

**MEMORANDUM OF ASSOCIATION OF
HEALTHCARE DEVICES ASSOCIATION OF PAKISTAN.**

- 1) The name of the Association is HEALTHCARE DEVICES ASSOCIATION OF PAKISTAN(hereinafter referred to as the "Association" or "HDAP").

REGISTERED OFFICE

- 2) The Registered Office of the association will be situated in the province of Sindh.

AIMS AND OBJECTS

- 3) The aims and object for which the Association is formed are as under;
- To advocate for regulatory, payment, tax and liability policies that will foster an environment in which innovation can flourish.
 - Collating information and exchanging of experiences for the purpose of serving interests of member companies.
 - Coordination with governmental authorities whether local, federal or regional and making appropriate suggestions in relation to legislation or practice and procedures related to business of member companies.
 - Launching awareness campaigns targeting government, business community and consumers.
 - Interaction with trade partners.
 - Promotion of the pursuit of excellence in the development and delivery of medical technologies that save or enhance lives or reduce disability.
 - Improvement of patient's access to these technologies.

The purpose of formation of the Association is the Promotion of members' ability to be successful, and thereby expand their ability to deliver benefits to patients, healthcare providers, employees, shareholders, and the local communities in which they do business.

The objects of the Association shall be:

- a) To promote public health and improve patient care through the advocacy of innovative, research-driven medical device technology.
- b) To provide Platform to HDAP members, as one voice of Medical Device, Diagnostic and Equipment companies operating in Pakistan, recognize that adherence to ethical standards and compliance to applicable laws are critical to the industry's ability to continue its collaboration with healthcare professionals.
- c) To get the members of HDAP realized to remain committed towards shaping up Pakistani healthcare environment to get the most innovative, reliable and cost effective medical technologies and related services, and to facilitate patient access to the highest standards of care.

- d) To advocate for the highest ethical standards, timely patient access to safe and effective products, and economic and regulatory policies that reward value creation and ensuring overall growth of Healthcare Devices Industry and further address the needs of all members of the Healthcare Device Industry irrespective of their affiliation or their company size.
- e) To act as the common voice for companies operating in Pakistan healthcare devices, diagnostic products and health information systems.
- f) To represent the interests of its member companies in the delivery of innovative, life-changing technologies to patients.
- g) To serve to amplify the voices and convey the interests of member companies by uniting healthcare devices' stakeholders, (large and small), before state and federal legislatures and relevant regulatory authorities or at any other forum both nationally and internationally.
- h) To represent HDAP members in dealing with all legal issues, Healthcare Devices Regulatory Issues, Tax Issues, Export Related Issues and all other issues common to all groups of different families of product lines and to provide joint representations at all forums to take care in resolving such issues affecting interests of the members.
- i) To make continuous dedicated efforts for providing ongoing training and education so as to help/ equip its members to adapt to the changing environment in which they operate.
- j) To do all efforts to increase public awareness of the economic and health benefits the Healthcare Devices Industry delivers to the nation and throughout the world.
- k) To promote and protect the business interests of the members of the Association who are Manufacturing Exporters and Commercial Exporters and to do all that is necessary for the development of the exports.
- l) To consider all problems and issues confronting Healthcare Devices Industry and to devise, ways and means for tackling and solving the same.
- m) To hold seminars and lectures in order to update the members about the latest developments and techniques in the industry.
- n) To take part in international trade fairs/exhibitions to boost the sales of products of the Healthcare Devices Industry
- o) To establish a separate cell to do intensive research, and explore and develop new international markets for the progress of Healthcare Devices Industry.

- p) To collect and circulate permissible statistics and other information relating to or of interest to the business of its members and for the trade in general.
- q) To publish or cause to publish or encourage and support publications, bulletins or any other information considered useful or beneficial to the Healthcare Devices Industry.
- r) To consider and take legitimate steps necessary for starting, promoting, supporting or opposing any measures affecting the business interests of its members and the trade in general.
- s) To make representations to and communicate with local, Provincial, Federal or other authorities, both Government and private, for any matter affecting the business interests of its members or the industry.
- t) To secure, organize, and coordinate action on all or any matters pertaining to or affecting the business of its members.
- u) To arbitrate in the settlement of disputes arising between members willing and/or agreeing to submit to arbitration in accordance with the arbitration rules of the Association, and to adjust and resolve controversies between members.
- v) To advise and assist the government in the formulation of useful and progressive policies and to cooperate with them in their successful implementation.
- w) To subscribe to and become members of the Federation of Pakistan Chambers of Commerce and Industry and produce from and communicate with incorporated and recognized organizations of trade, commerce, and industry in Pakistan or abroad to obtain such information as is likely to further the objects of the Association.
- x) To endeavor with recognized/registered Chambers or Association of Trade and industry to form a National Council of Arbitration of Pakistan and to seek affiliation or liaison with similar other Chambers, Associations or Councils abroad with the prior approval of the Government.
- y) To form an Export promotion/business Council and do all acts, deeds and things incidental to or in furtherance thereof.

