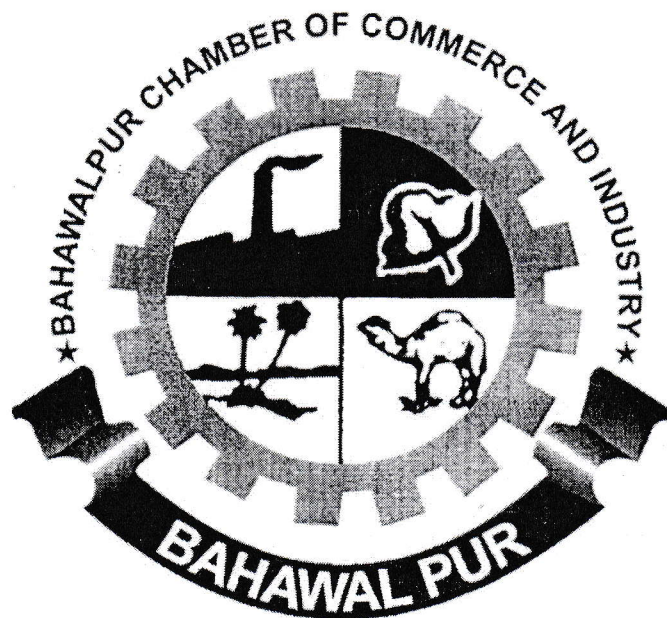


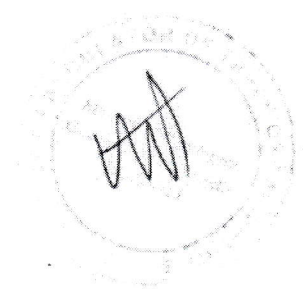
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MEMORANDUM AND ARTICLES OF ASSOCIATION

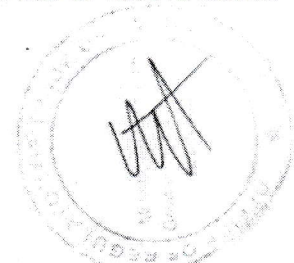


**THE BAHAWALPUR
CHAMBER OF COMMERCE & INDUSTRY
BAHAWALPUR**



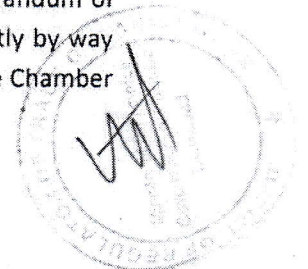
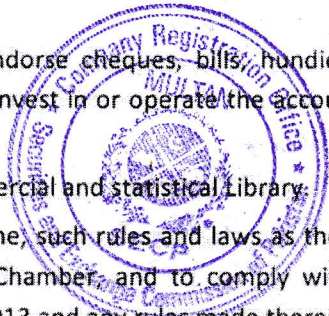
MEMORANDUM OF ASSOCIATION
OF
THE BAHAWALPUR CHAMBER OF COMMERCE & INDUSTRY
BAHAWALPUR

1. The name of the association is "The Bahawalpur Chamber of Commerce & Industry, Bahawalpur".
2. The registered Office of the Chamber will be situated at Bahawalpur in province of Punjab.
3. The objects for which the Chamber is established are:-
 - (1) To promote, aid, develop, stimulate and protect the economic, interest of Pakistan in general and of those engaged in industry, commerce and trade, in particular.
 - (2) To consider all questions connected with trade, industries, manufacture and commerce and to initiate and or support necessary action connected therewith.
 - (3) To consider, support or suggest legislative or other governmental measures affecting the economic interest of businessmen and industrialists and also make representations to Government on grievances, if any.
 - (4) To adjust controversies between members of the Chamber.
 - (5) To collect and circulate statistics and other information relating to the commercial, industrial and financial interests of the businessmen and industrialists.
 - (6) To establish and maintain Information Bureau, to print and publish journals, periodicals newspapers, books, pamphlets, leaflets, directories etc., and to establish and maintain library and reading rooms for the promotion of the objects of the Chamber.
 - (7) To arrange and convene conferences, lectures, shows, meetings on the subject affecting the interest of the members of the Chamber.
 - (8) To arbitrate in settlement of disputes arising out of commercial transactions between parties willing and agreeing to abide by the judgment and decision of the Chamber.
 - (9) To attempt to adopt unified approach in policies on all matters affecting the interest of trade, industry and services in Pakistan.
 - (10) To establish just and equitable principles in the industry and services.
 - (11) To form a code of practice to simplify and facilitate transactions of business and to frame bye-laws; rules and regulations for the officers of the Chamber to carry out various objects of the Chamber.
 - (12) To communicate with Chambers of Commerce & Industry or public bodies within or outside Pakistan and to concert and promote measures for the protection of trade, commerce and manufactures and the labor engaged therein and to remove mutual hardships.



- (13) To manage the movable and immovable properties of the Chamber.
- (14) To purchase and construct, take on lease or in exchange, hire or otherwise acquire land and building and all other property, movable or immovable, which may be deemed necessary for the purposes of the Chamber.
- (15) To sell, improve, manage, develop, mortgage, dispose of or otherwise deal with all or any part of the property of the Chamber.
- (16) To borrow or raise money for the purposes of the Chamber upon such terms and in such manner as the Chamber may think fit.
- (17) To subscribe or become a member of and co-operate with the Federation of Pakistan Chambers of Commerce and Industry and to procure from and to communicate with any organization of trade and industry in Pakistan or abroad such information as may be conducive to forward the cause of this Chamber.
- (18) To accept bequests, donations or subscriptions towards or to accumulate and provide fund or endowment or devotes and to invest the same and apply the income arising therefrom or to resort to the capital thereof, for any objects of the Chamber.
- (19) To aid and to receive aid from any other Society, Association, Company, Cooperation, Firm, Partnership or person promoting or formed or intended to promote any of the object of the Chamber, Corporation, Firm, Partnership or person, with a view to obtaining any advantage or benefit for the purposes of the Chamber, and to subscribe to any fund or society, as may be considered from time to time.
- (20) 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.
- (21) To draw, accept, endorse cheques, bills, hundies, and notes of other negotiable instruments and to invest in or operate the accounts of the Chamber with any bank or bankers.
- (22) To establish a commercial and statistical Library.
- (23) To frame time to time, such rules and laws as the Chamber may fit for any or all of the objects of the Chamber, and to comply with the requirements of the Trade Organizations Act, 2013 and any rules made thereunder.
- (24) And Generally to do all that may be necessary to attain the above objects of the Chamber directly or indirectly and to do all such other things as may be conducive to the development of trade, commerce and industry among the businessman and industrialist in Pakistan and Bahawalpur Division in particular.

4. The Liability of the Chamber is Limited.
5. The income and property of the Chamber, whatsoever's derived shall be applied solely towards the promotion of the objects of the Chamber as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Chamber

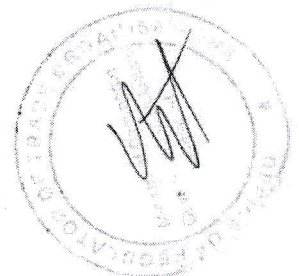


provided that nothing herein shall prevent the payment in good faith of remuneration to any member of the Chamber, or any other persons in return for any service actually rendered to the Chamber.

6. The paragraph 4 and 8 of this Memorandum are conditions on which at license is granted by the Federal Government to the Chamber in pursuance of Section 42 of the Companies Act, 2017.
7. Every member affiliated with the Chamber undertakes to contribute to the assets of the Chamber in the event of the same being wound up, during the time that he is a member or within one year afterwards, for the payment of the debts and liabilities of the Chamber contracted before time at which he ceased 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 not exceeding Rs. 5,000/-.
8. If upon winding up or disputation of the Chamber, there remains after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed amongst the members of the Chamber but shall be given or transferred to some other institution or institutions having objects similar to objects of the Chamber and which shall prohibit the distribution of its or their income and profit among its or their members to an extent at least as great as is imposed on the chamber under or by virtue of the fourth paragraph thereof such institution or institutions to be determined by the majority of the members of the Chamber at or before the time of dissolution or in default thereof by such judge of the court in Bahawalpur as may have or acquire jurisdiction in the matter.
9. Amendments to the Memorandum of Chamber shall be subjects to the prior approval of the Federal Government and shall also be made when required by the Federal Government in public interest.
10. The jurisdiction of the Chamber will extend to the Districts of Bahawalpur.

