividend or bonus or otherwise by way of profit to the persons who at any time are or have been members of the Association or to any of them or to any person preferring claim through any of them. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Association or to any member thereof or their person in return for any services actually rendered to the Association, or the payment of interest on money borrowed or rent for premises demised to the Association.
5. Without prejudice to the powers of the competent Court, alterations to this Memorandum of Association shall be subject to the approval of the Government and shall also be made when required by the Government in public interest.
6. The provisions made in paragraphs 4 and 5 of the Memorandum are, conditions on which a license is granted by the Federal Government to the Association in pursuance of section 3 of the Trade Organizations Ordinance Act, 2013 and is subject to provisions of rules made there under, Trade Organizations rules 2013, the Government laws, rules, regulations and instructions issued by the Federal Government and Regulator of Trade Organization from time to time.
7. The liability of the members is limited but if any member pays or receives any dividend, bonus or other profit in contravention of the fourth paragraph of this Memorandum, his liability shall be unlimited.
8. Assets upon winding up or dissolution of Association: -
- a. Every member undertakes to contribute to the assets of the Association in the event of the same being wound up during the time 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 ceased to be a member, and if the costs, charges and expenses of winding up the same and for the adjustment of the rights of the contributories amongst themselves such amount as may be required, not exceeding Rs. 5000/- or, in case of this



liability becoming unlimited, such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

- b. If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, to be determined by the members of the Association at or before the time of the dissolution, and in default by such judge of the High Court as may have or acquire jurisdiction in the matter.

9. The management of the affairs of the Association shall be entrusted to a Board of Governors. The names, Company Name and Factory/Business addresses of the present members of the Boards are:



Name and surname (present and former) in full	Father's / Husband's Name in full	NIC/NICOP (in case of Pakistani national) or Passport No (in case of foreigner)	Nationality (with former nationality and the origin, if different)	Occupation	Residential address/ registered office address or principal office (in case of a subscriber other than a natural person)	Signatures
Hashir Hameed	Abdul Hameed Khan	35201-7914597-3	Pakistani	Businessman	Plot No. 232-233 Sundar Industrial Estate, Lahore	
Mian Fahim Qamar	Mian Qamar ud Din Ahmad	35200-1533579-5	Pakistani	Businessman	Plot No. 107, Sundar Industrial Estate, Lahore	
Syed Adil Kamal	Muhammad Aslam Shah	34501-1958385-3	Pakistani	Businessman	Plot No. 219, Sundar Industrial Estate, Lahore	
Muhammad Irfan Qadri	Ahmad Bukhish Qadri	35202-7239654-1	Pakistani	Businessman	Plot No. 240, Sundar Industrial Estate, Lahore	
Muhammad Ahmed	Shamshad Ahmad	35202-2652953-5	Pakistani	Businessman	Plot No. 241, Sundar Industrial Estate, Lahore	
Malik Azhar Ali	Malik Muzaffar Ali Mughal	35201-6327748-7	Pakistani	Businessman	Plot No. 553-C, Sundar Industrial Estate, Lahore	
Abid Mumtaz	Mumtaz Shahzad	35202-0823053-3	Pakistani	Businessman	Plot No. 170, Sundar Industrial Estate, Lahore	
Abdul Rauf	Chaudhary Mukhtar Ahmad	31303-2389595-5	Pakistani	Businessman	Plot No. 37-B, Sundar Industrial Estate, Lahore	
Muhammad Asif Ali	Sheikh Nemat Ali	35201-1521342-7	Pakistani	Businessman	Plot No. 166, Sundar Industrial Estate, Lahore	
Zaki Aijaz	Ijaz Hassan Qureshi	35202-1678589-3	Pakistani	Businessman	Plot No. 142, Sundar Industrial Estate, Lahore	
Faheem Ahsan	Ehsan Elahi	35202-2831430-3	Pakistani	Businessman	Plot No. 631, Sundar Industrial Estate, Lahore	
Fraz Shaukat	Shaukat Mahmood	35202-2623444-3	Pakistani	Businessman	Plot No. 319-320, Sundar Industrial Estate, Lahore	
Muhammad Umar Farooq	Ashfaq Hussain	35202-2367886-1	Pakistani	Businessman	Plot No. 543-D, Sundar Industrial Estate, Lahore	

Dated 5th July, 2018

WITNESS TO ABOVE SIGNATURES

Name of Witness: Jawad A. Khan S/O Muhammad Abid

CNIC: 35202-6339987-5

Signature

Dated 5th July, 2018

WITNESS TO ABOVE SIGNATURES

Name of Witness: Muhammad Akram S/O Muhammad Shah

CNIC: 35102-0639183-3

Signature



ARTICLES OF ASSOCIATION
OF
M/S. SUNDAR TRADE & INDUSTRY ASSOCIATION

1. DEFINITIONS:

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

- a. **"The Association"** means the Town Association, **"Sundar Trade & Industry Association"**.
- b. **"Office – Bearers"** means and includes the President, Senior Vice-President, Vice President.
- c. **"The Committee"** means the Executive Committee of the Association.
- d. **"Act"** means Trade Organizations Act, 2013 (II of 2013)
- e. **"Rules"** means the Trade Organizations Rules, 2013 (as amended from time to time) framed under the Trade Organizations Act, 2013.
- f. **"Members"** means member (Corporate & Associate) on the Register of the Association:-
 - i. **"Corporate Member"** means a member of 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 turnover of not less than fifty million rupees.
 - ii. **"Associate Member"** means a member of Association which is not a body of corporate or a multinational or a sales tax registered manufacturing concern or a sales-tax-registered business concern having annual turnover of not less than fifty million rupees.
- g. **"General Body"** means all Members of the Associations.
- h. **"General Meeting"** means the meeting of general body of the Association, whether Ordinary, Extraordinary or Special.
- i. **"Office"** means the registered office of the Association.
- j. **"Ordinary Resolution"** means any Resolution passed at Ordinary General Meeting by a simple majority of votes of members present in person or proxy.
- k. **"Register"** means the register of the members of the Association to be kept in pursuance of company's Act, 2017.