And for the purpose of achieving the above aims and objects, the Association is authorized:-

- i. To accept any gift, donation or subscription and to invest the same and apply the income arising there from or to resort to apply the Capital thereof for any aims and objects of the Association.
- ii. To file, prosecute, defend or concur, join or aid fling, prosecuting and defending any such actions, suits, applications, appeals or other proceedings as the Association may think proper or which may be conducive to the attainment of the aims and objects of the Association.

- iii. To sign, seal, execute and deliver all instruments, deeds, documents and writings whatsoever that may be found to be necessary or expedient in realization of the objects of the Association or conduct of its affairs.
- iv. To remunerate any person or firm or company rendering services to the Association
- v. To pay all costs, charges and expenses, preliminary and incidental to the promotion and establishment of the Association.
- vi. To enter into any arrangement with any Government or authority, Municipal, Local or otherwise that may seem conducive to the aims and objects of the Association or any of them and to obtain from any such Government or authority, rights, concessions or privileges which the Association may think fit to obtain and to carry out and comply with any such arrangement, rights, privileges and concessions.
- vii. To frame from time to time such rules and bye-laws as the association may deem fit or proper for all or any of the aims and objects and to comply with all the requirements of the Trade Organizations Ordinance as amended from time to time, and the rules and regulations framed or the instructions and directions issued there under.
- viii. To open accounts with any bank or banks and to draw, make, accept, endorse, execute, issue, negotiate and discount cheques, promissory notes, bills of exchange, bills of lading, warrants, deposit notes, debentures, letter of credit and other negotiable instruments and securities.
- ix. To arrange local and foreign currency loans from scheduled banks, industrial banks and financial institutions for the purpose of purchase, manufacture, market, supply, export and import of machinery, construction of factory, building and for the purpose of working capital or for any other purpose.
- x. To sell or otherwise dispose of the whole or any part of the undertaking of the Company, either together or in portions for such consideration as the Company may think fit and in particular, for shares, debenture-stock or securities of any Company purchasing the same.

And to do all such other things as are incidental or conducive to the attainment of the above aims and objects.

The aims and objects set forth in any sub-clause of this clause shall not, except when the context expressly so requires, be in any way limited or restricted by reference to or inference from the terms of any other sub-clause or by the name of the Association.

INCOME AND PROPERTY

4. The income and property of the Association shall be applied solely towards the promotion of the aims and objects of the Association, as set forth in the Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit to the members of the Association or any persons claiming any such benefit on their behalf.

Provided always that nothing shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any member thereof or to any other person in return for any service actually rendered to the Association.

Provided further that no member of the Trade or of the Association shall be appointed to any salaried officer of the Association or any office of the Association with paid fees and that no remuneration shall be given to any member except repayment for out-of-pocket expenses and interest on money lent or rent for premises demised to the Association.

CONDITION OF LICENCE

- 5 The fourth and eighth Clause of this Memorandum of association contain conditions on which a license is granted by the Federal Government to the Association in pursuance of Trade Organizations Act 2013.

LIABILITY OF MEMBERS

6. The liability of the members is limited, but if any member in contravention hereof has acquired any profit or bonus his liability shall be unlimited.

8. Every member of Association undertakes to contribute to the assets of the Association in the event of its being wound up while he is a member, within one year afterwards, for payment of debts and liabilities of the Association contracted before he ceases to be a member and the cost, charges and expenses of winding up and for the adjustment of the contribution among themselves such amount as may be required but not exceeding one thousand rupees.

WINDING UP

9. If upon the winding up or dissolution of the association there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having aims and objects wholly or partly similar to the aims and objects of the Association to be determined by the Association at or before the time of the dissolution and in default thereof by such Court as may have jurisdiction in the matter.

AMENDMENTS

10. Amendments to this Memorandum of Association shall be subject to the prior approval of the Federal Government and shall also be made whenever required by the Government in the public interest.



We, the following persons whose name and addresses are subscribed below are desirous of being formed into an association in pursuance of the Memorandum of Association.


S. No.	Name of Subscriber	Address & Description of Subscribe	Signature
01	Mr. Shakeel Ahmed Shaikh	M/s Sure Bio – Diagnostics and Pharmaceuticals, Karachi	
02	Mr. SirajUddin	M/s Roche Pakistan Limited, Karachi	
03	Mr. Muhammad Younus Billoo	M/s Sind Medical Stores, Karachi	
04	Dr. Syed Muhammad Zaffar Hashmi	M/s B. Braun Pakistan (Pvt.) Ltd, Karachi	
05	Mr. Masood Ahmed	M/s Hospicare systems, Karachi	
06	Ms. Asma Zuberi	M/s Johnson & Johnson Pakistan (Pvt.) Ltd, Karachi	
07	Mr. Rafi Ullah Sheikh	M/s Muslim Trading Agencies, Lahore	
08	Mr. Chaudary Muhammad Naeem	M/s Med Lab Services, Rawalpindi	

Dated: the 13 day of October 2016

Witness to above signatures:

Name: NIFT (PVT) Limited

Address: 5th Floor, AWT Plaza, I.I. Chundrigar Road, Karachi.

Certified to be True Copy

 Joint Registrar of Companies