

Trade Organizations Act, 2022

(Act No. 09 of 2022)

[April 13, 2022]

**An Act enacted to re-enact
the Trade Organizations Ordinance, 1961 by revoking and re-enacting the role,
activities, discipline and responsibilities of trade organizations in preserving and
developing the economic interests of the country including business, industry, trade
and service sectors.**

Since it is expedient and necessary to repeal the Trade Organizations Ordinance, 1961 (Ordinance No. XLV of 1961) to meet the needs of the times and to consolidate the role, activities, discipline and responsibility of the trade organizations in preserving and developing the economic interests of the country including business, industry, trade and service sectors. ;

Therefore, it is hereby enacted as follows:-

**Short title
and
introduction**

1. (1) This Act may be called the Trade Organizations Act, 2022 .
- (2) It shall take effect immediately.

definition

2. Unless there is anything contrary to the subject or context, in this Act —
 - (1) "Company Act" means the Companies Act, 1994 (Act No. 18 of 1994);
 - (2) 'registration' means the registration under the Companies Act of a trade organization after obtaining a licence;
 - (3) 'Executive Committee' or 'Board of Directors' means the Executive Committee or Board of Directors responsible for the management and administration of a trade organization by election in accordance with its memorandum and articles of association;
 - (4) 'member of the executive committee' or 'director of the board of directors' means a member of the executive committee or a director of the board of directors, including its president, senior vice-president and

vice-president, responsible for the management and administration of a trade organization in accordance with its articles of association ;

(5) "Administrator" means an Administrator appointed under section 17;

(6) 'Federation' means a federation consisting of chambers and associations of trade, industry, commerce and services to represent trade associations;

(7) 'trade organisation' means an organization which is—

(a) which is eligible to be incorporated as a limited liability company under the Companies Act;

(b) which is organized as a non-political and non-profit making organization and which is licensed under section 3 as a representative organization of the area concerned or various trades, industries, trades and services or any group or class thereof and registered under the Companies Act; And

(c) the funds or income or profits or surplus money or other income of which is expended in furtherance of the objects of the said organization, provided that no part thereof is paid to any member thereof or any member of the executive committee or any director of the board of directors as a dividend or profit or bonus or any other Not distributed in size;

(8) 'rules' means rules made under this Act;

(9) "Director-General" means the Director-General appointed under section 15;

(10) 'Registrar' means the Registrar as defined in the Companies Act;

(11) 'licence' means any license granted under section 3;

(12) 'assistant committee' means any committee constituted by the Administrator under clause (a) of sub-section (2) of section 18, subject to the approval of the Director-General, for the purpose of assisting or advising the Administrator in carrying out his functions;

(13) 'Articles of Association' means the Articles of Association of a trade association;

(14) 'Memorandum' means a memorandum of association of a trade association.

license

3. (1) Notwithstanding anything contained in any other law for the time being in force, no organization shall carry on business as a trade organization until it has obtained a license from the Government.

(2) No license shall be granted to a trade organization unless it-

(a) Chambers engaged in trade, industry, commerce and services and all over Bangladesh to represent trade organizations mentioned in clauses (b), (c), (d), (e), (h), (j) and (j). A 'federation' of societies is:

Provided that no such license shall be granted to more than one trade organization;

(b) Chambers of Commerce and Industries of all Bangladesh based industries are:

Provided that no such license shall be granted to more than one trade organization;

(c) specific areas, viz:- a chamber of commerce and industry formed to represent the business, industry, trade and services of a district or metropolitan area is:

Provided that no similar license shall be granted to more than one Chamber of Commerce and Industry in the same district or metropolitan area;

(d) An association of trades, industries, trades and services formed throughout Bangladesh to represent specific trades, industries, trades and services:

Provided that no such license shall be granted to more than one association;

(e) Women Chamber of Commerce and Industry of all Bangladesh based businesses, industries, trade and services run by women entrepreneurs are:

Provided that no such license shall be granted to more than one Women's Chamber of Commerce and Industry;

Explanation: 'Women entrepreneur' means a woman who owns and operates a business, factory or other commercial establishment;