- l. "Secretary General" means the Secretary General of the Association appointed for the time being under these Articles.
- m. "Words" indicating the singular number shall include plural number and vice versa. Words signifying persons shall apply, mutatis – mutandis, to firms, corporation, or joint Stock Companies.
- n. "Month" means the calendar month.
- o. "Year" means a year reckoned:-
- For the purpose of accounting from 1st July to 30 June.
 - For the purpose of terms of office 1st Oct to 30 Sep.
 - For the terms of members 1st Apr to 31 Mar
- p. "HR Committee" means the human resources committee formed by the executive committee consisting of three members of the executive committee in terms of Rule 24(1) of the Trade Organizations Rules, 2013.
- q. "Resolution" means any resolution passed at any meeting convened to take decision while adhering to the provisions of section 131 to 151 of the Act.

2. MEMBERSHIP

- a. For the purpose of registration, the number of members of the Association is declared to consist of unlimited number of members.
- b. The Association is formed for the attainment of the aims and objects contained in its Memorandum of Association and every members of the Association shall be deemed to have subscribed to the same.

3. Admission Fee and subscription:

In the article 6 the new clause 6(A) be inserted as:

(I) Admission fee and annual subscription for both members shall be as follows:-

<u>Category</u>	<u>Registration Fee</u>	<u>Yearly Renewal Fee</u>
Corporate & Associate	Rs. 15,000/-	Rs 24,000/- (@ Rs 2,000/- monthly)
Executive Committee Members (Office Bearers)	Rs. 15,000/-	Rs 48,000/- (@ Rs 4,000/- monthly)

4. APPLICATION FOR MEMBERSHIP: Applications for membership of the Association shall be in such form as may be prescribed from time to time by the



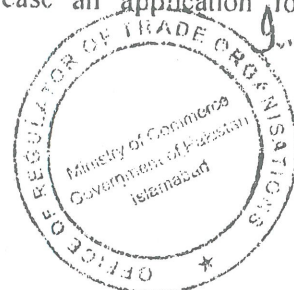
Executive Committee, and shall be proposed and seconded by existing members of the Association.

5. **ELIGIBILITY FOR MEMBERSHIP:** Any business concern shall be eligible for grant or renewal of membership of the 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 conducts trade, business or has industrial unit situated within the boundaries of Sundar Industrial Estate, Sundar-Raiwind Road, Lahore;
- c. The prospective member's business fits within the defined business scope or areas of jurisdiction of the Association as provided in the Memorandum and herein under the license granted by the Federal Government;
- d. The prospective member has no criminal conviction;
- e. The prospective member has a valid national tax number and sales tax registration, if applicable;
- f. The prospective member, engaged in business/industrial activities within the boundaries of Sundar Industrial Estate, Sundar-Raiwind Road, Lahore and is not a tenant of Sundar Industrial Estate, Sundar-Raiwind Road, Lahore, shall be eligible for Membership as an 'Affiliate Member' as defined in these Articles;
- g. **MINIMUM MEMBERSHIP THRESHOLD:** The Association would maintain, for all times, the minimum membership threshold of one hundred and fifty as required under Rules 10(2)(a)(6) of the Trade Organizations Rules, 2013.

6. **REGISTRATION FOR MEMBERSHIP:**

- a. Any individual, firm, company or corporation desirous of becoming a member of the Association and agreeing to abide by the memorandum and Articles of association and the rules and bye-laws framed there under from time to time shall submit an application in the prescribed form (Appendix A), duly filled in, to the Secretary General. The application form shall be accompanied by the admission fee and the amount of annual subscription prescribed. If the applicant is not admitted as a member the admission fee and the amount of subscription shall be refunded to him while communicating him the decision on his application.
- b. Every application for membership shall be placed by the Secretary General before the next meeting of the Executive Committee and the Committee may accept or reject the same without assigning any reason. In case an application for



membership rejected by the Committee, no fresh application from that particular individual, firm, company or corporation shall be entertained for a period of one year from the date of such rejection.

7. REJECTION, REMOVAL AND EXPULSION FROM MEMBERSHIP

Following are the conditions for Rejection, Removal and Expulsion from membership:

- a. Any member may resign from the Association by giving 30 days' notice in writing to the Committee and upon expiration of the notice he shall cease to be a member. The member who has resigned or whose name has been removed from register for non-payment of subscription or for expulsion from the membership of the association shall remain liable to pay 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 membership of the association shall not be entitled to refund of any money paid by him to the association.
- c. A member shall be liable to be fined up to an amount equal to that of the annual subscription the rights and privileges of a 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.
- d. Neglect of or refusing to submit to, abide by, or carry out any decision of the Committee taken within the limits laid down by the memorandum of Association or any rules, regulations, instructions or directions issued thereunder.
- e. Indulging in unethical practices in the field of trade, commerce or industry.
- f. Failure to pay arbitration fee, fine or any other due demand of the Association.
- g. Provided that a member shall not be expelled by the committee unless there has been given an opportunity of explaining his position in writing and / or in person.
- h. Provided further that 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.
- i. Provided further that 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.

- j. A member shall cease to be a member of the Association for any of the following reasons:
- (i) If he resigns from his membership as per clause (a) above; or
 - (ii) If he is expelled from membership as per clause (c) above; or
 - (iii) If he fails to pay annual subscription at the latest by the 31st January; or
 - (iv) If any change is made in the conventional or corporate name of the firm, company or corporation, which substantially alters the composition of that firm, company or corporation; or
 - (v) If he is found to be of unsound mind by a court of competent Jurisdiction; or
 - (vi) If he is adjudged insolvent or;
 - (vii) If he is convicted of any offensive involving moral turpitude; or
 - (viii) If he closes or transfers his business to any place outside the area covered by the association; or
 - (ix) If he is expelled from membership of the association under the trade Organizations Act 2013.
- k. No firm, company or corporation shall cease to be member of the Association by reason only of a change in its constitution caused by the admission retirement of death of a partner provided that the business of the firm, company or corporation is carried on it the conventional name is which such firm, company or corporation was enrolled as a member of the Association.

8 RESTORATION OF MEMBERSHIP:

- i 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.
- ii Any vacancy caused by disqualification under the provisions of these Articles in the Executive Committee shall be filled with the approval of Regulator TOs.

9 RIGHTS AND PRIVILEGES OF MEMBERS:

Every member of the Association shall be entitled.

- a. To take part according to the rules and regulations in force for the time being in the elections and the management of the affairs of the Association.