We, the several persons, whose name and addresses are subscribed hereunder; are desirous of being formed into a chamber in pursuance of this Memorandum of Association.

Sr. No.	Name	Address	Signature
1	Khawaja Muhammad Masood	Masod Model Ginning Factories Limited, Rahim yar Khan.	
2	Rana Muhammad Abbas (Gen. Secretary Anjuman Tajran & President Cloth Association – Chishtian)	Mecca Cloth House Main Bazar, Chishtian	
3	Haji Muhammad Akbar Municipal Councilor & President Shoes Merchants Association – Chishtian	Akbar Boot House, Main Bazar Chishtian	



- | | | |
|----|--|--|
| 4. | Haji Muhammad Aslam
President Anjuman
Zargaran – Chishtian | Shop No. 16D Main Bazar
Chishtian |
| 5 | Chaudhary Abdul Majeed
(Vice Chairman P.C.G.A) | Bismillah Cotton Industries,
Bahawalpur. |
| 6. | Mian Muhammad Anwar
(Managing Director) | Gulistan Textile Mills Ltd.
Bahawalpur |
| 7 | Masood Ahmad Majeed
(Managing Partner) | Asia Flour Mills,
Bahawalpur |
| 8 | Chaudhary Muhammad
Saleem
(Managing Partner) | Saleem & Co Commission
Agents, Sadiq Abad |
| 9 | Akhtar Ali Manzoor
(Managing Director) | Basit Bilal Cotton Industries
Ltd. Sadiq Abad. |
| 10 | Chaudhary Abdul Rashid
(Managing Partner) | Modern Flour & General
Mills, Rahimyar Khan |
| 11 | Chaudhary Nazar
Muhammad
(Partner) | Rashid Brothers, Grain
Market Rahimyar Khan |
| 12 | Sheikh Abdul Ghaffar
(Partner) | Muslim Cotton Factory,
C/o Allied Bank Ltd. Main a
Bazar Branch Bahawalpur |
| 13 | Sheikh Ashfaq Ahmad
(Partner) | Iftikhar & Company, C/o
Mukhtar Corporation,
Ghallah Mandi, Bahawalpur |

CERTIFIED TO BE TRUE COPY

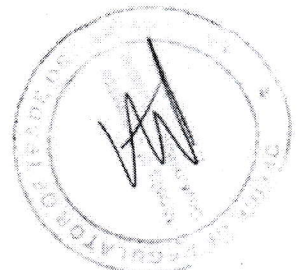
Witness to the Signature

1. Sheikh Ghulam Mohyuddin,
Secretary
Mahmood Textile Mills Limited
2. Syed Mohammad Kazim Bokhari,
C/o Khawaja Tanneries Limited

(IQBAL GHOUS)
ASSISTANT REGISTRAR OF COMPANIES
COMPANY REGISTRATION OFFICE,
SECURITIES AND EXCHANGE
COMMISSION OF PAKISTAN,
MULTAN.

11/09/87

Dated this 3rd day of March 1987



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ARTICLES OF ASSOCIATION

OF

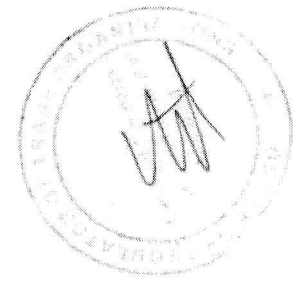
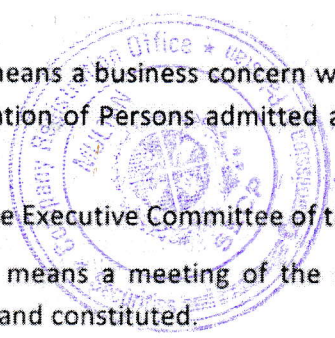
THE BAHAWALPUR CHAMBER OF COMMERCE & INDUSTRY

BAHAWALPUR

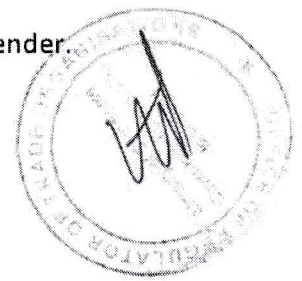
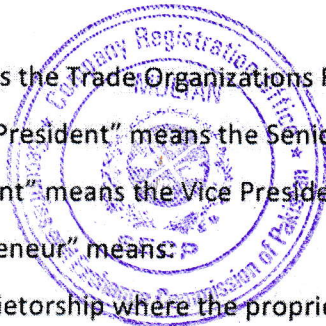
1. The Bahawalpur Chamber of Commerce & Industry, Bahawalpur is established with the limited liability of members but if any member of the Chamber pays or receives any dividend, bonus or other profit, in contravention of the fourth paragraph of the Memorandum of the Chamber his liability shall be unlimited in accordance with and subject to the provisions of the TOR & TOA 2013.
2. For the purposes of registration, the Chamber declares to consist of unlimited number of members.
3. The regulations for the management of the Chamber and for observance of the members thereof and their representatives shall, subject to exercise of the statutory powers of the Chamber in reference to the repeal or alteration or addition to its regulation by special resolution as prescribed by the Act, be such as are contained in these Articles.

DEFINITIONS

4. In the interpretation of these Articles, the following words and expressions shall have the following meaning unless repugnant to the subject or context:
 - (1) "Associate Member" means a business concern whether Sole Proprietorship, Partnership, or Association of Persons admitted as an Associate Member of the Chamber.
 - (2) "Committee" means the Executive Committee of the Chamber.
 - (3) "Committee Meeting" means a meeting of the members of the Executive Committee duly called and constituted.
 - (4) "Corporate Member" means a business concern whether Sole Proprietorship, Partnership, Association of Persons, a body corporate or a multinational corporation admitted as a Corporate Member of the Chamber.
 - (5) "Executive Committee" means a committee of elected representatives from various classes of members the Chamber and may include ex-officio members.
 - (6) "General Body" mean all members of the Chamber.



- (7) "General Meeting" means a meeting of General Body whether ordinary, special or extraordinary.
- (8) "Office" means the registered office of the Chamber.
- (9) "Office Bearers" means and include the President, the Senior Vice-President, and the Vice-President.
- (10) "Resolution" means any resolution passed at any meeting convened to take decision while adhering to the provisions of Companies Act 2017.
- (11) "Secretary General" means an individual professional full time employee of the trade organization who shall be in charge of the secretariat of the Chamber and responsible for day to day operations of the Chamber and in his capacity as such shall be custodian of all record pertaining to the Chamber.
- (12) "Service Rules" means the service Rules framed by the Executive Committee of the Chamber governing the terms and conditions of service etc. of the paid employees of the Chamber.
- (13) "The Act" means the Trade Organizations Act, 2013.
- (14) "The Chamber" means the Bahawalpur Chamber of Commerce & Industry.
- (15) "The Act" means the Companies Act, 2017.
- (16) "The President" means the President of the Chamber.
- (17) "The Regulator" means Regulator of Trade Organizations appointed by the Federal Government under the Trade Organizations Act or for the time being, law in force.
- (18) "The Rules: means the Trade Organizations Rules, 2013.
- (19) "The Senior Vice President" means the Senior Vice President of the Chamber.
- (20) "The Vice President" means the Vice President of the Chamber.
- (21) "Women entrepreneur" means:
 - a) A sole proprietorship where the proprietor is a female; or
 - b) A partnership where the majority partners are female; or
 - c) An association of any kind where majority of its persons are female; or
 - d) A company where majority shares are held by female.
- (22) Words indicating the singular number shall, include plural numbers and Vice Versa. Words signifying persons shall apply mutatis mutandis to firms, corporations or Joint Stock Companies.
- (23) Words indicating masculine gender shall include feminine gender.



- (24) The words and expressions used in these Articles but not defined herein shall have the same meaning as are assigned to them in the Act, the Rules or the Ordinance.

BUSINESS

5. The Chamber is established for the purposes expressed in the Memorandum of Association of the Chamber.
6. The registered office of the Chamber shall be at Bahawalpur and the business of the Chamber shall be carried on at this place and on such other places in Pakistan as fall or may fall within the jurisdiction of the Chamber.