(f) specific areas, viz:- a town association formed to represent trade, industry, trade and services in a municipality or city is:

Provided that no such license shall be granted to more than one urban society:

Provided further that such town association shall be affiliated to the District Chamber of Commerce and Industry of the district in which it is situated;

(g) Specific Areas, viz:- Districts and Upazilas are groups formed to represent specific trades, industries, trades and services;

provided, however, that no similar license shall be granted to more than one group;

(h) A Women's Chamber of Commerce and Industry formed to represent businesses, industries, trade and services carried on by women entrepreneurs in the district and metropolitan area shall be:

Provided that no such license shall be granted to more than one Women's Chamber of Commerce and Industry;

(j) Foreign Investors Chamber of Commerce and Industry of Business, Industry, Commerce and Service Sectors formed all over Bangladesh to represent foreign investors are:

Provided that no such license shall be granted to more than one Foreign Investors Chamber of Commerce and Industry;

(j) Joint Chambers of Commerce and Industry to represent business, industry, trade and service sectors with any such country or territory with which diplomatic or commercial relations exist with Bangladesh:

Provided that no such license shall be granted to more than one joint Chamber of Commerce and Industry.

(3) To obtain a license granted under this section, application shall be made in the form prescribed by the Government.

(4) The Government may grant licenses subject to such conditions and restrictions as it thinks fit and such conditions and restrictions shall be binding on the trade association and such conditions and restrictions shall be included in the memorandum and articles of association of the trade association or any of them. will be

(5) A licensed trade organization registered as a 'limited liability' company without the addition of the word 'limited' to its name shall enjoy all the rights of a limited liability company and shall be bound by all the rules and regulations of a limited liability company.

(6) The Government may, in the public interest, by notification in the Government Gazette, subject to the terms and conditions specified in the notification, exempt any trade organization from any of the provisions of this section.

(7) No license shall be granted in favor of a trade organization unless its promoters or organizers, before its formation—

In the case of a trade organization mentioned in clauses (b), (d), (e), (j) and (j) of sub-section (2), at least 2 (ii) publish notices in national dailies and in the case of other trade organizations in at least 1 (one) national and 1 (one) local or regional dailies;

(b) obtains a name clearance from the Director General, Trade Organisation;

The opinion of the Federation in respect of the trade organizations mentioned in clauses (b), (d), (e), (h), (j) and (j) of sub-section (2) after obtaining the name clearance from the Director General, Trade Organisations. and in the case of other Trade Organizations without taking the opinion of the District Chamber concerned:

Provided, however, that if no such opinion is received within 60 (sixty) days, the license shall be granted without such opinion.

(8) Sub-section (2) of—

In the case of any trade organization mentioned in clauses (b), (c), (d), (e), (h) and (j) within 60 (sixty) days of obtaining the license for affiliation as a member of the Chamber or Association as the case may be in accordance with the Articles of Association of the Federation. Must apply;

In the case of any trade organization mentioned in Clause (j) within 60 (sixty) days of obtaining the license, according to the Association Rules of the Federation, an application for affiliation as an Associate Member of the Federation shall be made; And

In the case of trade organizations other than the trade organizations mentioned in clauses (a) and (b), as per the rules of association of the concerned District Chamber of Commerce and Industries, application for affiliation as a member shall be made.

(9) No trade organization shall apply for registration without being licensed.

**Registration
of Trade
Organisations**

4. (1) Notwithstanding anything contained in any other law for the time being in force, a business organization licensed under section 3 shall, within 60 (sixty) days of the receipt of such license, without the addition of the word 'limited' to its name, as a 'limited liability' company. should be registered accordingly.

(2) No trade association shall carry on its activities without registration.

**Cancellation
of license
and
exemption**

5. (1) The Government may, at any time, by notification in the Official Gazette, cancel a license granted in favor of a trade organization on an application or complaint by a trade organization or federation or on its own motion after giving an opportunity of hearing, if the said trade organization—

(a) fails to comply with the provisions of sub-sections (4) and (8) of section 3;

(b) fails to register within the period provided in sub-section (1) of section 4 or violates any other condition of the licence;

(c) indulges in any activity outside the purpose of its Articles of Association;

(d) contravenes the provisions of sub-section (2) of section 12;

(e) trade associations incorporated under the provisions of sub-section (1) of section 8;

(f) fails to fulfill any other condition prescribed by the Rules.