- b. To take advantage of the funds and property in the possession of the Association Committee, may determine time to time.
- c. To take advantage of the information and records available with the Association with such limitations as the Committee may determine.
- d. To obtain a copy of the Amount Report and Statement of Accounts of the Association.
- e. To obtain a copy of all the publications of Association either free of cost or at such price 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 the other members of the Association in accordance with these Articles.
- g. To participate in the General Marketing's 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 representative of the Association on any non-political public or private body.
- 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 limitations 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 marketing.
- l. To be entitled to such other privilege as may be specified by the Committee from time to time.

10 DUTIES AND OBLIGATIONS OF MEMBERS:

Every member shall have the following duties and obligations.

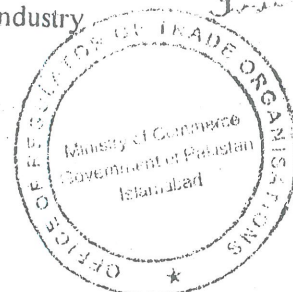
- a. To make every effort to carry out the aims and objects of the Association as set forth in the Memorandum of association.
- b. To carry out and abide by the rules and regulations of the association as laid down in these Articles or in bye-laws framed there under from time to time.
- c. To submit as far as possible all complaints, appeals, etc., in writing to the Secretary General.
- d. To pay the annual subscription of the Association regularly.
- e. To bring to the notice of the Committee any matter likely to cause any loss or harm to the interest of the association in whatever manner.



- f. To accept and abide by the decision of the committee provided the decisions are not inconsistent with provisions of the Memorandum or the Articles of the Association or the Trade organizations Act 2013, or any rules, regulation or directions issued thereunder.
- g. To convey to the Committee all information that may be considered necessary for promoting the aims and objects of the Association.
- h. To take part in the deliberations of the meetings of the Association, which he is entitled to attend and to abide by the rulers framed for the conduct of the business of the meetings from time to time.
- i. To assist and co-operate, with the committee in the eradication of unethical business practices from the field of trade commerce and Industry.

11 VOTING RIGHTS:

- a. Every member shall have one vote and shall have equal rights and privileges except as provided for in these Articles.
- b. If any member is a firm, company or corporation only one particular director or authorized representative of the said firm, company or corporation shall be entitled to act vote any meeting of the Association. To carry out and abide by the rules and regulations of the Association as laid down in these Articles or in by-laws framed there under from time to time.
- c. To submit as far as possible all complaints, appeals, etc., in writing to the Secretary General.
- d. To pay the annual subscription of the Association regularly.
- e. To bring to the notice of the Committee any matter likely to cause any loss or harm to the interest of the Association in whatever manner.
- f. To accept and abide by the decision of the Committee provided the decisions are not inconsistent with provisions of the Memorandum or the Articles of Association or the Trade organizations Act 2013 or any rules, regulations or direction issued there under.
- g. To convey to the Committee all information that may be considered necessary for promoting the aims and objects of the Association.
- h. To take part in the deliberations of the meetings of the Association, which he entitled to attend and to abide by the rules framed for the conduct of the business of the meeting from time to time.
- i. To assist and co-operate with the Committee in the eradication of unethical business practices from the field of trade commerce and industry.



12 REGISTER OF MEMBERS:

- a. A register of members shall be maintained at the registered office of the Association which shall be set forth the names and addresses of all the members, for the time being, and in which shall be recorded all changes in membership taking place from time to time. There shall also be an entry in the register indicating the nature of business carried on by each member, together with the name of the representative of the member authorized to participate in the business of the Association.
- b. Every member shall have the right to have the name of his/her representative changed from time to time provided that no such change shall be effected during the period from the date on which the final list of members and their representatives has been circulated for the purposes of the elections of the Association until after the holding of the election.

13 CERTIFICATE OF MEMBERSHIP:

Every member shall be entitled, without payment, to a certificate of membership under the seal of the association.

14 OFFICE BEARERS, EXECUTIVE COMMITTEE AND ITS COMPOSITION & POWERS:

The Management of the affairs of the Association shall be vested in the committee composed of as follows:-

President:	1
Senior Vice President:	1
Vice – President:	1
Executive Committee:	10

The members shall have the right to elect the following number of representatives on the Committee.

- a. 13 to be elected by ordinary Members.
- b. The Committee shall have the following powers and duties:-
 - (i) To carry out all the rules, aims and objects of the Association.
 - (ii) To make arrangements for the annual election of the committee within the time schedule prescribed in this behalf.
 - (iii) To continue and manage all the affairs of the Association until the next properly constituted Committee takes over the charge in accordance with these Articles.



- (iv) To look after and manage all the properties, movable and immovable held by the Association.
- (v) To appoint Sub-Committees, Special Committees or Standing Committees to deal with problems relates to any particular trade or industry or any issue having a bearing on the trade, commerce, industry or economy of the area covered by the Association.
- (vi) To delegate any of its powers to any Sub-Committee, Special Committee or Standing committee.
- (vii) To appoint Secretary General and such other paid staff as may be considered necessary for the efficient functioning of the Association and to lay down or regularize the terms and conditions of their service.
- (viii) To keep or cause to be kept proper books of accounts in which shall be entered true and complete accounts or the monetary affairs and transactions of the Association.
- (ix) To frame and enforce rules, regulations and bye-laws for the office administration, elections, trade practices, arbitration, appointment or umpires and appeal boards, compensation allowances and remunerations to the members or office bearers for their services to the Association and for all such purposes as are conducive to the promotion of the objects of the Association and in like manner rescind, add or alter such rules, regulations and bye-laws for the time being in force.
- (x) To represent the views of the Association on any matter relating to the objects of the Association.
- (xi) To convene Ordinary, Extraordinary or Special General Meetings of the Association.
- (xii) To nominate members to represent the Association on non-political public bodies.
- (xiii) To defray, wherever necessary, expenses of the delegates or nominees of the Association to conferences and meetings convened anywhere in Pakistan, which are likely to promote the objects of the Association.
- (xiv) To organize, hold or participate in any conferences, meetings, or seminars likely to further the interests of the Association provided that no invitation shall be extended to any foreign organization or individual, shall be accepted from the latter, for participation in any conference, meeting or

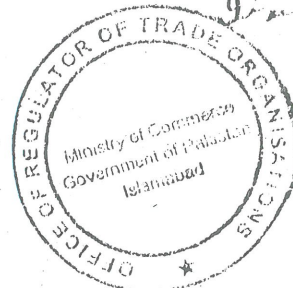


seminar to be held in Pakistan or abroad, without the prior permission of the Federal Government.

