

The Trade Organisations Ordinance, 1961

(Ordinance NO. XLV OF 1961)

An Ordinance to provide for the regulation and control of trade organisations. ♣

WHEREAS it is expedient to provide for the regulation and control of trade organisations and for matters ancillary thereto;

NOW, THEREFORE, in pursuance of the Proclamation of the seventh day of October, 1958, and in exercise of all powers enabling him in that behalf, the President is pleased to make and promulgate the following Ordinance:-

Short title, extent and commencement

1. (1) This Ordinance may be called the Trade Organisations Ordinance, 1961.

(2) It extends to the whole of ¹[Bangladesh].

(3) It shall come into force at once.

Definitions

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

(1) “Act” means the Companies Act, 1913;

(2) “Administrator” means an Administrator appointed under section 10 and includes an officer empowered by the Government to perform the functions of the Administrator under this Ordinance;

²[* * *]

(3) “articles” means the articles of association of a trade organisation;

(4) “Director” means the Director of Trade Organisations appointed by the Government and includes an officer empowered by the Government to perform the functions of the Director under this Ordinance;

(5) "Executive Committee" means the Board of Directors, the Executive Committee, the managing committee or other body, by whatever name called, of a registered trade organisation responsible for the management or conduct of the affairs of such trade organisation;

(6) "licence" means a licence granted or deemed to be granted under sub-section (1) of section 3;

(7) "member of the Executive Committee" includes a Director where the Executive Committee is a Board of Directors, and the Chairman, Vice-Chairman, President and Vice-President of the Executive Committee;

(8) "memorandum" means the memorandum of association of a trade organisation;

(9) "register" means the register of companies required to be kept under the Act;

(10) "registered trade organisation" means a trade organisation registered under the Act as a company in pursuance of a licence;

(11) "registrar" means the registrar as defined in clause (15) of sub-section (1) of section 2 of the Act; and

(12) "trade organisation" means an association which,-

(a) is capable of being formed as a limited company within the meaning of the Act;

(b) is formed or intended to be formed with the object of promoting any trade, commerce or industry or any group or class thereof, or for representing for any purpose, in any manner and to any extent, any trade, commerce or industry or any group or class thereof; and

(c) prohibits payment of any dividend to its members and applies or intends to apply its profits or other income for achieving its objects.

**Licensing
and
registration
of trade
organisations**

3. (1) Notwithstanding anything contained in the Act or in any other law for the time being in force relating to registration of societies, bodies or associations of persons, no trade organisation shall be registered under

the Act or such other law unless it holds a licence granted by the Government authorising it to be so registered.

³[(2) No licence shall be granted for registration under the Act to a trade organisation unless it is-

(a) a Federation of Chambers of Commerce and Industry, organised on all-Bangladesh basis, to represent Chambers and Associations referred to in clauses (b), (c) and (d):

Provided that a licence for registration as a Federation of Chambers of Commerce and Industry shall not be granted to more than one trade organisation;

(b) a Chamber of Industry organised on all-Bangladesh basis:

Provided that a licence for registration of such a Chamber shall not be granted to more than one trade organisation;

(c) a Chamber of Commerce and Industry organised to represent trades and industries of specific areas, such as, divisions, districts, upazilas and municipalities;

(d) an Association of trade or industry or of both, organised on all-Bangladesh basis, to represent specific trades or industries or both:

Provided that a licence for registration of such an Association shall not be granted to more than one trade organisation;

(e) a Town Association organised to represent trades and industries at a place at which there is no Chamber of Commerce and Industry:

Provided that such Town Association shall be affiliated to the Chamber of Commerce and Industry of the district in which the place is situated;

(f) a Group organised to represent specific trades or industries or both of specific areas, such as, divisions, districts, upazilas and municipalities:

Provided that there shall not be more than one Group representing specific trade or industry or both in a specific area, and no group shall be granted a licence where there is a registered Town Association.]

(3) A licence may be granted on such conditions and subject to such regulations as the Government may think fit to impose or prescribe and such conditions and regulations shall be binding on the trade organisation concerned and shall, if the Government so directs, be incorporated in the articles and memorandum of such trade organisation or in one of those documents.

(4) Any licence granted under section 26 of the Act before the commencement of this Ordinance to a trade organisation of any type specified in sub-section (2) shall be deemed to be a licence granted under sub-section (1) and all such licences granted before such commencement to other trade organisations shall stand revoked.

(5) A trade organisation holding a licence may be registered under the Act as a company with limited liability without the addition of the word "Limited" to its name and on such registration shall enjoy all the privileges of a limited company and be subject to all its obligations except those of-

- (a) using the word "Limited" as any part of its name;
- (b) publishing its name; and
- (c) sending lists of members to the registrar.

(6) The Government may, by notification in the official Gazette, grant exemption to any trade organisation from any provision of this section and such exemption may be for such period and subject to such conditions as may be specified in the notification.

⁴[(7) No licence shall be granted to a trade organisation unless the promoters or organisers thereof have, before its formation, by a notice published in-

- (a) at least two national daily newspapers, in the case of a trade organisation intended to be formed on all-Bangladesh basis;
- (b) a local or regional newspaper, in the case of any other trade organisation,

declared their intention to form the trade organisation and the aims and objects thereof.

(8) No trade organisation shall function or engage in any activities without first obtaining a licence under this Ordinance.]

**Cancellation
of licence
and
exemption**

4. (1) The Government may, at any time, by notification in the official Gazette,-

(a) revoke a licence granted to a trade organisation ⁵[after giving the trade organisation an opportunity of being heard];

(b) declare that all licences granted before the 19th February, 1959, shall stand revoked on the date specified therein; and

(c) cancel any exemption granted under sub-section (6) of section 3 ⁶[after giving the trade organisation an opportunity of being heard].

(2) Upon the cancellation of exemption under clause (c) of sub-section (1) or upon the expiry of the period for which exemption was granted, the trade organisation concerned may within thirty days of such cancellation or expiry, apply for a licence.

**Merger of
trade
organisations**

⁷[4A. If on the date of commencement of the Trade Organisations (Amendment) Ordinance, 1984, two or more trade organisations are found to be functioning with similar aims and objects, the Director, may, if he thinks fit, order merger of all these organisations into one or cancel the licence of any of these trade organisations:

Provided that no such order for merger or cancellation of licence shall be made without giving the trade organisations an opportunity of being heard.]

**Cancellation
of
registration**

5. (1) Notwithstanding anything contained in the Act, registration thereunder of-

(a) all trade organisations registered otherwise than in pursuance of a licence under section 26 of the Act except the trade organisations to whom exemption has been granted under sub-section (6) of section 3;