(2) If the license of a trade association is canceled under sub-section (1), the association shall not be able to carry on any activities and shall not have any office in the name of the association.

(3) The Government may, at any time, by notification in the Official Gazette, cancel the exemption granted under sub-section (6) of section 3 in favor of any trade organization after giving an opportunity of hearing to any trade organization in view of the complaint.

(4) Within 30 (thirty) days of cancellation of license under sub-section (1) or cancellation of exemption under sub-section (3), the said trade organization may apply for licence.

**Dormant
trade
organization**

6. (1) An incorporated trade organization—

(a) fails to establish any of its offices within six (6) months of its incorporation; or

(b) fails to hold annual general meetings for 2 (two) consecutive years;
or

(c) fails to file audit report and other reports and returns with the Director General for 2 (two) consecutive years;

At the end of the said period or for any other reasons and in the manner mentioned in the rules, the Director General may declare the trade organization as a dormant trade organization after giving an opportunity to show suitable reasons.

(2) The Director General may revoke the declaration of designation of a dormant trade organization subject to giving an opportunity for correction to a trade organization in the manner and at the time prescribed by the rules.

(3) The Director General may recommend to the Government the cancellation of the license granted in favor of any trade organization declared to be a dormant trade organisation.

**Cancellation
of
registration**

7. (1) If the Government cancels a license issued in favor of a trade organization under section 5, the registration shall automatically be deemed to have been canceled after 30 (thirty) days of such cancellation order.

(2) The Government shall, by notification in the Official Gazette, publish for public information the name of the trade organization whose license has been cancelled.

**Consolidation
of Trade
Organizations**

8. (1) If two or more trade organizations are carrying on any business, industry, trade and services for the same purpose and purpose, the Government may, on the application of any trade organization or federation, accept the hearing of the said trade organizations and merge all such trade organizations in the manner prescribed by the rules. A merger order may be issued by revoking the license of one or more organizations as applicable.

(2) After the order of amalgamation of trade organizations under subsection (1) is issued, the Government shall take necessary measures in the manner prescribed by law for the preparation of the memorandum and articles of association of the amalgamated trade organization and for the management of the said trade organization or may appoint an administrator for the said purposes.

**Change or
correction
of trade
organization
name**

9. (1) No trade organization shall change or amend its name without the prior approval of the Director General.

(2) The Director General shall grant approval for the change or correction of the name of a trade organization on an application or complaint for change or correction of the name of a trade organization

with due cause:

Provided, however, that before granting such approval, opinion shall be obtained from the Registrar and in the case of federation or city association or group, the concerned District or Metropolitan Chamber in the said matter:

It is further provided that if no opinion is received within 60 (sixty) days of calling for such opinion, the Director General may approve the matter of changing or correcting the name of the trade organization without the said opinion.

(3) In accordance with the approval given under sub-section (1), the trade organization shall apply to the Registrar within 90 (ninety) days of receipt of approval for name change or correction in accordance with the Companies Act:

Provided, however, that the Director General may extend the said period by recording the reasons on the application of the trade organization.

Prohibition of use of certain words by any organization or company other than a trade association

10. (1) No body or company other than a trade association shall use the words 'chamber', 'association', 'group', 'council' or 'alliance' in its name or title.

(2) Nothing in this section shall apply to any company, society or association formed for the attainment of any philanthropic purpose by way of notification in the Government Gazette, except in trade, industry, trade and service, in the arts, science, information technology, religion, public service, sports, professions or by notification in the Government Gazette.

Classification of trade organizations and determination of subscription rates

11. (1) the Government, in a manner prescribed by law, of trade organizations relative to the relative importance of business, industry, trade and services in the national economy; It shall determine the annual subscription rate payable to the Federation and the annual subscription rate to each trade organization including the admission fee payable by its members for each class of trade organization, arranged in different categories, taking into account its permanent office, amount of assets, number of members, amount of income and expenditure and capacity to use information technology. .