- (xv) To remove or expel any member from the Association or re-submit such expelled members in accordance with these Articles.
- (xvi) To fill any vacancy caused by resignation or expulsion of any member of the committee in accordance with these Articles.
- (xvii) To realize and collect on behalf of the Association admission fee subscription or donations or to raise funds and loans in case of need and make necessary rules for the same from time to time.
- (xviii) To approve or reject membership application, without assigning reasons thereof.
- (xix) To commence, institute, prosecute and defend all such actions and/or suits as the Committee may deem necessary and to compromise or submit to arbitration any action, suit, dispute or difference as the committee may think fit.
- (xx) To address all communication meant for the Federal Government through the Chamber of Commerce & Industry to which the Association is affiliated.
- (xxi) And generally, to adopt and carry out such measures, not inconsistent with the Memorandum and Articles of Association as may be necessary from time to time for achievement of the objects of the Association.

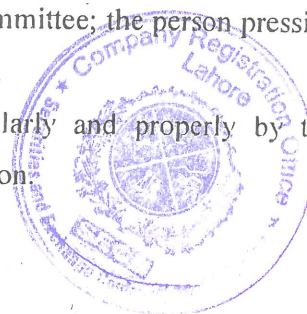
15 PROCEEDINGS OF THE COMMITTEE MEETINGS:

- a. The meeting of the Committee shall be held as often as the consideration of business requires and at least once in every two months.
- b. Notice of least days as stated in Companies Act 2017 specifying the place date and hour of every such meeting as well as the nature of business to be transacted shall be given. Non-receipt of notice by any member due to miscarriage of post or otherwise shall not invalidate the proceedings or any meeting. Provided that in the case of an emergent meeting, shorter notice may be given.
- c. Five members (which term shall include the President and vice-President) of the Committee shall form a quorum. No business shall be transacted unless the quorum is complete at the commencement of the meeting. If within half an



hour from the time appointed for the meeting a quorum is not formed, the meeting may be adjourned to the same day and hour next week if not otherwise decided by the members present, when no quorum shall be necessary.

- d. The President shall preside at every meeting of the Committee. If he is not present within 20 minutes of his time fixed for the meeting, one of the Vice-President shall preside and if none of them be present, the members present shall elect someone from among themselves to preside at that meeting.
- e. In case of equality of votes at a meeting of the Committee; the person pressing at the meeting shall have the second or casting vote.
- f. Minutes of all meetings shall be recorded regularly and properly by the Secretary General in a minute book of the Association



16 APPOINTMENT OF ELECTION COMMISSION.

Simultaneously with the approval of the election schedule as provided in rule 14 of the Trade Organizations Rules, 2013, the Executive Committee of the Association shall appoint an Election Commission subject to the following conditions, namely: -

- a. The Commission comprises of 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 Association for the preceding two years.
- d. The member of the commission shall not be entitled to become a candidate in the election, 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.

17 FUNCTIONS OF ELECTION COMMISSION.

The Election Commission shall be in charge of all arrangements connected with conduct of elections including but not limited to:-

- a. Appointment of polling staff.

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- b. Ensuring display of tentative voters' list by the Secretary General for the purpose of inviting objection as provided in Sub-Rule (3) or Rule 18 of the Trade Organizations Rules, 2013.
- c. Examination of and decision on the objections received on the voters' list as provided in Sub-Rule (6) of Rule 18 of the Trade Organizations Rules, 2013; and
- d. Supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, fair and transparent 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.

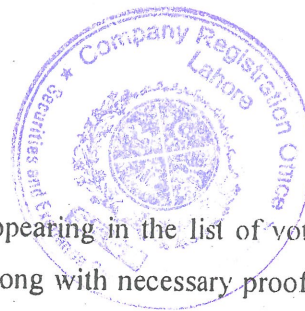
18 ELIGIBILITY TO VOTE

- i. A member shall be eligible to vote in election of the Chamber after completion of two year of membership in the Chamber provided such a member fulfills the conditions stipulated for the renewal of membership and the change of class of membership, if any, has been notified by the Secretary General with the approval of Executive Committee of the Chamber as the case may be, at least three months prior to announcement of election schedule.
- ii. Ever 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.
- iii. The proprietor, partner or director of the members firm or company concerned or a person not below the rank of General Manger authorized by the board of director 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.



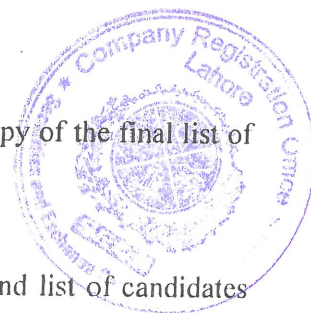
19 LIST OF VOTERS

- a. 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 ever 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:
- The Notice Board of the Chamber; and
 - The website of the Chamber
- b. The change, if any, regarding name of representative appearing in the list of voters shall be sent to the Secretary General of the Chamber along with necessary proof of eligibility within seven days of the announcement of election schedule.
- c. The members who have any objection to the entries / changes in the list of voters shall send their objections in writing to the Secretary General within seven days of the issuance of the said list.
- d. The Secretary General will intimate action on the objections or changes sent by members within seven days from the last day under preceding clause.
- e. 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.
- f. 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.
- g. 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 Head office and Regional Officers of the Chamber;
 - ii. The website of the Chamber.
- h. Within four days of the issuance of the final list of voters, any person who is eligible to contest the elections for the vacant post, shall send his nomination paper(s) duly proposed, seconded, and signed by the candidate to the Secretary General on the prescribed form in accordance with the Articles of Association or rules of the Chambers.
- i. 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.
- j. The nomination paper 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.
- k. 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.
- l. 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.
- m. 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.



- n. Within five days of display of the final list of candidates, the polling for Election of members of Executive Committee shall be held.

