



BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES ELECTION RULES, 2002

In exercise of the powers conferred upon it by article 19(ii) of the Articles of Association of Bangladesh Association of Publicly Listed Companies, the Executive Committee, at its meeting, held on the 26th October 2002 is pleased to frame, in suppression of the Bangladesh Association of Publicly Listed Companies (Election of the Members of the Executive Committee) Rules, 1999, the following Rules and adopt the same with retrospective effect from 22nd September 2002.

1. SHORT TITLE AND COMMENCEMENT:

- (1) These Rules may be called the “**Bangladesh Association of Publicly Listed Companies Election Rules, 2002**”
- (2) The Rules come into force with retrospective effect from 22nd September 2002.

2. DEFINITIONS:

In these rules, unless there is anything repugnant in the subject or context-

- (a) “**Association**” means Bangladesh Association of Publicly Listed Companies (BAPLC), Dhaka.
- (b) “**Articles**” means and include the Articles of Association of Bangladesh Association of Publicly Listed Companies and the rules, regulations and bye-laws made thereunder.
- (c) “**Committee**” means the Committee of the Association constituted in accordance with Article 17.
- (d) “**President**” and “**Vice President**” means President and Vice President of the Association as referred to in Articles 32, 33 and 34 of the Association’s Articles of Association.
- (e) “**Election**” means election of the Executive Committee and President and Vice President to be held under the Association’s Articles of Association, Trade Organizations Rules in force and the Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 of the Ministry of Commerce, Government of the People’s Republic of Bangladesh.
- (f) “**Election Board**” means the Election Board constituted by the Executive Committee, under Article 19(ii) and (19(iii)).
- (g) “**Appeal Board**” means the Appeal Board constituted by the Executive Committee, under Article 19(ii) and 19(iii).

- (h) **“Member”** means and includes a Member of the Association for the time being.
- (i) **“Voter”** means and includes a Member eligible to vote under the Association’s Articles of Association, the Trade Organizations Rules, 1994 and the Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 of the Ministry of Commerce, Government of the People’s Republic of Bangladesh.
- (j) **“Ballot Paper”** means the ballot paper prescribed under the Election Rules.
- (k) **“Ballot Box”** means the ballot box designed and made out by the Election Board.
- (l) **“Polling Centre”** means the place of voting located in the Registered Office of the Association or any other suitable place/location designated as such by the Executive Committee.
- (m) **“Nomination Paper”** means the nomination paper prescribed under the Election Rules.
- (n) **“Trade Organizations Rules”** means the Trade Organizations Rules in force.
- (o) **“The Order”** means the Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 of the Ministry of Commerce, Government of the People’s Republic of Bangladesh.

3. TIME OF ELECTION:

An election of the Executive Committee shall be held in every two year, preferably in the month of December to elect the members of the Committee of the Association, as the per election schedule to be drawn by the Election Board.

4. ELECTION BOARD AND APPEAL BOARD:

The Executive Committee shall constitute in every two year, under the Association’s Articles of Association, the Trade Organizations Rules and the Order, at least 90 days before the election of the Executive Committee, an Election Board and an Appeal Board each consisting of two members and a Chairman for conducting the said election.

Provided that the Election Board and the Appeal Board shall not consist of any member of the Executive committee or any candidate seeking election to the Executive Committee.

The Secretary General of the Association shall act as the Secretary to the Election Board and Election Appeal Board.

Tenure of Office: The tenure of office of the Election Board and the Appeal Board will *ipso facto* expire after conclusion of the election process.

In case of any vacancy in the Election /Appeal Board arising out of resignation, death or otherwise, the Executive Committee shall forthwith fill up the vacancy by appointing another Member in his/her place.

Quorum: Two Members of the Election Board and similarly two members of the Appeal Board will constitute the quorum for any meeting of the respective boards.

Functions:

The Election Board shall have the following functions:

- (i) Preparation and publication of the Preliminary List of Voters.
- (ii) Publication of the Final List of Voters.
- (iii) Issue of notice of election and fixing last date of submission of nominations for the election, which will be at least 30 days before the date of election.
- (iv) Scrutiny of the nomination papers and the publication of the list of valid nominations.
- (v) Publication of the final list of valid nominations.
- (vi) Permitting withdrawal of candidature.
- (vii) Holding of election, counting of votes and publication of the election results.
- (viii) Declaring the results of election to the Executive Committee.
- (ix) Supervising the election of the Association's President and Vice President.