(2) The Government may, by notification in the Official Gazette, grant such general or special rights as it thinks fit to trade organizations classified under sub-section (1), having regard to their comparative

importance in the national economy.

**Memorandum
and Articles
of
Association
of Trade
Organizations**

12. (1) Every trade organization shall have a Memorandum and Articles of Association approved by the Government in the light of the rules made under this Act, including the provisions mentioned in sub-sections (2) and (3) for its purpose, functions and management of the organization:

Provided, however, that if there is any inconsistency with any provision of this Act or any provision of the Rules, the Memorandum and Articles of Association of the trade organization shall be deemed null and void.

(2) The composition of the 'Executive Committee' or 'Board of Directors' of every trade organization, the number of members of the Executive Committee or Directors of the Board of Directors, the tenure of the Committee or the Board, its election and its functions in accordance with the Articles of Association made in the light of the rules made under this Act, its 'Executive Committee or shall be managed by the Board of Directors' or, as the case may be, the Administrator.

(3) The 'Executive Committee' or 'Board of Directors' of the trade association or, as the case may be, a person appointed by the Administrator shall officiate as the 'Chief Executive Officer' or 'Administrative Officer' of the trade association in the manner prescribed by rules.

**Amendment,
addition,
modification
and repeal
of
memorandum
and articles
of
association
of trade
associations,
etc**

13. (1) Notwithstanding anything contained in this Act or any other law for the time being in force or the Articles of Association or the Articles of Association—

(a) no incorporated trade association shall amend, add, repeal or otherwise alter its memorandum or articles of association or any part thereof without the prior approval of the Government;

(b) In the case of amendment, addition, repeal or any other change by any trade organization in its memorandum and articles of association or any part thereof, within 60 (sixty) days of obtaining the approval of the Government, the said amendment, addition, repeal or any other change may be made in accordance with the provisions of the Companies Act. ;
And

(c) by order in writing, if the Government thinks it necessary, to direct any trade organization within such manner and within such period as may be specified in the order, to make necessary amendments,

additions, changes, repeals or make rules or by-laws in its memorandum, articles of association, rules or bye-laws; can

(2) If any trade association fails to comply with any order made under clause (c) of sub-section (1) or neglects to comply with the order, the Government may, by notification in the Official Gazette, order that the trade association—

(a) may amend, supplement, repeal or otherwise alter the memorandum, articles of association, rules or bye-laws;

(b) may make rules or bye-laws in the manner specified in the order;
And

(c) Such amendments, additions and repeals as mentioned in clauses (a) and (b) and making of rules or bye-laws shall be deemed to have been made by the concerned trade organization in accordance with this Act or the articles of association or memorandum of association of the said trade organization.

Additional time is granted for failure of trade organizations to hold elections within the stipulated time

14. Notwithstanding anything contained in this Act or any other law for the time being in force or in the memorandum or articles of association, if a trade association fails to hold an election in time due to natural calamity or any other reason beyond the control of the association, the Director General may, on the application of the trade association or on his own initiative may grant a period of not less than 6 (six) months for the holding of the election after recording the reason for the delay and may direct the concerned trade organization to hold the election within the said period;

Provided that if any trade organization fails to conduct the election within the time allowed by the Director General, the Government may appoint an administrator to conduct the election and day-to-day activities of the said trade organization.

Appointment of Director General and his powers, responsibilities and duties

15. (1) The Government may, by notification in the Official Gazette, appoint an officer of the rank of Additional Secretary as Director General to perform the functions assigned under this Act.

(2) The activities of the trade organizations shall be under the control of the Director General and the activities of the said trade organizations shall be managed by the Director General from time to time in the manner prescribed by the rules.