20 ELECTION OF OFFICE BEARERS AND THEIR TERMS OF OFFICE:

- a. The election of office-bearers shall be held by secret ballot (including postal ballot), and shall be completed before, and announced at, the annual general meeting of the association.
- b. The President, Senior Vice-President and Vice-President shall be deemed to have automatically retired from their respective offices on complete of their annual term of office, but for the purpose of continued representation on the Committee, they shall be treated on a part with the Members of the Committee.
- c. One-third of the representative shall retire every year and shall be those who have completed three consecutive terms of office on the committee. Provided that those to retire on completion of the first and the second yearly terms immediately after incorporation of the Association, shall be determined as follows:-
 - i. On completion of the first term. The names of one-third representative to retire shall be drawn by lot.
 - ii. On completion of the second. The names of one-third representative to retire shall be drawn by lot from out of the two-third representative who continued in office on completion of the first term.
- d. Each class of member shall separately elect the number of representatives required to fill the vacancies caused by retirement of their representatives expect that the time of the first election to be held after coming into force of these Articles, they shall elect the total number of representatives fixed for them in Article 18.
- e. The representatives so elected under Clause (iii) together with those already continuing on the committee under clause (ii) shall then elect from their own number one President, Senior Vice-President and Vice-President, the remaining representatives being called Members of the Committee Provided that on the occasion of the first election the President, Senior Vice-President and Vice President shall be elected by an from amongst the total strength of the representation elected on the committee under these Articles.



- f. The President, Senior Vice-President and the Vice-President shall be eligible to be elected as President, Senior Vice-President and/or Vice-President in one year only.
- g. On retirement from the committee, the retiring person shall no longer be eligible to stand, and his firm shall no longer have the right to put up any other candidate, for election to the committee for the next one annual terms.
- h. The Committee holding office for the time being shall normally fix dates between the 1st July and 30th September for the annual elections of the Association, shall cause notice of the dates so fixed to be issued in from of an Election Program to all members. The date of the Annual General Meeting shall also be notified in the Election Program least 30 days in advance.
- i. The Secretary General shall Supply to all members nomination papers in the prescribed form (Appendix B), together with a list of valid members, at least 21 clear days before the date fixed for the closing of ballot for election of Members of the committee. The last date ballot shall be fixed at least 10 clear days before the date fixed for the Annual General Meeting.
- j. Nominations duly completed shall be returned so as to reach the Head-Office of the Association within 10 days of the date of issue of then nomination papers by the Secretary General.
- k. A candidate desirous of standing for election to the committee must be proposed by one member and seconded by another belonging to the class of membership to which the candidate belongs.
- l. The Committee shall appoint a panel of three Scrutinizers from amongst the members of the Association not seeking election for, and deemed to have revoked their rights to hold office on the Committee during, the next term for scrutinizing the nomination and ballot paper of the candidate and compiling the results of election. The scrutiny of the nomination papers shall take place on the 11th from the date on which the nomination forms were issued by the Secretary General.
- m. The Secretary General shall circulate the names of the candidates whose nomination papers have been found valid by the Scrutinizers to all members of the Association not later than the 12th from the date on which the nomination forms were issued by him.



- n. No members shall vote for more than the number of persons to be elected provided that, subject to the provision below Article 18, on the occasion of the first election votes shall be cast in favor of 9 Ordinary.
- o. The ballot paper in the prescribed form (Appendix C) shall be supplied by the Secretary General in the presence of the Scrutinizers at the time of election each voter after being satisfied about the bon-fides of the voter in such manner, if any, as may have been prescribed an obtaining his signature on the list of voters or a register kept for the purpose in token of having received the ballot paper.
- p. Empty ballot box (ex) shall be provided at the office of the Association, duly locked and sealed after inspection in the presence of the candidates or their representatives, in which ballot paper shall be deposited by members up to 3 P.M. on the date fixed for the closing of the ballot. The ballot box (ex) shall be opened within half an hour thereafter, and the vote cast shall be scrutinized and accepted or rejected, as the case may be, by the Scrutinizers, who shall compile the results of the elections and deposit the same with the Secretary General the same day in writing.
- q. On the date and at the time already announced in the Election programme, shall be held under the supervision of the Scrutinizers, the elections of the President and the Vice-Presidents. The results of these elections shall also be compiled by the Scrutinizers in writing and deposited with the Secretary General. Provided that the elections of the President and Vice-President shall be held at least one day before the date fixed for the Annual General Meeting.
- r. The names of the office-bearers (including Members of the committee) for the ensuing year shall be formally announced at the Annual General meeting. The Office-bearers for the preceding year shall be deemed to have retired and the newly elected once shall be deemed to have taken over their respective offices at the Annual General Meeting.
- s. Incidental error or omission to send any notice, nomination or ballot paper to any member shall not invalidate the ballot or the elections.
- t. The candidates who receive the largest number of valid votes shall be deemed to have been duly elected.
- u. In the event of equality of votes polled by two or more members, the panel of Scrutinizers shall decide the election by drawing a lot and the person in whose favor the lot is drawn shall be declared as duly elected.



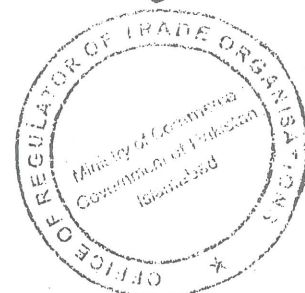
- v. Not more than one representative of any member shall be eligible to stand for election to the Committee, nor shall any individual seek election from two different classes of membership.
- w. No member, who has not paid his subscription and other dues to the Association before the election takes place, shall be eligible to stand for election or exercise his right of vote.
- x. Every member shall have one vote only. Provided that at the time of election he shall be entitled to use right of vote in favor of as many candidates as the number of vacancies to be filled from the class of membership to which he belongs. No casting votes shall be used at an election.
- y. Casual Vacancies: Any casual vacancy of a Member of the Committee shall be filled as stated in TOA & TOR 2013.
- z. The first office-bearers in terms of these Articles shall be elected within a period of 90 days from the date of incorporation of the Association. Meanwhile, the work of the Association shall be carried on by an Adhoc Committee, which shall be composed of subscribers to the Memorandum and Articles of Association. Whose number shall not exceed fifteen? The Adhoc committee so constituted shall be regarded as the committee of the associates for all intents and purposes.