Appeal Board :

The Appeal Board will dispose of all appeals, objections etc. relating to the appealable issues of the election, in accordance with the Election Rules the Trade Organization Rules in force and the Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 of the Ministry of Commerce, Government of the People's Republic of Bangladesh within the prescribed time-limits mentioned in the election schedule.

5. ELECTION SCHEDULE :

The Election Board shall draw up an Election Schedule for conducting the election of the Executive Committee at least 80 days before the election stipulating therein amongst others the following:

- (i) Date of publication of the preliminary list of Voters.
- (ii) Time-limit for filling of objection, if any, against the Preliminary List of Voters to the Appeal Board.
- (iii) Publication of the Final List of Voters.

- (iv) Date of notice of election and the last date of submission of nominations for the election (which will be at least 30 days before the election).
- (v) Last date and time for payment of membership subscription and other dues, if any.
- (vi) Date of scrutiny of the nomination papers and the date of publication of the list of valid nominations.
- (vii) Date of filling of appeal to the Appeal Board against rejection of nomination and the date of disposal of the appeal.
- (viii) Date of publication of the final list of valid nominations.
- (ix) Date of withdrawal of candidature.
- (x) Date of holding of election, counting of votes and date of publication of the election results.
- (xi) Date of election of the President and Vice President.
- (xii) Date of appeal against the results of election and the date of its disposal.

6. VOTERS' LIST :

The Election Board will prepare a preliminary list of voters showing their names, addresses, voter numbers, Tax Identification Number (TIN) and the names of persons nominated to cast votes, as laid down in the Election Rule 14 at least 50 days before election for election of the Executive Committee, as per the Association's Articles of Association, the Trade Organization Rules in force and the Ministry of Commerce's Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 and will keep it open in the office of the Association for at least 3 days for inspection of the members.

Any member, whose name is not included in the preliminary List of Voters, can ask for inclusion of its name in the List of Voters, which must be filed to the Appeal Board within 6 days of publication of the Preliminary List of Voters.

The Appeal Board will dispose of such objection within 3 days and communicate its decision to the Election Board. The decision of the Appeal Board will be final and cannot be disputed or challenged in any manner.

7. ELIGIBILITY FOR INCLUSION IN THE LIST OF VOTERS:

Members who have been enrolled 120 days before the date of election and have paid the membership subscription and other subscription-related dues payable to the Association, before 60 days of the date of annual election shall be eligible for inclusion in the list of voters. Members included in the list of voters will be eligible for participation in election *i.e.* to nominate candidates for election, to propose and second names for election or vote at election.

Any member-company whose name does not appear in the Final List of Voters shall not be eligible to contest or vote at the election.

8. ELIGIBILITY FOR ELECTION TO THE COMMITTEE:

Any individual representing an Ordinary member or an Associate member, which is eligible to vote, can seek election to the Executive Committee, as per the Association's Election Rules, if duly authorized by the Chairman/President/Managing Director or the Chief Executive by any designation.

9. NON-ELIGIBILITY FOR NOMINATION FOR ELECTION TO THE COMMITTEE:

- (a) During the tenure of office of a representative of a company as President, Vice President or a Member of the Committee, no other person representing the same company shall be eligible for nomination for election to the Committee.
- (b) On retirement from the Committee after completing two consecutive terms of office of the Committee, neither the retiring representative nor his company or company acting through any other representative shall be eligible to stand for election to the committee for the next one term.
- (c) Any member, who has been suspended or expelled from the membership of the Association by the Committee in office shall not be eligible for the election.

10. NOMINATION:

- (a) A member, whose name is included in the final List of Voters, shall be eligible to nominate only one person to stand for election.
- (b) The nomination for election to the committee shall be made out in the prescribed form (Appendix-I), which must be duly signed by the authorized officer of the company, bear the official seal of the company and submitted to the Chairman of the Election Board in sealed cover, superscribed on the top "**Nomination for Election to the Executive committee**", within the time-limit prescribed in the Election Schedule.
- (c) The nomination is required to be proposed by one eligible member whose name is included in the List of Voters and seconded by another such eligible member.

Provided that none of the members of the Election Board and the Appeal Board will nominate, propose or second any nomination for the election.
- (d) Scrutiny of nomination papers will be held on the date, specified in the Election Schedule. At the time of scrutiny of nominations by the Election Board, the candidate himself or his representative may remain present.
- (e) Nomination by members not eligible for election to the Executive Committee, if submitted, shall be void and shall not be considered.