(3) Notwithstanding anything contained in this Act or any other law for the time being in force or in the memorandum or articles of association of a trade association, the Director General—

(a) direct any such trade organization or any appropriate person connected therewith to supply any information, documents, income and expenditure accounts, membership lists and reports relating to the said trade organization or to answer any inquiries in relation thereto;

(b) inspect any branch or regional or sub-regional or circle or liaison office of any trade organization or any place where any records or documents are kept, with or without prior notice in writing, himself or any officer designated by him;

(c) attend or send any officer as a representative at any meeting of the general meeting, executive committee, board of directors or any other committee of any trade association;

(d) monitor and supervise any election of any trade organization or regional, sub-regional or circle thereof or assign any officer to monitor and supervise or take any other necessary measures for monitoring and supervision;

(e) within 30 (thirty) days of the declaration of the results of any election of any trade association or its regional, sub-regional or circle, with the approval of the Government, may, with the approval of the Government, declare the said election null and void or order a re-election, if he-

(b) on its own knowledge; or

(a) on investigation of any complaint received from any competitor; or

(e) on the basis of the investigation report of any officer responsible for the purposes of sub-clauses (a) and (a) is satisfied that the irregularities in the conduct of the said election establish the validity of the annulment of the said election, he shall order a fresh election to be held within the period specified in the said order. can do;

(f) the Executive Committee, the Board of Directors or, as the case may be, the Administrator may cancel, suspend or modify any proposal or decision taken by him, if he is satisfied that the said proposal or decision is not in accordance with this Act or the Rules or that the said proposal or decision The memorandum and articles of association have not been properly followed in making the decision or the proposal or decision is contrary to any instructions or rules issued by the Government or the Director General to the said trade organization;

(g) on the report of any person in charge, the officer deems it necessary for the proper conduct of the business of any trade association, if—

(b) may remove one or more members or directors of the executive committee or board of directors of the said trade organization after giving them an opportunity to defend themselves; And

(a) may fill up or cause to be filled vacancies for the remainder of the term of the said Committee or may order an election to be held for the remainder of the term by appointing an Administrator; or

suspend any member of said trade organization for a specified period after giving opportunity to defend himself and may likewise reconsider the order of suspension;

Provided that no removal or suspension or filling of vacancies or appointment of administrators shall be made under this sub-section without the sanction of the Government;

(h) If the application for membership of a trade association or any other trade association by any person, businessman, business establishment, partnership business, company or any organization is rejected by the Federation despite fulfilling the prescribed conditions for membership of the Federation or any other trade association, the concerned On the application of the trade organization or person or organization, the Federation or the said trade organization may issue an order to grant membership in favor of the concerned trade organization or the concerned person, businessman, business establishment, partnership business, company or any organization respectively;

If an administrator is appointed in a commercial organization, he can determine the monthly honorarium or remuneration or duty allowance or incidental expenses of its administrator and supporting committee members, considering the financial capacity and scope of work of the said commercial organization;

(j) provide any advice for the purpose of increasing trade or investment;

(k) may direct participation or cooperation in any governmental or public welfare activities;

(l) take initiative to resolve any problem or dispute existing in any trade organization on the complaint or application of any member or Federation or, as the case may be, District or Metropolitan Chamber or in its own discretion;

(d) coordinate the communication and activities of various national and international organizations with the aim of preserving the interests of the overall economic development of the country in business, industry, trade and service sectors;

(d) may constitute an Election Board and an Election Appeal Board in the interest of holding fair elections of any trade organization or federation or any trade organization at its own discretion; And

(n) Perform any other powers, responsibilities and duties prescribed by law or otherwise.

**SPECIAL
PROVISIONS
REGARDING
ELECTION
AND
MEMBERSHIP
OF
FEDERATIONS
AND OTHER
TRADE
ORGANIZATIONS**

16. (1) The Board of Directors of the Federation shall consist of directors nominated by the Government and the number of directors determined by the rules through election from the Association Group and the Chamber Group.

(2) The Federation shall have 3 (three) classes of membership, namely:-

(a) Chamber Member);

(b) Association Member; And

(c) Associate Member.

(3) Any corporate house or group of companies or joint venture companies (Joint Venture Companies) registered in Bangladesh or private and public limited companies with a turnover prescribed by the rules and any trader or commercial organization prescribed by the government of any type of trade organization (Chamber or Association) may accept membership as may be determined by the rules.