21 GENERAL MEETING:

- a. "The first ordinary general meeting of the Association shall be held on such date and at such time and place not more than eighteen months, after the incorporation of the Association".
- b. Subsequent ordinary general meetings shall be held at least once in every calendar year within a period of six months following the close of its financial year but not more than fifteen months after the holding of last preceding annual general meeting at such time and place and may be determined by the Executive Committee and notice thereof shall be given to members as here in after provided every such general meeting shall be called an ordinary general meeting and every other general meeting shall be called an extraordinary general meeting annual general meeting shall be held by rotation.
- c. The following business shall be transacted at the Annual General Meetings:
 - i. Confirmation of the minutes of the last General Meeting.
 - ii. Presentation and adoption of the Annual Report of the Association



- iii. Presentation and confirmation of duly audited attachments of Accounts and passing of the budget for the ensuing year.
 - iv. Appointment of auditor or auditors for ensuing year and to fix his/their remuneration.
 - v. Announcement of the names of the office-bearers for the ensuing term.
 - vi. Any other business on the Agenda or which may be allowed to be discussed with the permission of the President.
- d. The meetings of the General Body of the Association other than the Annual General Meetings shall be called Extraordinary or Special general Meetings and shall be held at such time and place the Committee may deem convenient for the disposal of the business of the Association.
- e. The executive committee may whenever it thinks necessary or expedient, and shall upon requisition made in writing representing 1/10th of the voting powers of the ordinary members of the Association convene an extraordinary General Meeting on such date and at such time and place as they may determine. Any requisition made by members shall state the objectives of the meeting proposed to be called and such requisition shall be deposited with the Secretary General. Every meeting so convened shall be restricted in respect of its business to the proposed specified by the Executive Committee or in the requisition deposited by members.
- f. If the Secretary General does not proceed within 21 days from the date of the requisition so made to cause a meeting to be called, the requisition or a majority of them may themselves call a meeting but in either case the meeting so called shall be held within three months from the date of requisition. Every such meeting called by the requisitionists shall be called by the Secretary General.
- g. Any requisition for an extraordinary meeting shall express the specific object of the meeting and must be signed by the requisitionists and shall be set to the Secretary General at the Head Office of the Association by registered post acknowledgement due.
- h. Every question submitted to a General Meeting shall be decided by a majority of votes of the members present in person. Provided that in the event of difference of opinion between the Corporate Members and the Associate Members in a matter which concerns either of them as a class exclusively. No ordinary resolution shall be deemed to have been adopted unless it is carried by *June 6*



a majority of the votes of each class of the Corporate Members and the Associate Members present in person and entitled to vote on such resolution.

- i. Subject to the provisions of Company law relating to special resolutions, and to the provisions relating to the other meetings, twenty one days clear days' notice to the members specifying the place, day and hour of meeting and in case of special business shall be given by notice as here in after provided and with the consent in writing of all the members entitled to vote a meeting may be convened by a short notice and in any manner they think fit. The accidental omission to give any such notice to or non-receipt of such notice by any member shall not invalidate any resolution passed at any such meeting.
- j. Business shall be transacted at any General Meeting unless a quorum of not less than twenty-five members is present at the commencement of such business.
- k. At least 30 days' notice for an Annual General Meeting intended to pass
- l. Ordinary resolution and at least 21 days' notice for an Extraordinary or Special General Meeting intended to pass special resolution, specifying the place, date and hour of the meeting, shall be circulated to all the members along with the notice of the particular meeting. Non-receipt of such notice by any member shall not invalidate the proceeding at such meeting.
- m. If within half an hour from the time appointed for an extraordinary General Meeting or Special General Meeting the quorum is not formed, the meeting shall stand adjourned to the same day in the next week at the same time and place, and no quorum shall be necessary to transact business on the agenda of such adjourned meetings.
- n. At any General meeting unless a poll is demanded by at least 1/4 members, a declaration by the that the resolution has been carried, and an entry to that effect in the minute book of the Association shall be conclusive of evidence the fact, without proof of the number or proportion of the votes recorded in favor of or against that resolution.
- o. If a poll is demanded under the provision of Articles, the same shall be taken in such manner as the President may direct and the result of the poll shall be deemed to be the result of the meeting at which the poll was demanded.
- p. In the case of an enquiry of votes, whether on a show of hands or on a ballot, the of the meeting at which the show of hands takes place or at which a poll is demanded, shall have the right to exercise a second or casting vote.



- q. The President may, with the consent of the members present, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- r. Minutes of the proceeding of all meetings of the Association, its Committee, Sub-Committee, Standing Committee etc., shall be recorded by the Secretary General in minute book kept for the purpose. Participants shall have the right to ask for correction to be made in the minutes provided that the decisions of Committee on such requests shall be final.
- s. Every resolution duly passed at General Meeting shall be binding upon all the Members of the Association.

22 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 30th day of September each year subject to the following wherever applicable:

- a) 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 30th September.
- b) 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 one year
- c) No voting by proxy or postal ballot shall be allowed.
- d) No member shall be entitled to vote at any meeting of Chamber unless all moneys due on account of Membership fee or otherwise have been paid to the Chamber by the due date.
- e) Voting right shall accrue only after two year's standing as member except, for the first elections after the incorporations.



- f) No member who has resigned or ceased to be a member or has been expelled from the Chamber shall be entitled to attend or vote at any meeting of the Chamber.

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.

23 POWERS AND RESPONSIBILITIES OF OFFICE BEARERS:

The following shall be powers and responsibilities of the President, Senior Vice President and Vice-President:-

a. PRESIDENT:

- (i) He shall be the Chief Executive of the Association and whenever possible shall preside over the Meetings of the General Body of the Association and meetings of the Managing Committee, and lead deputation and delegation on matters with which the Association is concerned.
- (ii) He shall have the power to sanction in connection with the affairs of the Association any amount not exceeding five thousand rupees at a time, prior to consultation with or assent of the Managing Committee, and the amount so sanctioned shall be paid from the funds of the Association. The assent of the Managing Committee will be obtained at its next meeting after the expenditure has been sanctioned or incurred.

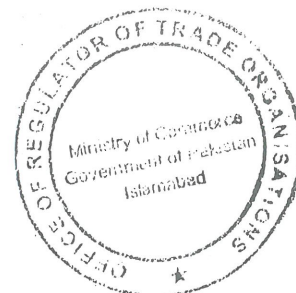
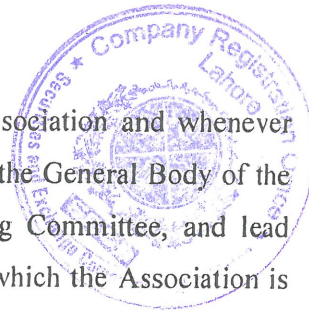
b. SENIOR VICE PRESIDENT;

In the absence of the President, the Senior Vice-President shall perform all the functions of the President.

c. VICE-PRESIDENT:

In the absence of the President and Senior Vice President the Vice-President shall perform all the functions of the President.

d. SECRETARY GENERAL:



Subject to the supervision, control and orders of the President, the duties and functions of the Secretary General:

Who shall be a whole-time paid employee of the Association, shall be as follows:-

- i. To carry on and hold charge of all correspondence of the Association.
- ii. To hold charge of all documents, papers, furniture and all other properties, movable and immovable belonging to the Association.
- iii. To issue notice of all meetings of the Association, its committee and Sub-Committees and Standing Committees, etc.
- iv. To keep and maintain accurate minutes of all meetings of the Association, its Committee, Sub-Committees, Standing Committees, etc. and to obtain signature thereon of the persons (s) who presided over the meetings.
- v. To prepare the Annual Report of the Association in consultation with, and with the approval of the Committee as well as the reports of all Sub-Committee, Standing Committees, etc., of the Association.
- vi. To circulate among the members of the Committee the minutes of its meetings and proceedings of the various Sub-Committees, Standing Committee, etc., and among the members of the Association the Annual Report notices and other information intended for circulation.
- vii. To circulate removal, expulsion or registration of any person, firm, company or corporation as a member of the Association.
- viii. To notify all members of the General body of the impending election.
- ix. To collect all dues of the Association and grant receipts thereof.
- x. To keep and maintain accurate accounts of the Association and of the funds connected with or in any way controlled by it.
- xi. To ensure all payments in conformity with the decision of the Committee and keep an impress account of an amount of Rs. 100,000/-
- xii. To countersign all cheques issued on behalf of the Association, which shall be signed by the President and/or one Member of the Committee duly authorized in this behalf.
- xiii. To represent the Association for all purposes whenever action arises before a Court of Justice in any suit or proceeding instituted by or against the Association provided that he shall not be competent to compromise any suit without the sanction of the Committee.



- xiv. To delegate any or all his functions to any of the staff of the Association provided that he shall remain responsible to the Committee for all acts done on his behalf by such staff.
- xv. To maintain administrative and disciplinary control over all staff of the Association in accordance with the rules and regulations; which may be framed in this behalf by the Committee.
- xvi. To do and perform all acts and deeds that he may expressly be required to do by the committee and generally all such other deeds as are incidental to his office.

24 POWER AND DUTIES OF THE EXECUTIVE COMMITTEE.

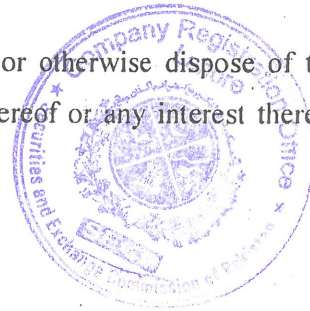
Ordinarily the Executive Committee shall have the following powers and duties:-

- a. The Committee shall be the governing body of the Association and may exercise all such powers of the Association as are not by the Act or any statutory modification thereof for the time being in force, or by these Articles, required to be exercised by the Association in General Meeting, subject nevertheless to any regulation being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Association in General Meeting, but no regulation made by the Association in General Meeting shall invalidate any prior act of the Committee which would have been valid if that regulation had not been made or given.
- b. 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 the powers to any such Committee and to make, vary, repeal by-laws or rules for the regulation of the proceedings of such Committees.
 - ii. To make, vary, repeal and to bring into effect such by-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 regulation of the business of the Association or of its Officers or servants.
 - iii. To enter arrangements upon such 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, clerks 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 their salaries or emoluments and to require security in such instances and to such amount as they think fit.
- v. To acquire and take over any property held by any trustees or other persons for the purposes of the Association.
- vi. The 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 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 of the property of the Association or any part thereof or any interest therein for money or other valuable consideration.



25 FUNDS:

The Funds of the Association shall be deposited in an approved Bank. The account in the bank shall be operated by cheques jointly signed by the President and/or a duly authorized Member of the committee and counter signed by the Secretary General.

26 ACCOUNT AND CUSTODY OF RECORDS:

- a. The Committee shall cause true accounts to be kept of the sums of money received and expended by the Association and the matters in respect of which such receipts and expenditures take place and of all the assets and liabilities of the Association.
- b. The books of account, all other papers relating to the financial transaction, and all documents, records, registers, minute books, etc., of the Association shall always be kept at the Head Office of the Association.
- c. Without prejudice to the provisions made in this behalf in the Companies Act, 2017 the Committee shall from time to time determine whether and to what extend and at what time and under what conditions or regulations the books



and other documents of the Association shall be open to inspection by members. No member shall have the right to inspect any such books or documents except as conferred by the said Act or authorized by the Committee or by a resolution of the Association in a general meeting.

27 Audit:

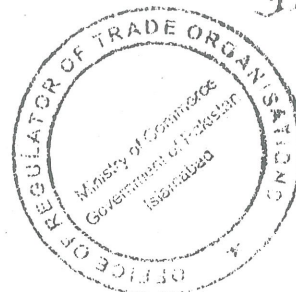
- a. Once at least every year the Account of the Association shall be examined and the Correctness of the Balance sheet ascertained by one or more auditor or auditors.
- b. The association at the Annual General Meeting each year shall appoint auditor or auditor to hold office until the Annual General Meeting in the following year and shall fix his/their remuneration, provided that the Committee shall have the power to fill any casual vacancy in the office of auditor/auditors and fix his/their remuneration.
- c. The duties of auditor(s) shall be regulated in accordance with the Companies Act. 2017 or any statutory modification thereof in force for the time being.
- d. Ever account of the Association when audited and approved by a General Meeting shall be conclusive, except as regards any error discovered there in with three months after the approval thereof. Whenever any such error is discovered within that period, the account shall forth with be corrected and thence forth shall be conclusive.
- e. The auditor or auditors shall be entitled to receive notice of and to attend any General Meeting of the Association at which any accounts which have been examined or reported by him or them, are to be placed before the members and/may make any statement or explanation he or they may desire to make or the members may require with respect to the accounts.

28 PRELIMINARY EXPENSES:

The preliminary expenses of registration and other expenses of the Association shall be out of the funds of the association.

29 SEAL:

- a. The Committee shall provide a common Seal for the Association. The Seal shall be deposited with the Secretary General and shall never be affixed to any



document except with the prior authority of the Committee or the President for the time being and at least one other member of the committee shall sign every such instrument of which the Seal is affixed and all such instruments shall be countersigned by the Secretary General; provided that any instrument bearing the Seal of the Association and issued for a valuable consideration shall never the less be binding on the Association notwithstanding any irregularity touching the authority of the committee to issue the same.