- (f) If any nomination is rejected by the Election Board the candidate can file written appeal to the Appeal Board within 3 days of publication of the list of nominations. After giving reasonable opportunity to the parties concerned, the Appeal Board can dispose of the appeal and communicate to the Election Board the result of the appeal.
- (g) The final list of valid nominations shall be displayed by the Election Board on the Notice Board and shall also be notified to all the candidates for their information.

11. WITHDRAWAL:

- (a) Candidature of any candidate may be withdrawn by the concerned member-company within the prescribed time-limit, as laid down in the Election Schedule.
- (b) Withdrawal of any candidature shall be in writing addressed to the Chairman of the Election Board, as per prescribed letter of withdrawal (Appendix-II).

12. ELECTION:

Election shall be held if the number of valid candidates is more than the number of seats to be filled up from a particular category of members.

It will not be necessary to hold election if the number of valid candidates is equal to the number of seats to be filled up from the category of members, and in such a case, an announcement will be made by the Election Board to the effect that the candidates have been *ipso facto* elected.

If the number of valid candidates is less than the number of seats to be filled up, the remaining number will be co-opted in due course by the Executive Committee. The co-opted Member will hold office until the next annual general meeting of the Association.

13. BALLOT PAPER:

Ballot paper shall be prepared as per the prescribed form (Appendix-IV, V and VI) appended to these Rules.

14. MANNER OF ELECTION:

- (a) Election shall be held by secret ballot through the prescribed ballot paper to be put into the Ballot Box at the Polling Centre.
- (b) The Ballot Box (es) will be sealed at least 15 minutes before casting of votes in the presence of candidates, if they remain present, to ensure that the boxes are empty.
- (c) The Ballot Boxes shall be kept in a visible place.
- (d) Ballot papers (with the signatures and seal of the Election Board) will be issued to eligible voters at the polling centre by the Election Board after verifying the specimen signature of the voting representative of the voter-member submitted earlier to it.

No ballot paper shall be issued to a voter if there is any discrepancy in the specimen signature of the voting representative.

No ballot paper will be valid unless it bears the signatures of the Chairman and the Members of the Election Board.

The voting representative shall have to be authorized by the Chairman/President/Managing Director or Chief Executive, by any designation (Appendix-III).

The authority for casting vote shall be made in the prescribed form (Appendix-III). No one will be allowed to cast vote at the election without such valid letter of authority.

(e) Casting of Votes:

Votes shall be cast personally by the authorized representative of the voter-member within the time-limit prescribed by the Executive Committee, and as stipulated in the Election Schedule.

No votes shall be cast by proxy.

The voter, after getting the ballot paper, shall proceed to the ballot box and shall cast his/her vote by putting Tick (✓) marks against the name (s) of the ballot paper in the sealed ballot box meant for the election.

(f) No member shall cast his vote in favour of any candidates other than those belonging to the same category of membership.

(g) Each eligible voter shall cast votes for all the numbers of vacancies to be filled-in by election of the category of membership.

(h) If votes are cast in favour of lesser number of candidates than the total number of seats available for the term, the vote shall be rejected. Similarly, votes cast in favour of candidates belonging to different categories of membership shall be rejected.

15. SCRUTINY OF BALLOT PAPERS AND COUNTING OF VOTES:

(a) The Election Board will scrutinize the ballot papers and count the votes as per the Election Schedule.

(b) Any candidate will be eligible to be present at the time of counting of votes or to send representative duly authorized for this purpose in keeping the procedure to be laid down by the Election Board.

(c) The candidates securing the highest number of votes shall be declared elected and, in the event of any tie or equality of votes, the Election Board will arrange for drawing of a lottery after giving the candidates concerned and opportunity of withdrawing their names, if they so desire.

(d) The list of the candidates so elected will be displayed by the Election Board on the Notice Board of the Association.

- (e) Within 48 hours of counting of the votes cast and displaying the results of the election in the Notice Board of the Association, the members so elected shall meet to elect, under the supervision of the Election Board, a new President and a Vice President of the Association.
- (f) Objections, if any, to the notified results will have to be filed to the Appeal Board within 3 days of publication of the results. In the event of filing of any such objections, the Appeal Board will dispose of the same within the next 3 days by allowing an opportunity of hearing, and communicate its decision to the Election Board will do the needful within the time-limit prescribed in the Election Schedule and publish the revised list of candidates so elected.