(4) No Associate Member shall participate and exercise voting rights in the elections of the Board of Directors of the Federation.

(5) In the manner prescribed by the trade association rules other than the federation, according to the association rules of the trade association concerned-

(a) constitute the Executive Committee or the Board of Directors by election from among the members; And

(b) determine the class of members.

**Dissolution
of executive
committee
or board of**

17. (1) In cases where it appears to the Government, in view of the application or complaint of any trade organization or federation or in the Government's own discretion, that the activities of any registered trade organization or any of its branches or offices are not being properly

**directors
and
appointment
of
administrator**

conducted in the interest of business, industry, trade and or service sector, in that case The Government may, by order in writing, in the manner specified in the order, dissolve the executive committee or board of directors of the said trade organization:

Provided, however, that such order shall not be passed without giving written notice to the said executive committee or the board of directors and giving them an opportunity to present a statement against such cancellation.

(2) For the reasons mentioned in sub-section (1)—

(a) the executive committee or board of directors of any trade association is abolished; or

(b) fails to elect a trade association within the time allowed under section 14; or

(c) if the executive committee or board of directors of any trade organization is not reconstituted in due course without any reason; or

(d) if the executive committee or board of directors of any trade organization is restrained from discharging its functions by an order passed by any court;

For the management of the business organization or any branch or office thereof, for the purpose of continuing the continuity of activities, the Government may appoint 1 (one) administrator for a term not exceeding one year to undertake the management of the activities of the said committee in such manner as it may think fit:

However, if the executive committee or the board of directors is reconstituted, the government will give instructions to the said administrator for the purpose of assigning the responsibilities of the executive committee or the board of directors.

(3) After the appointment of the administrator under sub-section (2), the members of the executive committee or the board of directors shall be deemed to have resigned from their respective offices and after the appointment of the administrator in such manner any member of the executive committee or any director of the board of directors of any of the said trade organization Cannot perform activities or duties.

(4) No member of the said organization shall be a candidate or a voter in the elections of the Federation while an administrator is employed in any trade organization and the representation of the said organization in the General Assembly of the Federation shall be suspended.

Administrator's powers, responsibilities and duties

18. (1) The Administrator under the supervision and control of the Director General shall manage the day-to-day activities of the Trade Organization as per the instructions given by the Government.

(2) In the light of the directions mentioned in sub-section (1), the Administrator in order to exercise his powers and discharge his duties and responsibilities-

(a) To provide assistance in the conduct of its activities, may form a support committee consisting of several members from among the members of the said trade organization;

(b) within his term of office may constitute an election board and appeal board for holding the election of the executive committee or the board of directors and formulate rules for holding the said election;

(c) comply with the instructions of the relevant sections of the existing Companies Act applicable to trade organizations except the provisions relating to the presentation of income and expenditure accounts and the reading of the auditor's report in general meetings;

(d) may adjourn the general meeting during the term of the removed executive committee or board of directors, except for holding elections for the purpose of reconstituting the executive committee or the board of directors;

(e) undertake the proceedings of the organization during the period for which the general meeting has been adjourned, if the approval or consent of the general members is necessary;

(f) To meet the fees, allowances, remuneration of the administrators and the members of the auxiliary committee and other expenses for the management of the organization;

(g) perform such functions as may be deemed necessary in accordance with these Acts and Rules for the smooth running of the Trade Organisation;

(h) exercise any powers and perform duties and duties as may be prescribed by law or otherwise.

(3) The fees, allowances, remuneration of the administrators and members of the auxiliary committee and all the expenses of the management of the trade organization including the management of the cases filed by or against the concerned trade organization shall be executed from the funds of the said organization.

Constitution of 'Joint Trade Working Committee' or 'JTWC' and its functions

19. (1) The Government convenes the Director General for the overall economic development of the country including business, industry, trade and service sector, the protection of the interests of trade organizations and the expansion of trade between various trade organizations at home and abroad, by convening the Joint Trade Working Committee (Joint Trade Working Committee). or constitute JTWC.