- b. Deeds, bonds and other contracts, under the Seal made on behalf of the association and signed by the President and the Secretary General the person acting as the President and Secretary General and one member of the Committee shall be deemed to have been duly executed.

30 INDEMNITY:

- a. Every President, Vice-President, Secretary General, Member of the Committee and other officer or Servant of the Association against, and it shall be the duty of the committee out of the funds of the Association to pay all costs losses penalties and expenses which any such officer or servant may incur or become liable for by reason of any contract entered into, act or deed done omitted by him as such officers or servant acting in good faith or in any way in the discharge on his duties including traveling expense, and the amount for which such indemnity is provided shall immediately be a charged on the property of the Association and have priority as between the members over all other claims.
- b. No, Vice-President, Secretary General, Member of the Committee of other officer of the Association shall be liable for the acts, receipts, neglects or defaults of any other Member of the committee or Officer or for joining in any receipt or other act for conformity or for any loss or expense happening to the Association through the insufficiency or deficiency of the title to any property acquired by order of the Committee for or on behalf of the Association or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Associations shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person which whom any moneys, securities or effects shall be deposited or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his



office or in relation there to unless the same happens through his own dishonesty or willful neglect.

31 WINDING UP:

The provisions of the companies Act, 2017 as amended from time to time regarding the winding up of private company shall apply to the winding up or dissolution of the Association.

32 PLAN OF ACTIVITIES AND PERFORMANCE REVIEW

- a. The Association shall prepare a three year 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 Association during the said three years period.
- b. The 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 Association's plan of activities.

33 WEBSITE.

The Association shall create and maintain a website at all times which shall include all relevant information such as:-

- a. Up-to-date list of office bearers with contact details, Executive Committee members, management and members of the General Body;
- b. Memorandum and articles of association as well as by-laws, if any;
- c. Plan of activities and statement of vision.
- d. Schedule of Executive Committee's meetings and minutes of such meetings;
and
- e. Schedule of elections, voter's list and election's results during the election period as provided in these Articles above.

34 PROFESSIONAL DEVELOPMENT.

The office bearers of the Association shall always follow best practices including undertaking continuing professional development in order to meet the requirements of their respective office and in view of the provisions of the Act and the Rules made thereunder and as reflected under the memorandum and articles of association or as notified by the Ministry of Commerce from time to time.



35 AMENDMENT:

- a. All rules, regulation or bye-laws effecting general members or any alterations or additions there to, shall be submitted by the Committee to a meeting of the General Body for confirmation within the maximum period of 90 days from the date of adoption. Such rules shall nevertheless be effective until they are placed before a General Meeting called in accordance with the provisions of the Companies Act, 2017 for confirmation.
- b. No alteration, addition or deletion shall be made in these Articles save and except when a resolution to that effect is passed at especially convened General Meeting in accordance with the provision of Companies Act, 2017.
- c. Notwithstanding anything contained in clause (ii) above amendments to these Articles shall be subject to the prior approval of the General Government in the public interest.

36 INTERPRETATION OF ARTICLES:

- a. Any dispute or difference of opinion in regard to the interpretation or scope of application of these Articles of Association which cannot be resolved by the Association itself, shall be referred to the Regulator of Trade Organizations under the Trade Organizations Act, 2013, and the ruling given by the Director shall be binding on the Association, its office-bearers and members. We the several persons whose names and addresses are subscribed below are desirous of being formed into an association in pursuance of this Memorandum of Association.

Signature



Name and surname (present and former) in full	Father's / Husband's Name in full	NICNICOP (in case of Pakistani national) or Passport No (in case of foreigner)	Nationality (with former nationality and nationality of the origin, if different)	Occupation	Residential address/ registered office address or principal office (in case of a subscriber other than a natural person)	Signatures
Hashir Hameed	Abdul Hameed Khan	35201-7914597-3	Pakistani	Businessman	Plot No. 232-233 Sundar Industrial Estate, Lahore	
Mian Fahim Qamar	Mian Qamar ud Din Ahmad	35200-1533579-5	Pakistani	Businessman	Plot No. 107, Sundar Industrial Estate, Lahore	
Syed Adil Kamal	Muhammad Aslam Shah	34501-1958385-3	Pakistani	Businessman	Plot No. 219, Sundar Industrial Estate, Lahore	
Muhammad Irfan Qadri	Ahmad Bukhsh Qadri	35202-7239654-1	Pakistani	Businessman	Plot No. 240, Sundar Industrial Estate, Lahore	
Muhammad Ahmed	Shamshad Ahmad	35202-2652953-5	Pakistani	Businessman	Plot No. 241, Sundar Industrial Estate, Lahore	
Malik Azhar Ali	Malik Muzaffar Ali Mughal	35201-6327748-7	Pakistani	Businessman	Plot No. 553-C, Sundar Industrial Estate, Lahore	
Abid Mumtaz	Mumtaz Shahzad	35202-0823053-3	Pakistani	Businessman	Plot No. 170, Sundar Industrial Estate, Lahore	
Abdul Rauf	Chaudhary Mukhtar Ahmad	31303-2389595-3	Pakistani	Businessman	Plot No. 37-B, Sundar Industrial Estate, Lahore	
Muhammad Asif Ali	Sheikh Nemat Ali	35201-1521342-7	Pakistani	Businessman	Plot No. 166, Sundar Industrial Estate, Lahore	
Zaki Aijaz	Ijaz Hassan Qureshi	35202-1678589-3	Pakistani	Businessman	Plot No. 142, Sundar Industrial Estate, Lahore	
Faheem Ahsan	Ehsan Elehi	35202-2831430-3	Pakistani	Businessman	Plot No. 631, Sundar Industrial Estate, Lahore	
Fraz Shaukat	Shaukat Mahmood	35202-2622444-3	Pakistani	Businessman	Plot No. 319-320, Sundar Industrial Estate, Lahore	
Muhammad Umar Farooq	Ashfaq Hussain	35202-2307686-1	Pakistani	Businessman	Plot No. 543-D, Sundar Industrial Estate, Lahore	

Dated 5th July, 2018

WITNESS TO ABOVE SIGNATURES

Name of Witness: Jawad A. Khan S/O Muhammad Abid

CNIC: 35202-6339987-5

Signature

Dated 5th July, 2018

WITNESS TO ABOVE SIGNATURES

Name of Witness: Muhammad Akram S/O Muhammad Shah

CNIC: 35102-0639183-3

Signature

