

The Film Development Corporation Act, 1957 (East Pakistan Act)

(ACT NO. XV OF 1957)

An Act to establish a Corporation for the purpose of promoting the development of film industry in Bangladesh.^{1♣}

Whereas it is expedient to establish a Corporation for the purpose of promoting the development of film industry in Bangladesh;

It is hereby enacted as follows:-

**Short title,
extent and
commencement**

1. (1) This Act may be called the ²[* * *] Film Development Corporation Act, 1957.

(2) It extends to the whole of Bangladesh.

(3) It shall come into force on such date as the Government may, by notification in the official Gazette, appoint.

Interpretation

2. In this Act, unless there is anything repugnant in the subject or context,-

(a) “Board” means the Board of Directors of the Corporation;

(b) “Borrower” means any person or persons or body of persons, whether incorporated or not, to whom a loan is made by the Corporation under this Act and the successors and assignees of such person or persons;

(c) “Corporation” means the Film Development Corporation established by this Act;

(d) “Film industry” means an industry engaged in the production of motion pictures for commercial exhibition and includes the setting up and maintaining of studios for the production of films;

(e) "Film" means celluloid film used for producing motion pictures for commercial exhibition;

³[(f) "Scheduled Bank" means a Bank for the time being included in the list of Banks maintained under clause (1) of Article 37 of the Bangladesh Bank Order, 1972 (P.O. No. 127 of 1972)]; and

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**Establishment
and
incorporation
of
Corporation**

3. (1) A Corporation to be called "The Film Development Corporation" shall be established as soon as may be after the commencement of this Act.

(2) The Corporation shall be a body corporate by the name of the Film Development Corporation, having perpetual succession and a common seal, with power, subject to the provisions of this Act, to acquire and hold property, both movable and immovable, and shall by the said name sue and be sued.

**Share
capital and
shareholders**

4. (1) The authorised capital of the Corporation shall, in the first instance, be one crore of taka, divided into ten lakh fully paid up shares of Tk 10 each. These shares may be issued and allotted by the Corporation from time to time with the previous sanction of the Government.

(2) The authorised capital may, with the previous approval of the Government, be increased from time to time by the Corporation.

(3) The Government shall be a shareholder of the Corporation and shall subscribe to and hold not less than fifty-one per centum of the shares issued by the Corporation at any time; the remaining shares shall be reserved for public subscription.

**Approved
securities**

5. The shares and debentures of the Corporation shall be deemed to be "approved securities" for the purposes of the Trusts Act, 1882.

Management

6. (1) The general direction and administration of the Corporation and its affairs shall vest in a Board of Directors, which, with the assistance of an Executive Committee and a Managing Director, may exercise all powers

and do all acts and things, which may be exercised or done by the Corporation.

(2) The Board in discharging its functions shall act on commercial considerations and shall be guided on questions of policy by such directions as the Government, which shall be the sole judge whether a question is a question of policy, may direct from time to time.

(3) If the Board fails to carry out any direction given as aforesaid, the Government may remove the Directors, including the Chairman with the exception of Directors elected under section 7(b) for reasons to be recorded in writing, and, notwithstanding anything in section 7, appoint persons in their place to be Directors temporarily until a fresh Board is constituted in accordance with the provisions of that section.

Board of Directors

7. The Board of Directors shall consist of the following, namely:-

(a) four Directors to be appointed by the Government; and

(b) not more than three Directors to be elected in the prescribed manner by the shareholders of the Corporation other than the Government at any time being determined in accordance with the following table:-

(c) The Managing Director to be appointed by the Government under section 9:

Provided that when the Board is first constituted the Directors referred to in clause (b) shall be appointed by the Government in accordance with the table given in the said clause from amongst the shareholders and shall, for the purpose of this Act, be deemed to be elected Directors.

If the total number of shares subscribed to by the shareholders other than the Government is equal to or exceeds:	The number of elected Directors shall be:
16-1/3 <i>per centum</i> of the total number of shares issued at the time.	One.
32-2/3 <i>per centum</i> of the total number of shares issued at the time.	Two.

49 per centum of the total number of shares issued at the time.	Three.
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<p>Provided that when the Board is first constituted the Directors referred to in clause (b) shall be appointed by the Government in accordance with the table given in the said clause from amongst the shareholders and shall, for the purpose of this Act, be deemed to be elected Directors.</p>	

Terms of office of Directors

8. (1) A Director appointed by the Government shall hold office during the pleasure of the Government.

(2) An elected Director shall hold office for a period of three years, shall continue in office after the expiry of his term until his successor is elected, and shall be eligible for re-election.

(3) A casual vacancy in the office of the Director shall be filled by election or appointment, as the case may be, and the Director elected or appointed to fill the vacancy shall hold office for the unexpired period of the term of his predecessor:

Provided that it shall not be necessary to fill a casual vacancy occurring within three months of the end of the term in which it occurs.

(4) No act or proceeding of the Board shall be invalid merely on the ground of the existence of any vacancy in, or any defect in the composition of, the Board.

**Managing
Director**

9. The Managing Director shall be appointed by the Government and shall

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(b) perform such duties as the Board may by regulations assign to him;

(c) divest himself of any directorship in any other corporation, company or concern;

(d) hold office, unless removed earlier by the Government, for a term of three years and shall be eligible for re-appointment for a further term or terms:

Provided that any such further term may be for such period not exceeding three years as the Government may determine; and

(e) be entitled to receive such salary and allowances as the Government may determine.

**Constitution
and powers
of the
Executive
Committee**

10. (1) The Executive Committee shall consist of three members, that is to say, the Managing Director (who shall be the Chairman of the Committee), one Director appointed by the Government from amongst the appointed Directors and one Director elected from amongst the elected Directors in the prescribed manner by the shareholders of the Corporation other than the Government:

Provided that-

(a) if there is only one elected Director at any time, he shall be deemed to have been elected as a member;

(b) if there is no elected Director at any time, the membership reserved for elected Directors shall be filled, until such time as a Director is elected, by a Director appointed by the Government from amongst the appointed Directors.

(2) An elected member shall hold office for three years and shall be eligible for re-election, but shall cease to hold office when he ceases to be an elected Director.

(3) Subject to such general or special directions as may from time to time be given by the Board, the Executive Committee shall be competent to deal with any matter within the competence of the Board.

(4) The minutes of every meeting of the Executive Committee shall be laid before the Board at its next following meeting.

**Disqualification
for the
office of
Director**

11. No person shall be or shall continue to be a Director who-

(a) is a salaried official of the Corporation other than the Managing Director, or

(b) is or at any time has been adjudicated insolvent, or