(2) The committee constituted under sub-section (1) shall perform the following functions, namely:-

(a) maintaining contacts with domestic and foreign trade organizations with a view to increasing international trade;

(b) organizing seminars, exchange meetings, trade fairs, exhibitions, trainings, etc. for the purpose of promoting trade at various places within the country;

(c) holding meetings, gatherings or any other activities for the purpose of maintaining cordial relations between trade organizations and their members;

(d) organization of meetings, seminars, workshops and trainings for the development and expansion of business, industry, trade and service sectors concerned by trade organizations; And

(e) carrying out any other activities prescribed by the Government in light of this Act or rules made thereunder.

Limitation on Filing Suits against Trade Organisations

20. (1) Notwithstanding anything contained in any other law for the time being in force or in any bye-law or memorandum of association of any registered trade association, the validity of such trade association or its executive committee or board of directors or any other body thereof or the validity of any of its acts or proceedings or its constitution or the said If any question is raised by or on behalf of any member of such trade organization or any member of any other trade organization regarding the election or appointment of a committee or board of directors or body, such trade organization or any of its members or any of the executive committee or board of directors of such trade organization No suit or legal proceedings shall be taken or instituted against the Member,

Provided that if the details of the election are announced by the Executive Committee or the Board of Directors or the Administrator of any trade organization, any application or complaint in this regard shall be made to the Director General without the decision of the Election Board or the Election Appeal Board or the Arbitration Tribunal constituted on any matter related to the election. no

(2) The arbitral tribunal referred to in sub-section (1) shall consist of not less than 3 (three) or not more than 5 (five) members appointed by the Federation of Chambers of Commerce and Industries and shall conduct proceedings and decide or Will provide Roedad.

Compulsory membership of trade associations

21. (1) Notwithstanding anything contained in any other law for the time being in force or in the memorandum or articles of association of any trade association or in any contract or other document,

(a) any person, trader, business establishment, partnership, company or institution or any class thereof engaged in business, industry, trade and services shall be a member of any specified registered trade association in the interest of trade, industry, trade and services;

(b) on receipt of an application for inclusion as a member of a specified registered trade association from any person, trader, business establishment, partnership business, company or institution or any class thereof engaged in business, industry, commerce and services in accordance with the Articles of Association of the said registered trade association. Accredited as a member.

(2) Any person, trader, business establishment, partnership, company or institution or any class thereof engaged in any business, industry, trade and service under sub-section (1) notwithstanding the application for inclusion as a member of any specified trade association. If the application for membership is rejected by the trade association, the said person, trader, business establishment, partnership business, company or organization can apply to the Director General and the Director General will issue an appropriate order after hearing the parties concerned.

Restrictions on Membership

22. (1) No person shall be a member of any class of association other than the class of business specified in his trade licence.

(2) No person shall be a member of any District or Metropolitan Chamber other than the District or Metropolitan Chamber specified in his trade licence:

Provided that if there is a trade license in favor of a branch office or factory existing in more than one district or metropolitan area, a person can also be a member of the respective district or metropolitan chamber.

**Restrictions
on holding
office**

23. (1) No person shall contest or hold any office in the executive committee or board of directors of any trade association, if he-

(a) has been convicted of any criminal offense under this Act or any other law for the time being in force and sentenced to imprisonment and 5 (five) years have not elapsed after his release ;

(b) is in default or has not paid up-to-date taxes, VAT, duties;

Provided, however, that after being elected to a position, if the person concerned does not pay the said debt or tax within 180 (one hundred and eighty) days from the date of being listed as a debt defaulter or tax defaulter, the said position shall be considered vacant;

(c) has been declared unnatural by a court of competent jurisdiction;

(d) is declared insolvent or applies to be declared insolvent by any competent court.

(2) If any person is fined under section 27, he shall not participate in the next election of the said trade association until he pays the said amount.

appeal

24 (1) If any member of a trade organization is aggrieved by any decision or order of the Executive Committee or the Board of Directors or the Administrator as the case may be, he may appeal to the Director General within 30 (thirty) days of the delivery of the said decision or order subject to the procedure and fee prescribed by the rules and the Director General in the matter. After taking the hearing, the decision will be given.