MEMBERSHIP

7. Any business concern shall be eligible for grant or renewal of membership of the Chamber if such business concern meets the following conditions, namely:
 - (1) The prospective member is a sole proprietorship or a partnership firm or an association of persons, a company or a multinational concern holding national tax number and sales tax registration, if applicable, in name of the business concern;
 - (2) The prospective member's business fits within the defined business scope or area of jurisdiction of the Chamber as provided in the memorandum and articles of association and under the license granted by the Federal Government;
 - (3) The application for grant of membership has been proposed and seconded by existing members of the Chamber;
 - (4) The prospective member has no criminal conviction; and
 - (5) The prospective member has a valid national tax number and sales tax registration, (if applicable).

CLASSES OF MEMBERSHIP

8. There shall be two classes of members, namely:
 - a) Associate Members
 - b) Corporate Members

ASSOCIATE MEMBERS

9. A business concern whether Sole Proprietorship, Partnership, or Association of Persons, not being a sales tax registered manufacturing unit or sales tax registered business concern having turnover in excess of fifty million rupees, may become an Associate Member of the Chamber, provided they have their principal place of

business or Head Office situated in the area falling within the jurisdiction of the Chamber.

CORPORATE MEMBERS

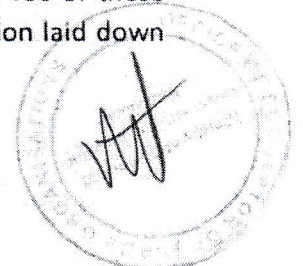
10. A business concern whether body corporate or a multinational corporation; or a Sole Proprietorship, Partnership, Association of Persons which is a sales tax registered manufacturing unit or sales tax registered business concern having turnover in excess of fifty million rupees may be admitted as a Corporate Member of the Chamber in their conventional or corporate name provided they have their principal place of business or Head Office situated in the areas falling within the jurisdiction of the Chamber.

APPLICATION FOR MEMBERSHIP

11. Any business concern, eligible for membership under Article 7, desirous to obtain membership of the Chamber must file an application for membership in the form as prescribed by the Executive Committee, duly accompanied with the admission fee and annual subscription for the first year, to the Secretary General of the Chamber, who shall on receipt of the same, place such application on Agenda for the next meeting of the Committee which shall thereupon consider such an application and accept or reject the same. In case of acceptance the date of submission of the application will be considered as the date of enrollment as member of Chamber for all the purposes. If the Majority of the members of the Committee vote against the admission of such an application, the application shall be deemed to be rejected. The Secretary General shall also refund the money paid with the application in such a case. The reason for rejection shall also be provided. Incomplete applications shall be returned to applicant asking him to make up the deficiency given in the covering letter. Any person aggrieved by such decision may file an appeal with the Regulator within thirty days of the receipt of intimation.

Provided that in order to avoid conflict of interests and positions, a proposed member will furnish an undertaking to the effect that the applicant is neither a member of any other Chamber nor intends to do so.

12. An Associate member may opt to become a Corporate Member upon fulfilling the membership requirements of Corporate Members or vice-versa, provided that any member who has so changed the class of his membership shall be eligible to participate in the election of the Committee only if he has duly exercised his option 75 days before the day of issue of election schedule. Provided further that if an Associate Member opts to become Corporate Member he shall pay, while exercising his option an amount equal to the differences between the admission fee of these two classes of membership in addition the amount of annual subscription laid down



for Corporate Members and the difference between the rates of admission fee for Corporate Members and Associate Members shall not be refundable.

TERM OF MEMBERSHIP

13. The membership of the Chamber shall be granted for a period of one year and shall expire on the 31st day of March each year irrespective of the date of grant of membership except where the membership has been granted on or after the 1st day of January in which case the membership fee will expire on the next 31st day of March.

RENEWAL OF MEMBERSHIP

14. The membership of the Chamber shall be renewable on annual basis subject to the fulfillment of followings conditions, namely:
- payment of prescribed subscription within the time stipulated in the memorandum, which shall not be later than the 31st of March; and
 - Proof of filing of return of income tax and sales tax, if applicable, for the preceding year.

MEMBERS FEE

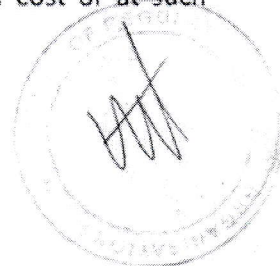
15. (1) the members shall have to pay as Admission Fee and Annual subscription according to the following rates:

	<u>Admission Fee</u>	<u>Annual Subscription</u>
Corporate Members	Rs. 500/-	Rs. 7,000/-
Associate Member	Rs. 500/-	Rs. 3,500/-

- (2) The Chamber may charge to its members such fees and dues as it may deem appropriate, subject to prior approval of the General Body in a General Meeting specially convened for this purpose.
- (3) In the event of enhancing any fee or dues or imposition of any new fee or dues by whichever name called, the Chamber shall seek prior approval of the Regulator.

PRIVILEGES OF MEMBERS

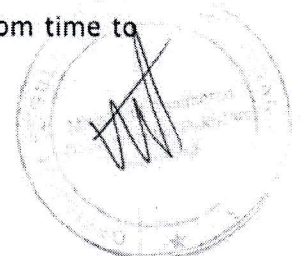
16. Subject to the restrictions contained in the provisions of these Articles generally, or any bye-laws framed thereunder any member shall, among others have the following rights and privileges:
- To obtain a copy of the annual report and accounts;
 - To obtain all other publications of the Chamber either free of cost or at such reduced rates as the Committee may from time to time decide;



- c) To have the free use of the Library of the Chamber;
- d) To be present and discuss and vote at any General Meeting or to refer any question to such General Meeting or to give opinion on any question referred to the General Meeting or the General Body of members by circular or otherwise;
- e) To cause an ordinary or extraordinary General Meeting of the Chamber to be convened in conjunction with other members of the Chamber in accordance with these articles;
- f) To stand for election as representative to the Chamber to any public and private bodies;
- g) To take part in the elections and cast vote to elect office bearers of the Chamber as per rules and regulations in force;
- h) To nominate other qualified members for election or be elected to the Executive Committee or other Committee or Committees;
- i) To join any deputation on behalf of the Chamber, or be elected to any office of the Chamber;
- j) To seek the help of the Chamber in obtaining statistical or other information for the protection and advancement of business and to receive such particulars as may be available with the Chamber in regard to trade enquiries of information regarding Governmental or other measures affecting the trade;
- k) To apply for the assistances of the Chamber for securing to him all reasonable facilities for the carrying on of the business and for the redress of all reasonable grievances;
- l) To inspect or examine books of accounts and other documents, registers or records of the Chamber 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 Chamber in a General Meeting;
- m) To see the Minutes Book of the Executive Committee meeting for which he shall have to give notice of 24 hours to the Secretary General and seek his permission or he shall have to obtain the permission of the President in writing;
- n) To be entitled to such other privileges as may be specified by the Executive Committee from time to time.

DUTIES AND OBLIGATIONS OF MEMBERS

17. Every member shall have the following duties and obligations:
- a) To make every effort to carry out the aims and objectives of the Chamber as set forth in the Memorandum of Association;
 - b) To carry out and abide by the rules and regulations of the Chamber as laid down in these Articles or in the bye-laws framed there-under from time to time;

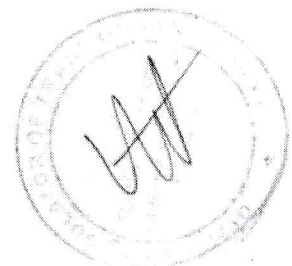


- c) Submit as far as possible all complaints, appeals, etc. in writing to the Secretary General;
- d) To bring to the notice of the Executive Committee any matter likely to cause any loss or harm to the interest of the Chamber or its Members in whatever manner;
- e) To pay the Membership fee of the Chamber regularly;
- f) To accept and abide by the decision of the Executive Committee provided the decisions are not inconsistent with the provisions of the Memorandum or the Articles of Association or the Trade Organization Act, or any rules, regulations, instructions or directions issued thereunder;
- g) To convey to the Executive Committee all information that may be considered necessary for promoting the aims and objects of the Chamber;
- h) To take part in the deliberations of the meetings of the Chamber which he is entitled to attend and to abide by the rules framed for the conduct of the business of the meetings from time to time;
- i) To assist and cooperate with the Executive Committee in the field of trade, commerce and industry with specific reference to the trade or industry the Chamber is concerned;
- j) The proceedings of the Chamber will be treated by members as strictly confidential and will not be discussed in public. Only the President (or his duly authorized nominee) will be entitled to make a public statement on behalf of the Chamber. If any member has failed to observe the rule requiring proceedings of the Chamber to be treated as confidential the Chamber may in writing call upon such member to resign from the Chamber.