16. RESULTS OF ELECTION :

The Election Board will submit a report on the results of the election to the Executive Committee. The election of the elected members will be subject to confirmation at the next Annual General Meeting of the Association.

17. SECRETARIAL SERVICES TO THE ELECTION BOARD AND THE APPEAL BOARD:

The Association secretariat will render secretarial services to the election Board and the Appeal Board.

18. SAVINGS:

Any matter not covered by these Rules will be decided, in accordance with the provisions of the Association's Articles of Association, the Trade Organizations Rules in force, and the Order No. MC/ABA-6/CA-4/2002/417 dated 31.07.2002 of the Ministry of Commerce and where there is no clear guidance, the provisions of the Companies Act shall govern the same.



(K. M. Abdul Hai)
Secretary General



(Samson H. Chowdhury)
President

(It must be typed out on the Letter-head of the member-company)

APPENDIX - I

NOMINATION FORM

Date.....

The Chairman, Election Board,
Bangladesh Association of Publicly Listed Companies

.....

Re: Nomination for election to the Executive Committee for the term.....

Dear Sir,

With reference to your letter No. dated for election of the Executive Committee for the term, we hereby nominate our(his/her designation should be stated) Mr./Mrs. to seek election to the Executive Committee of BAPLC. The specimen signature of our nominee is shown below.

We undertake that we shall abide by the BAPLC Election Rules, 2002 and shall refrain from doing, directly or indirectly, anything which is considered by the Executive Committee/Election Board/Appeal Board to be undesirable and contrary to the traditions of the Association.

Yours faithfully,

Specimen Signature of
the nominee



.....
Signature of the authorized person
mentioning his/her designation
(Voter No.)

We hereby propose the candidature of the above Mr. /Mrs. of



.....
Signature of the authorized person
of the proposing member-company
(Voter No.)

We hereby second the candidature of the above Mr. /Mr. of



.....
Signature of the authorized person
of the seconding member-company
(Voter No.)

(It must be typed out on the Letter-head of the member-company)

APPENDIX - II

LETTER OF WITHDRAWAL

The Chairman,
Election Board,
Bangladesh Association of Publicly Listed Companies
.....

Re: Withdrawal of candidature from the election to the Executive Committee for the term.....

Dear Sir,

We acknowledge receipt of your letter No. dated communicating the name of the valid candidates who have sought election to the Executive Committee for the term

We now advise you that we hereby withdraw the candidature of our Mr. /Mrs.

Thanking you,

Yours faithfully,

(Signature of the authorized person)



(It must be typed out on the Letter-head of the member-company)

APPENDIX - III

LETTER OF AUTHORIZATION FOR CASTING VOTES

Dated.....

The Chairman of Election Board
Bangladesh Association of Publicly Listed Companies (BAPLC)
.....
.....

Dear Sir,

**Authorization for casting vote for Election of the
Executive Committee for term**

We hereby authorized our following representative to cast vote at the election of the Executive Committee of Bangladesh Association of Publicly Listed Companies (BAPLC) for the term 2022-2023:

1. Name:
2. Designation: Chairman/Managing Director/Director/ CEO/Company Secretary
3. Mobile No.:
4. E-mail:
5. TIN (Company):
6. Specimen signature _____



Signature _____
(To be signed only by the Chairman/
Managing Director/Director/CEO)

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

**ELECTION FOR THE POST OF THE EXECUTIVE COMMITTEE
FOR THE TERM**

BALLOT PAPER

Chairman
Election Board

Member
Election Board

Member
Election Board




Sl. No.	Names of Candidates for the post of the Executive Committee	Please tick mark (✓) against any candidate in whose favour the vote is to be cast.
1.		
2.		
3.		
4.		
5.		
6.		
7.		

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

**ELECTION FOR THE POST OF THE PRESIDENT
FOR THE TERM**

BALLOT PAPER

<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> <p>Member Election Board</p>	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> <p>Chairman Election Board</p>	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> <p>Member Election Board</p>
		

Sl. No.	Names of Candidates for the post of the President.	Please tick mark (✓) against any candidate in whose favour the vote is to be cast.
1.		
2.		
3.		

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

**ELECTION FOR THE POST OF THE VICE PRESIDENT
FOR THE TERM**

BALLOT PAPER

Chairman
Election Board

Member
Election Board

Member
Election Board



Sl. No.	Names of Candidates for the post of the Vice President.	Please tick mark (✓) against any candidate in whose favour the vote is to be cast.
1.		
2.		
3.		