(2) Any person or business organization aggrieved by the decision or order of the Director General under sub-section (1) may appeal to the Government within 30 (thirty) days of the issuance of such decision or order, subject to the procedure and fee prescribed by the rules, and the decision of the Government in the matter shall be shall be considered final.

**delegation
of power**

25. The Government may, by notification in the Government Gazette, confer any of its powers under this Act or rules on the Director General and the Director General may, by order in writing, confer any of his powers on the Administrator or any other officer.

**Performance
of Director**

26. Notwithstanding anything contained in this Act, the Government may, by notification in the Official Gazette, exercise any of the powers and perform any of the functions of the Director-General in such

**General by
Govt**

circumstances or cases as may be specified in the notification and in all provisions of this Act in which the term Director-General is mentioned after the issue of such notification. For the word Director General, the word Government shall be deemed to have been substituted and the provision shall come into force accordingly.

**Crime and
Punishment**

27. (1) If any person, institution, corporate body or any trade organization violates any provision of this Act or rules or any order or obstructs any responsible officer or person in the performance of his duties, he shall be fined not less than 10,000 (ten thousand) Taka. or shall be punished with a fine up to 1,00000 (one lakh) Taka.

(2) If any person violates the provisions of Sections 21 and 22, he shall be fined at the rate of Taka 1,000 (one thousand) per day for such violation.

**Offenses
committed
by the
company**

28. (1) If any offense punishable under this Act is committed by the company, the owner, director, manager, secretary or any other officer of the said company shall be personally liable for the said offence, unless he can prove that such offense was committed without his knowledge. Or he has tried his best to prevent it.

Explanation: For the purpose of this section,-

(a) 'company' includes a statutory body, firm or similar body of persons;
And

(b) 'Director' shall include a partner of the firm.

(2) Where a person is charged and convicted under sub-section (1), the company concerned shall be separately charged and convicted in the same proceedings and fined.

**Criminal
prosecution
and trial**

29. (1) Notwithstanding anything contained in the Code of Criminal Procedure, 1898 (Act No. V of 1898),-

(a) no court shall take cognizance of any offense under this Act except on the written complaint of the Director-General or a person duly authorized by him;

(b) offenses under this Act shall be triable by a Magistrate having jurisdiction or, as the case may be, by a Metropolitan Magistrate; And

(c) The Magistrate or, as the case may be, the Metropolitan Magistrate shall have power to impose fine of any amount within the limits mentioned in section 27.

(2) Offences under this Act shall be non-commissionable, cognizable and bailable.

**Power to
make rules**

30 For the purposes of this Act, the Government may, by notification in the Official Gazette, make rules.

Troubleshooting

31. If any ambiguity or difficulty arises in carrying out any provision of this Act, the Government may, by notification in the Official Gazette, remove such ambiguity or difficulty, subject to compliance with the provisions of this Act.

**Revocation
and
Custody**

32. (1) On the commencement of this Act, the Trade Organizations Ordinance, 1961 (Ordinance No. XLV of 1961), hereinafter referred to as the repealed Ordinance, is hereby repealed.

(2) Notwithstanding such repeal, under the repealed Ordinance—

(a) a licensed trade organization shall be deemed to be licensed under this Act and the executive committee or board of directors and administrators of the said trade organization shall continue and hold office for the duration thereof, subject not inconsistent with any provision of this Act or any rules made thereunder;

(b) any rule made, any notification issued and any order or direction given shall, provided that it is not inconsistent with any provision of this Act, remain in force until repealed or amended under this Act;

(c) any measures taken or proceedings instituted pending or pending shall be terminated or continued as if this Act had not been enacted.

**Publication
of
translated
texts in
English**

33. (1) After the commencement of this Act, the Government may, by notification in the Official Gazette, publish an authentic English text of this Act.

(2) In case of conflict between the Bengali and English texts, the Bengali text shall prevail.