MEMBERS REPRESENTATION IN THE CHAMBER

18. Subject to the provision and restrictions in these articles or rules made thereunder the rights and privilege of membership may be exercised by any proprietor, partner or director of the member firm or company or a person not below the rank of General Manager or Corporate Secretary of the company duly authorized by the Board of Directors of the company or as the case may be, the multi-national corporation, subject to the following reservations, namely:

- a) Proprietors, partners, directors of member firm or company or Multi-national Corporation, or any other person entitled under this Article to exercise the right and privileges of membership must have their names registered in books of the Chamber in the manner prescribed in order to exercise the aforesaid right and privileges.



- b) For each act of exercise of the rights and privileges of membership by a member firm, company or the multi-national corporation, only one representative shall be recognized.
- c) Only one registered representative shall be entitled to attend a meeting of the Chamber and take part therein.
- d) A member may replace his representative at any time during the year for the purpose of registration of his name in the register of members, but if he is already represented on the executive Committee or any Sub-Committee he shall continue to serve on it until the new Executive Committee is selected or the Sub-Committee is reconstituted, provided that such a representative shall have the right to resign from the Committee or Sub Committee at any time.
- e) No change of representative shall be accepted after last date fixed for receipt of annual subscription and before the end of annual elections.

MEMBER CARDS

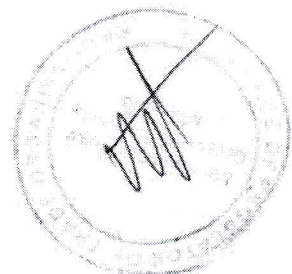
- 19. Immediately after registration/payment of annual subscription the Chamber shall issue a permanent Identity Card to the representatives of the members. Secretary General of the Chamber shall sign each identity card so that the signatures are partly on photograph and partly on card. The Chamber may charge actual cost of identity cards from the members.
- 20. Two passport size photographs of each representative of members attested in an easily visible manner by the firm or company concerned shall be provided to the Secretary General of the Chamber. One of the photographs shall be pasted on the form (presently in use for identity card) and stamped with the seal of the firm or company in such a way that a portion of the seal covers a portion of the photograph. The form with one photograph shall be kept in the relevant file of the member and other photograph shall be used for Identity Card to be issued by the Secretary. Any representative who has once obtained the identity card will not be required to obtain fresh Identity Card unless there is a change. In case of any doubt National Identity Card can be demanded for satisfaction.

RESIGNATION

- 21. Any Member may withdraw from the Chamber by giving one month's notice in writing to the Secretary General of his intention to do so and upon expiration of the notice; such member shall cease to be a member of the Chamber subject to Article No. 26.

CESSATION OF MEMBERSHIP

- 22. A member shall cease to be a member of the Chamber:



- a) On his being adjudicated involvement or in the case of company or corporation; when winding up orders have been passed with regard to such company or corporation or when it has gone into voluntary winding up except for the purpose of reconstitution;
 - b) If he fails to pay the annual subscription at least by 31st March, if inspite of two registered AD reminders having been issued to him by the Secretary General he fails to pay his annual subscription;
 - c) In the case of firm, company or other corporation upon any change being made in the name of the company or corporation, which may altogether change its management and the cessation is approved by the Committee;
 - d) On his ceasing to be qualified or eligible for membership in terms of these Articles;
 - e) In the case of an individual when he has been proved to be of unsound mind by a Court of Law or has been convicted for an offence involving moral turpitude.
23. When an individual, firm, company or corporation has ceased to be a member of the Chamber, such individual or representative of such company or corporation shall automatically cease to be member of the Executive Committee, if he was so elected and cease to serve as a representative of the Chamber on any public bodies.
24. Any member who has resigned or by any reason, ceases to be a member of the Chamber shall not be entitled to refund of membership fee paid by him to the Chamber.

MISCONDUCT BY A MEMBER

25. In case any member is found guilty of misconduct, he shall be liable to be fined upto an amount equal to that of the membership fee or to be expelled from the membership of the Chamber, or the rights and privileges of members shall be liable to be withdrawn, by a special resolution of the Executive Committee passed in a meeting specially convened for the purpose by two third majority of the members present in person, for any of the following reasons:
- a) Neglect of or refusing to submit to, abide by, or carry out any decision of the Executive Committee taken within the limits laid down by the Articles of the Association or by the Trade Organization Act, or any, rules, regulations, instructions or directions issued thereunder.
 - b) Indulging in unethical practices.
 - c) Intentional violation of the rules, regulations, or bye-laws of the Chamber, provided that a member shall not be expelled by the Executive Committee unless he has been given an opportunity of explaining his position in writing and / or in person.



LIABILITY TO PAY DUES AFTER CEASING TO BE A MEMBER

26. Any member who resigns is expelled from the membership or by any reason, ceases to be a member shall nevertheless remain liable for and shall pay to the Chamber all money, which at the time of such resignation or cessation of membership may be due from such Member to the Chamber.

GRIEVANCES OF THE MEMBERS

27. (1) Any member aggrieved by any decision of the Executive Committee or the Chamber shall have the right to appeal to the General Body within 30 days of occurrence of such grievance, unless otherwise specified.
- (2) The right to such appeal shall be exercised in writing to the Secretary General of the Chamber, who shall upon receipt of such appeal communicate it immediately to the Executive Committee.
- (3) The Executive Committee shall within 30 days of the receipt of such appeal to the Secretary General arrange to convene a meeting of the General Body, and the decision of the General Body in the matter shall be final
- (4) If the member aggrieved is not satisfied with the decision of the General Body, he shall have the right to appeal to the Regulator, whose decision shall be final and binding.

ADMINISTRATION

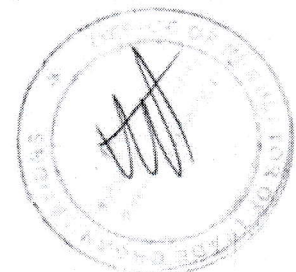
28. The administration of the affairs of the Chamber shall be vested in a body called the Executive Committee.

EXECUTIVE COMMITTEE

29. The Executive Committee of the Chamber shall comprise persons elected by the General Body from among its members and shall be composed as following:

- (1) The Executive Committee of the Chamber shall comprise of elected representatives from Associate Class and Corporate Class, two reserved seats for women entrepreneurs, and the immediate past President of the Chamber as an ex-officio member without voting right.
- (2) Each class of members shall have a maximum of 12 seats each in the Executive Committee. The Electoral College for each class of members of the Executive Committee shall be members of the general body from the respective class.

Provided that if the total strength of Associate Members is less than three times the total number of Members, their representation on the Executive Committee will be reduced proportionately and the total number of seats of the Executive Committee shall stand so reduced.



- (3) The two reserved seats for women entrepreneurs shall be elected by the Executive Committee.
- (4) If any seat reserved for any of the stipulated categories remains vacant, it shall not be filled by members from the other category.

Provided that any seats remaining vacant in any category shall not be counted towards determination of quorum.

- (5) The tenure of members of the Executive Committee shall be two years subject to the following conditions, namely:
 - a. fifty percent members of the Executive Committee from each class shall retire every year; and
 - b. After first election of the Executive Committee under these Articles, a draw shall be made to determine the fifty per cent members who shall retire after expiry of first year.
 - c. After completion of the term the members of the Executive Committee shall not be eligible to contest election or co-option in any representative capacity in the Chamber for the next one year.

OFFICE BEARERS

30. In addition to General Body and Executive Committee, the Chamber shall have the following office bearers:

- (1) The Chamber shall have a President, a Senior Vice President, and a Vice President, who shall be elected from within the total strength of Executive Committee.

Provided that if the general body comprises at least fifty percent members from the associate class, there shall be rotation of office of President between the associate and corporate members and in this case the President and Senior Vice President shall belong to different classes of members.

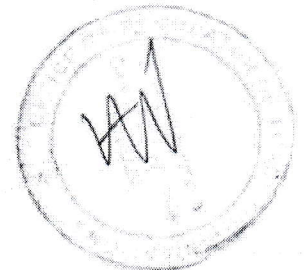
- (2) Except for the membership and office-bearers provided in these Articles, there shall not be any other position by any nomenclature in the Chamber.
- (3) The tenure of office bearers of the Executive Committee shall be one year.
- (4) After completion of the term the office bearers shall not be eligible to contest election or co-option in any representative capacity in the Chamber for the next one year.

POWER AND DUTIES OF THE EXECUTIVE COMMITTEE

31. Without prejudice to any other powers conferred under these Articles the Committee shall have power:



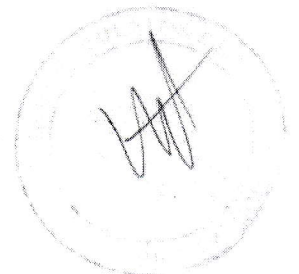
- a) To carry out all the rules, aims and objectives of the Chamber.
- b) To approve and to keep regular record of the activities of the Chamber.
- c) To make, vary and repeal rules for the regulations of the business of the Chamber, of the officers or employees or of the members of the Chamber or of any department or section of the Chamber.
- d) To settle differences of opinion between members and to hear appeals whenever such appeals come to the Executive Committee under these Articles.
- e) To convene meetings of the General Body and to place proposals relating to the common problems of the Chamber.
- f) To appoint any departmental committee or sub-committee of the members of the committee of the Chamber, such departmental committee or sub-committee may be permanent or temporary as the committee may determine.
- g) To delegate, subject to such conditions as it thinks fit any of its powers to departmental committees or sub-committees and to make, vary and repeal rules for the regulation of the proceedings of departmental Committee or Sub-Committee.
- h) To enter into arrangements upon such terms and subject to such conditions as the Committee may deem proper for working in conjunction with, or for better development of any branch of commerce or industry, with any trade organization having like objects that may apply to be allowed to work in cooperation with the Chamber, provided the objects for which such organization is or shall be formed are not inconsistent with the objects of the Chamber as defined in the Memorandum of Association.
- i) To enter into any arrangement with Government or any public authority, municipal, local or otherwise that may seem conducive to the Chamber's objects or any of them and to obtain from Government or such authority, all rights, concessions and privileges which the Chamber may think desirable to obtain and carry out, exercise or comply any such arrangements, rights, privileges and concessions.
- j) To appoint staff considered necessary to run the business of the Chamber efficiently, and to frame proper service rules governing the selection, appointments, promotions, pay, leave provident fund, over time, travelling and other allowances, remunerations, privileges and disciplinary control, removal or dismissal etc of such staff.
- k) To deal with the movable and immovable properties of the Chamber and to borrow money on the security of such properties by the issue of debentures, mortgages or otherwise.



- l) To nominate members to represent the Chamber in public or other bodies, conferences, institutions and associations under rules approved by the General body.
 - m) To keep or cause to be kept proper books of accounts in which shall be entered full, true, and complete account of the affairs and transactions of the Chamber, whether at the head office or any regional or branch office.
 - n) To keep or cause to be kept the following books, namely:
 - i. Minutes Book of the meetings of the General Body;
 - ii. Minutes Book of the meetings of the Executive Committee;
 - iii. Register of the Members showing the name, nature, address and contact details of the business; its NTN, STRN; name and CNIC of the authorized representative and all changes made therein from time to time;
 - iv. A register of the Members of the Executive Committee showing the names and addresses and all changes made therein from time to time.
 - o) Subject to any directions issued from time to time under the Trade Organizations Act, 2013, the Executive Committee shall have full powers to enroll members or expel them by two-third majority from the membership register of the Chamber, in case the acts or pursues or any conduct that is either in contravention of the rules of the Chamber or in any way detrimental or injurious to the credit, prestige, welfare, interest, etc. of the Chamber. Such member may, however, appeal to General Body within 30 days thereof.
 - p) To interpret these Articles.
 - q) To decide all matters of policy affecting the Chamber.
 - r) To incur and approve all expenses necessary for carrying out the functions of the Chamber.
32. The Executive Committee shall be vested with the management of the funds of the Chamber. The Committee may, in addition to the powers expressly conferred upon it under these articles, exercise all such powers and do all such acts and things as may be required to be exercised by the Chamber and are not hereby or under any by-laws expressly directed or required to be exercised or done by the Chamber, after approval of such in the General Meeting.

POWER AND DUTIES OF THE PRESIDENT

33. The President shall preside at all meetings of the Committee, all General meeting and lead all deputations, and shall take and lead on behalf of the Chamber at any meeting or conference held in connection with any matter in which the Chamber may be interested. In a General Meeting he may address the members on such subjects he may deem proper to bring to their notice.



34. The President shall also perform such other duties as may be incidental to the office of the President. He shall have the authority to sanction expenditure upto the limit prescribed by the Executive Committee for the year.
35. In the absence of the President, the Senior Vice-President shall have the powers, and he shall perform the duties of the President. In the absence of President and the Senior Vice President the Vice President shall have the power and shall perform the duties of the President.

MEETINGS OF THE EXECUTIVE COMMITTEE

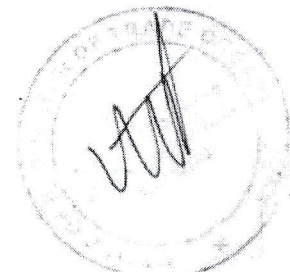
36. (1) The Committee shall meet at such time as it may deem advisable and may make such regulations, as it thinks proper, as to the summoning or holding of meetings of the Committee, Departmental Committees and Sub-Committees and for the transaction of business at such meetings. The record of the proceedings of all the meetings shall be kept in Minutes Books which shall be open to inspection of the members of the Chamber subject to such regulation as the Committee may from time to time deem expedient.
- (4) No resolution duly passed at a meeting of the Executive Committee shall be amended, altered or rescinded at a subsequent meeting of the Executive Committee held within 12 months of the date of which such resolution was adopted unless two-third of the total number of members of the Executive Committee vote for a change and the Agenda containing the proposal was duly circulated.
- (5) If any member does not attend three consecutive meetings of the Committee without information the Chamber, in writing, he shall cease to be member of the committee.

PRESIDING OVER MEETINGS

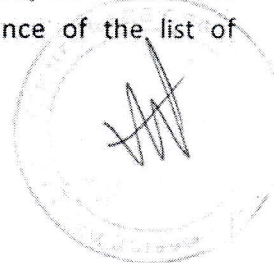
37. The President or in his absence the Senior Vice President or in the absence of both of them, the Vice-President shall preside over all the meetings. If neither the President nor the Senior Vice-President nor the Vice-President is present at the time the meeting is held, the members present shall choose someone from among themselves to preside over such meeting.

ELECTION OF THE COMMITTEE

38. The election of the Chamber shall be held on annual basis during the months of July to September of the year in the following manner:
- a) Executive Committee for the time being in office shall in the first half of July each year draw and approves a schedule for the holding of the election in accordance with these Articles.



- b) The Secretary General after its approval by the Executive Committee shall issue the schedule and within two days of its approval by the Executive Committee, the election schedule shall be:
- i. Displayed at the notice board of head office and regional offices of the Chamber;
 - ii. Displayed at the website of the Chamber; and
 - iii. Submitted to the DGTO
- c) Simultaneously with approval of the election schedule, the Executive Committee shall appoint an Election Commission, subject to the provisions of Article 45.
- d) Within three days of the announcement of election schedule, member-firms desiring to change their representative shall intimate changes regarding name of representative to the Secretary General, alongwith necessary proof of eligibility.
- e) A provisional list of all members eligible to vote shall be displayed by the Secretary General within seven days of the announcement of election schedule, subject to the provision of Article 46.
- f) The list of members shall be finalized subject to the provisions of Article 46.
- g) Within four days of display of the final list, any person, who is eligible to contest elections on the vacant post, shall send his nominations, duly proposed and seconded by a duly registered voter of the class to which the candidates belong and signed by the candidate, to the Secretary General. Such nominations shall also be accompanied by a written consent of the candidate concerned.
- Provided that in addition to conditions laid down in these Articles for the eligibility of the candidate for contest of elections, only such members who are eligible to cast vote shall be entitled to stand for elections or nominate a candidate for election or send representatives to participate in the election.
- h) Within twenty four hours of receipt of nomination papers, a copy of the final list of voters shall be provided to each contesting candidate.
- i) The nomination papers received shall be scrutinized by the Election Commission.
- j) A list of candidates shall be displayed within twenty four hours of the last date of receipt of nomination papers. The list shall be displayed at:
- i. The notice board of head office and regional offices of the Chamber;
 - ii. The website of the Chamber.
- k) The objections, if any, to nomination of the candidates may 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.

- l) Within two days of decision of the Election Commission or in case the commission fails to decide within the stipulated time provided, any candidate, aggrieved by the decision of the Election Commission, or as the case may be, on expiry of limitation of the Election Commission, may file an appeal to the REGULATOR, who shall decide it within seven days and his decision in this regard shall be final.
- m) Within two days of the decision of the Regulator the Election Commission shall issue a final list of the candidates.

Provided that if no appeal has been made to the Regulator, final list of the candidates shall be issued within eleven days of the decision of the Election Commission.

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

ELECTION OF THE OFFICE BEARERS

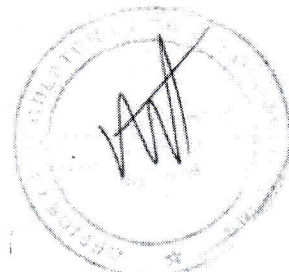
39. After election of the Executive Committee, the election for the office bearers shall be held in the following manner:

- a) Within two days of the polling of the Executive Committee, any persons elected as member of Executive Committee, shall send, to the Election Commission for election as an office bearer, his nomination duly proposed and seconded by an elected Executive Committee's member and signed by the candidate.
- b) The nomination papers shall be scrutinized by the Election Commission and list of candidates shall be displayed within twenty four hours of the last date of receipt of nomination papers.
- c) Within two days of display of final list of the candidates, the polling for election of office bearers shall be held.

CONDUCT OF ELECTION

40. Polling for the election under these articles shall be conducted in the manner laid down under:

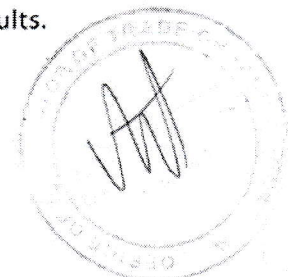
- a) The election of the members of the Executive Committee and office bearers shall be held by secret ballot and neither postal ballot nor proxy shall be allowed.



- b) The polling for Executive Committee shall be held simultaneously at the head office, regional offices or where the number of voters exceeds fifty, at the branch offices of the Chamber.

Provided that where for the want of space in the office premises it is not possible to establish the polling booths, the polling shall be held in a public place such as community hall or hotel.

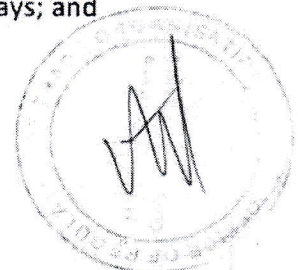
- c) The voter shall be entitled to cast as many votes as the number of vacancies available on the Executive Committee for the particular class of membership to which he belongs.
- d) The ballot papers shall have duly numbered counterfoils and the voter shall sign or affix thumb impression thereon in presence of polling agents of the candidates and the polling officer before the issuance of ballot papers to the voter. The name of the candidates of the class of membership which the voter belongs, and the number of votes that the voter concerned shall be entitled to cast, shall be clearly indicated in the ballot paper in alphabetical order.
- e) It shall be duty of the polling officer to verify identity of the voter. The only acceptable forms of identification shall be computerized national identity card, original identity card issued by the Chamber, passport and driving license. The polling officer shall, on the counterfoil, enter the number of identification document.
- f) After satisfying himself with regard to the identity of the voter, the polling officer shall hand over the ballot paper to the voter.
- g) The ballot paper shall be signed by the Secretary General or an officer of the Chamber duly authorized by the Election Commission in this behalf and shall also be signed by the polling officer at the time when it is issued.
- h) Once the ballot paper has been issued to the voter, he shall not be allowed to leave the polling both, without casting his vote in the ballot box.
- i) Adequate arrangements shall be made to maintain secrecy of the polls.
- j) Proper account shall be maintained by an officer designated by the Election Commission in respect of ballot papers including used, unused, tendered, challenged or spoiled ballot papers.
- k) The challenged votes shall be kept in a separate sealed envelope duly signed and sealed by the polling officer.
- l) The Election Commission or an officer designated by the Election Commission shall decide about the challenged votes after verification of necessary information before the official announcement of the results.



- m) No ballot paper shall be invalid for failure to have cast all votes in all seats contested for in the said election. However if the voter has cast more votes than the number he is entitled to cast, the ballot paper shall be deemed invalid.
- n) The ballot box shall be kept duly locked and sealed and shall be opened for counting immediately after the polling hours in the presence of the candidates or their polling agents who may also like to be present during polling hours. Provisional results may be declared by the Election Commission immediately after counting of the votes is completed and a written paper of this shall be made to the President and the Secretary General of the Chamber.

RESULTS OF ELECTION

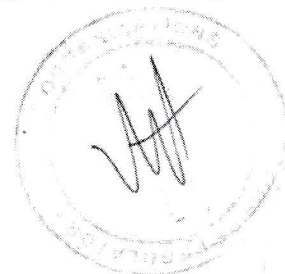
- 41. The result of election shall be ascertained in the following manner:
 - a) The candidates receiving the highest number of votes shall be declared to be duly elected.
 - b) In the event of equality of votes between two or more candidates for election on the committee, the Polling Officer shall decide the case by drawing a lot in presence of the candidates or their polling agents. The candidates in whose favor the lot is drawn shall be declared to have been duly elected and a record of the result thereof shall be made.
 - c) If there is only one nominee for a particular office, he shall be declared elected without the process of election laid down in these Articles.
- 42. The final result of election under these articles shall be announced as:
 - a) The final result of the election of members of Executive Committee and office bearers shall be officially announced by the Election Commission at Annual General Meeting of the Chamber called for this purpose within fifteen days of the date of polling as referred above but not later 30th day of September of the year. Where the newly elected office bearers will take charge from the retiring office bearers in the meeting.
 - b) The announcement of election results in Annual General Meeting in such manner shall be the material date for the purpose of paragraph (iii) of clause (f) of sub-section (3) of section 14 of the Act.
 - c) The final election results announced in the Annual General Meeting shall be:
 - i. Displayed at notice board of the head office and regional office the Chamber within two days;
 - ii. Displayed at the website of the Chamber within two days; and
 - iii. Submitted to the DGTO within seven days.



- d) Accidental error or omission to send any notice, nomination papers etc., to any member shall not invalidate the ballot or election.
43. Having completed the counting and compilation of results, record pertaining to the elections shall be sealed and signed by the Election Commission or any other officer designated by the Election Commission and the Secretary General and shall be handed over to the Secretary General for safe custody.
44. Upon an application made in this behalf by the candidates within seven days of the date of polling and with approval of the DGTO, record of the elections shall be opened for inspection by the applicant in presence of the Election Commission.

ELECTION COMMISSION

45. The Election Commission will be appointed by the Executive Committee subject to the following conditions:
- 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 Chamber for the preceding two years;
 - d) The members 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.
 - g) The Election Commission shall be in charge of all arrangements connected with the conduct of elections including but not limited to:
 - i. Appointment of polling staff;
 - ii. Ensuring display of tentative voters' list by the Secretary General for the purpose of inviting objections;
 - iii. Examination of and decision on the objections received on the voters' list;
 - iv. Supervision of polling process and ensuring that the polling has been conducted in an orderly, peaceful, fair and transparent manner in accordance with provisions of the memorandum and articles of association and instructions of the Federal Government or the Regulator in this regard; and
 - v. Counting of votes and announcement of results.



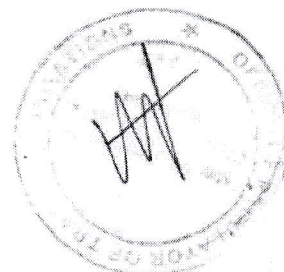
VOTERS LIST

46. a) The Secretary General shall within seven days of the announcement of election schedule display a provisional list of all members eligible to vote alongwith their national tax numbers, sales tax registration number, *if applicable*, the name and national identity card number of their representatives. The list shall be displayed at:
- i. Notice board of the head office and regional offices of the Chamber; and
 - ii. Website of the Chamber.
- b) 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;
- c) The Secretary General shall, within five days from receipt of objections intimate action on the objections or changes, if any;
- d) Any person aggrieved by decision of the Secretary General may, within three days of receipt of the decision, make a representation to the Election Commission which shall decide the representation within three days;
- e) Any person, aggrieved by the decision of the Election Commission or in case the Election Commission fails to decide the representation within the stipulated period, may, within three days of decision by the Election Commission or, as the case may be, on expiry of limitation of the Election Commission, make an appeal to the Regulator who shall decide the appeal within ten days and his decision in this regard shall be final.
- f) Within two days of the decision of the Regulator the final voters' list shall be
- i. displayed at notice board of the head office and regional offices of the trade organization;
 - ii. displayed at website of the trade organization; and
 - iii. 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.

ELIGIBILITY TO VOTE

47. The eligibility of a member to vote at the elections of the Chamber shall be subject to following conditions, namely:



- a) the member has completed two years of valid membership of the Chamber as on the date of announcement of election schedule by the Executive Committee of the trade organization:

Provided that old members shall be eligible to vote on completion of one year of their re-enrollment and payment of all dues; and

- b) the member has fulfilled the conditions of membership and renewal thereof of the Chamber as defined under Article 7.

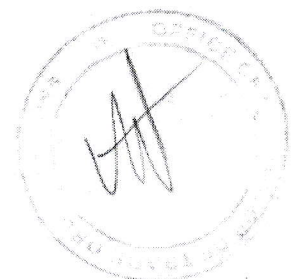
48. Every member eligible to vote shall deposit with the Secretary General, the specimen signature card alongwith photograph indicating the status in the firm, company or concern. The right to vote shall be allowed only to the proprietor, partner or the director of the member-firm or company, or a person not below the rank of general manager authorized by the board of directors of a company or, as the case may be, a multi-national corporation.

49. 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 a 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.

GENERAL MEETING

50. A General Meeting of the Chamber shall be held within 180 days from the date of incorporation of the Chamber. An Annual General Meeting shall be held once in each year; not more than fifteen months after the holding of its last preceding Annual General Meeting; at such time and place as the Committee may from time to time prescribe to transact the following business, namely:

- a) To receive the Annual Report of the Retiring Committee and the audited statement of the accounts of the Chamber for the year;
- b) To confirm the result of election of the office bearers of the Committee for the ensuing year;
- c) To appoint an Auditor for the year;
- d) To transact such other business of which notice may have been given by a member 30 clear days before the date fixed for the Annual General Meeting and if which the Secretary General will have given notice to the General Body of members by post or otherwise 14 days before the date of the meeting.



EXTRA ORDINARY GENERAL MEETING

51. The Committee may, whenever it thinks fit and it shall upon a requisition made in writing by at least 25 members who have paid their subscription in full upto date, convene an Extra Ordinary General Meeting.

NOTICE OF GENERAL MEETING

52. At least 21 days before every meeting, notice thereof specifying the place, the day and hour of the meeting and in case of special business the general nature of such business, shall be given to members in the manner hereinafter mentioned or in such a manner, as may be prescribed by the Chamber in General Meeting but the non-receipt of such notice by any member shall not invalidate the proceedings at any General Meeting. In case of a real emergency a shorter notice may be given subject to the prior approval of the Registrar of Companies.

PROCEEDINGS AT GENERAL MEETING

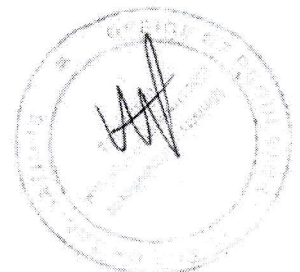
53. All business shall be deemed special that is transacted at an Extra Ordinary General Meeting and all that is transacted at an Annual General Meeting with the exception of the consideration of the accounts and balance sheets and the annual report of the committee, the appointment and fixation of remuneration.

QUORUM FOR GENERAL MEETING

54. (a) Twenty five percent of the number of members shall be deemed to be the quorum for an Ordinary General Meeting and Extra Ordinary General Meeting.
- (b) The meeting may be attended in person or by proxy. Only those members shall be eligible to hold the proxy who is entitled to attend the meeting under these Articles. The Secretary General shall send proxy format to members together with the notice of General Meeting. The proxies shall be filed with the Secretary General, at least 48 hours before the date of the meeting. Only members outside Bahawalpur City shall be able to exercise proxies.

ADJOURNMENT FOR WANT OF QUORUM

55. If within half an hour of the time fixed for the meeting the quorum is not present, (in person or by proxy) the meeting, if convened upon requisition of members shall be dissolved and in any other case it shall stand adjourned to the same day in the following week at the same time and place and if at such adjourned meeting the quorum is not present it shall proceed with the business an agenda of adjourned meeting despite the want to quorum.



POWERS OF PRESIDENT FOR ADJOURNMENT

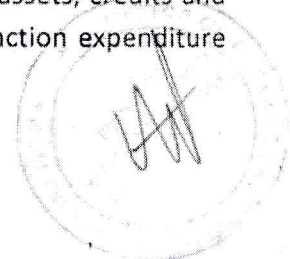
56. The president may, with the consent of the members, adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment takes place.

PROVISIONS RELATING TO VOTING POWER AND RIGHTS

57. (a) Every question submitted to a General Meeting shall be decided by a majority of the members present and voting at such a meeting, provided that in the event of difference of opinion between the Corporate Members and Associate Members no ordinary resolution shall be deemed to have been adopted unless it has been carried by the majority of votes of each class of the Members present in person or by proxy and entitled to vote on such resolution.
- (b) Notwithstanding anything contained in clause (a), no special resolution, particularly concerning amendments to the Memorandum and Articles of Association of the Chamber shall be deemed to have been carried unless it has received the votes of three fourth majority of each class of the Members present in person or by proxy and entitled to vote on such resolutions.

SECRETARY GENERAL

58. The Chamber shall appoint a Secretary General through a human resource committee formed by the Executive Committee which shall consist of three members of the Executive Committee. The Secretary General shall have charge of secretariat functions of the Chamber and shall perform his functions under the Act, the Rules, the Act and the rules made thereunder and the Memorandum and Articles of the association of this Chamber. He shall be in-charge of all correspondence. He shall have the care of the books, furniture, fixtures, and library and of all documents belonging to the Chamber. He shall give notice of all meetings of the Chamber, of the Committee, Departmental Committees and Sub-Committees of the Chamber. He shall duly notify members of their elections and shall collect all dues of the Chamber and grant receipts. He shall endorse all cheques, dividend warrants and other negotiable proceedings in which the Chamber may be connected.
59. The Secretary General shall be in-charge of the funds, including all Government Papers and Securities. He shall keep an account of the funds of the Chamber and of funds connected with or in any way controlled by the Chamber and of all the moneys received and spent by the Chamber. He shall keep an account of assets, credits and liabilities of the Chamber. He shall also have the authority to sanction expenditure



upto the limit prescribed by the Committee out of the imprest Account of the Chamber.

60. The signatures of the Secretary General shall be mandatory for operation of all the single or jointly operated bank accounts of the Chamber. Any management employees who shall report directly to the Secretary General alone shall be appointed jointly by the Secretary General and the human resource committee. Services of the Secretary General shall only be terminated through a resolution of the Executive Committee.

FUNDS

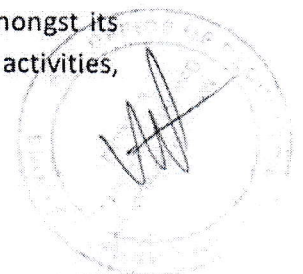
61. The funds of the Chamber shall be deposited with the scheduled bank or banks approved by the Executive Committee and all moneys of the Chamber as and when received by the Secretary General shall be paid into the Chamber's account in the bank.
62. All cheques on the account shall be jointly signed by the President or in his absence by Senior-Vice President, and if the Senior-Vice President is not present by the Vice-President duly authorized by the Executive Committee, and the Secretary General or the person acting as Secretary General.

ANNUAL REPORT

63. An Annual Report of the activities of the Chamber shall be prepared and circulated for information of the members of the Chamber at least 21 days before the Annual General Meeting. Such report must contain a statement of Audited Accounts for the year and a Report from the Executive Committee on the performance of the Chamber and any material changes and commitments. Such report shall be submitted to the Annual General Meeting for confirmation and shall be confirmed or otherwise dealt with or disposed of as the General Meeting may decide.
64. The Chamber shall also submit annually latest by the 31st December to the Regulator:
- a) Annual Financial Statements as audited by the Auditors and approved by the Executive Committee;
 - b) Plan of activities for the next year as provided in Article 65;
 - c) A soft and hard copy of the list of its members as on the 30th November, in the format as set out in Annex-I of Schedule-B of the Rules.

PLAN OF ACTIVITIES AND PERFORMANCE REVIEW

65. (1) The Chamber shall prepare a three years plan of activities which shall be approved by the Executive Committee and shall be distributed amongst its members and cover, among other matters, the proposed future activities,



finances and outcome of such activities intended by the Chamber during the said three years period.

- (2) The Chamber shall internally conduct an annual performance review and have such performance review audited by external auditors based upon an inspection of all records of the Chamber to include, but not be limited to, minutes of meetings and the Chamber's plan of activities.

AUDITOR

66. The General Body shall at every Annual General Meeting appoint an Auditor according to the provisions of the Act. The Auditor so appointed shall audit the accounts of the Chamber and of all funds connected with or controlled by the Chamber and present his report based on such Audit, which shall be placed before the General Body, in the Annual General Meeting which shall be held immediately thereafter.

AFFILIATION

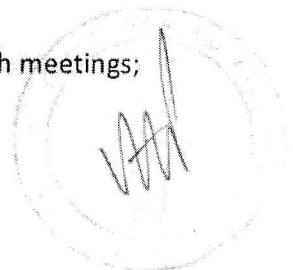
67. The Chamber shall not secure affiliation with any international or foreign body and shall not extend invitations to any foreign organizations or individuals or accept any invitations from them for participation in any conferences or functions to be held in Pakistan or abroad, without the prior permission of Federal Government.

SEAL

68. There shall be a common Seal for the Chamber. The seal shall be deposited with the Secretary General and shall never be affixed to any document except in the presence of the President or any of the Vice-Presidents and in pursuance of the resolution of the Committee or of the Chamber in General Meeting, Deeds, Bonds and other documents required to be made under seal shall be deemed to have been fully executed on behalf of the Chamber, if sealed with the common seal of the Chamber and signed by the President or any of the Vice-Presidents and countersigned by the Secretary General or the person acting as Secretary General.

WEBSITE

69. The chamber shall maintain a website of the Chamber at all times which shall include all relevant information, such as:
 - a) up to date list of office-bearers with contact details, Executive Committee's 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 Executive Committee's meetings and minutes of such meetings;and



- e) Schedule of elections, voters' list and election's results during election period.

DISPUTES

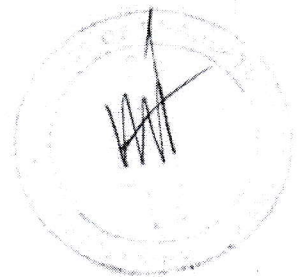
70. (a) Any dispute or difference of opinion in regard interpretation or scope of application of these Articles of Association, which cannot be resolved by the Chamber itself, shall be referred to the Regulator of Trade Organizations appointed under the Trade Organizations Act, 2013 and the ruling given by the DGTO shall be binding on the Chamber, its office-bearers and members.
- (b) In case of unresolved differences of opinion between the various classes of members on matters on which Government has called for advice of the Chamber, the respective classes of members shall have the right to have their viewpoints forwarded to Government through the Chamber provided that the views of all classes shall be forwarded in one and the same communication.

AMENDMENTS

71. The foregoing rules and regulations shall be copied in a book to be kept with the record of the Chamber. Printed copies of the same will be forwarded to all the members and no alteration or addition shall be made therein or thereto/save and except by the majority of three-fourth of each class of the Members present at a General meeting convened by a notice issued at least twenty-one days clearly before the holding of such meeting and in which all the terms of proposed alterations or additions shall have been set-forth and provided that all amendments shall be subject to the approval of Government and shall also be made when required by Government in the public interest.

WINDING UP

72. The Chamber shall be wound up voluntarily whenever a special resolution is passed requiring the Chamber to be so wound up. If the Chamber be wound up, and there should remain, after satisfaction of all the debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Chamber or any of them, but shall be given to some other Chamber, Association or body of persons, then existing or to be formed, having objects similar to those of the Chamber, as the General Body may determine at an Extra-ordinary Meeting especially convened for the purpose.

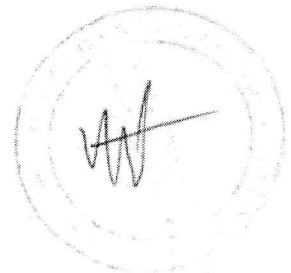


INDEMNITY

73. Every President, Senior Vice President, Vice President, member of Executive Committee, Arbitrator and other officer or a servant of the Chamber shall be Indemnified by the Chamber against and it shall be the duty of the Committee, out of the funds of the Chamber to pay all costs, losses, penalties and expense which any such officer or servant may incur or become liable to by reason or any contract entered into act of deed done by or omitted by him as such officer or servant or in any way in the discharge of his duties, and no member or other officer of the Chamber shall be liable for the acts, receipts, neglects or defaults of any other member of, officer or far joining in any receipt or other act for conformity or for any loss or expense happening to the Chamber through the insufficiency or deficiency of title to any property acquired by order of the Committee for or on behalf of the Chamber or for insufficiency or deficiency or depreciation of any security in our upon which any of the moneys of the Chamber shall be invested or for any loss occasioned by any error of judgment, omission, default or oversight on his part of for any loss, damage or misfortune whatever which shall happen in relation to the execution of the duties of his office or in relation thereto unless the same happen through his own dishonesty.

We, the several persons, who name and addresses are subscribed hereunder, are desirous of being formed into a chamber in pursuance of this Articles of Association.

Sr. No.	Name	Address	Signature
1	Khawaja Muhammad Masood	Masood Model Ginning Factories Limited, Rahimyar Khan.	
2	Rana Muhammad Abbas (Gen. Secretary Anjuman Tajran & President Cloth Association – Chishtian)	Mecca Cloth House Main Bazar, Chishtian	
3	Haji Muhammad Akbar Municipal Councilor & President Shoes Merchants Association – Chishtian	Akbar Boot House, Main Bazar Chishtian	
4	Haji Muhammad Aslam President Anjuman Zargarar – Chishtian	Shop No. 16D Main Bazar Chishtian	



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| 5 | Chaudhary Abdul Majeed
(Vice Chairman P.C.G.A) | Bismillah Cotton Industries,
Bahawalpur. |
| 6. | Mian Muhammad Anwar
(Managing Director) | Gulistan Textile Mills Ltd.
Bahawalpur |
| 7 | Masood Ahmad Majeed
(Managing Partner) | Asia Flour Mills, Bahawalpur |
| 8 | Chaudhary Muhammad
Saleem
(Managing Partner) | Saleem & Co Coommission
Agents, Sadiq Abad |
| 9 | Akhtar Ali Manzoor
(Managing Director) | Basit Bilal Cotton Industries
Ltd. Sadiq Abad. |
| 10 | Chaudhary Abdul Rashid
(Managing Partner) | Modern Flour & General
Mills, Rahimyar Khan |
| 11 | Chaudhary Nazar Muhammad
(Partner) | Rashid Brothers, Grain
Market Rahimyar Khan |
| 12 | Sheikh Abdul Ghaffar
(Partner) | Muslim Cotton Factory,
C/o Allied Bank Ltd. Main
Bazar Branch Bahawalpur |
| 13 | Sheikh Ashfaq Ahmad
(Partner) | Iftikhar & Company, C/o
Mukhtar Corporation,
Ghallah Mandi, Bahawalpur |

CERTIFIED TO BE TRUE COPY

Witness to the Signature

1. Sheikh Ghulam Mohyuddin,
Secretary
Mahmood Textile Mills Limited
2. Syed Mohammad Kazim Bokhari,
C/o Khawaja Tanneries Limited

(IQBAL GHOUS)
ASSISTANT REGISTRAR OF COMPANIES
COMPANY REGISTRATION OFFICE,
SECURITIES AND EXCHANGE
COMMISSION OF PAKISTAN,
MULTAN.

Dated this 3rd day of March 1987

