



ARTICLES OF ASSOCIATION

Amended in accordance with:

Resolution No. (5/2000) dated 30 March 2000 - General Assembly (11)
Resolution No. (7/2013) dated 30 June 2013 - General Assembly (24)
Resolution No. (3/2026) dated 30 April 2026 – General Assembly (37)

INDEX

✦ SECTION ONE: DEFINITIONS	3
✦ SECTION TWO: OBJECTIVES AND MEANS.....	4
✦ SECTION THREE: UTILIZATION OF RESOURCES.....	4
✦ SECTION FOUR: SHAREHOLDERS.....	4
✦ SECTION FIVE: RESOURCES	5
✦ SECTION SIX: CURRENCIES.....	7
✦ SECTION SEVEN: ELIGIBLE GOODS AND SERVICES	7
✦ SECTION EIGHT: OPERATING PRINCIPLES	7
✦ SECTION NINE: NATIONAL AGENCIES	8
✦ SECTION TEN: USE OF RESOURCES	9
✦ SECTION ELEVEN: THE GENERAL ASSEMBLY OF THE PROGRAM	9
✦ SECTION TWELVE: ADMINISTRATION OF THE PROGRAM	10
✦ SECTION THIRTEEN: Commencement of Operation.....	11
✦ SECTION FOURTEEN: FINAL PROVISIONS.....	11
✦ Transitory Provision.....	13

SECTION ONE: DEFINITIONS

ARTICLE ONE

✦ **For the purpose of these Articles of Association, the following terms and expressions shall have the following meanings unless the context otherwise requires:**

Program:	Arab Trade Financing Program.
Arab Trade:	Exports and imports of commodities produced by an Arab country and directed to another Arab country. It also includes, exports from Arab countries to other non-Arab countries, and imports from non-Arab countries to other Arab countries.
Member Countries:	Arab countries.
Associated Services:	Services associated with Arab trade such as transportation, insurance, port services and the like.
Rules of Origin:	Rules which determine the origin of goods and associated services to qualify for financing under the Program in accordance with the stipulations of Section Seven of these Articles.
Line of Credit:	The credit available under the Program to finance Arab trade.
National Agencies:	The eligible entities duly qualified and designated by the Program to benefit from its credit facilities, as referred to herein Chapter Nine.
Period of Financing:	The period for which the Program extends its credit in accordance with Article Twenty-Four of these Articles.
Articles of Association:	All provisions stipulated in these Articles.

SECTION TWO: OBJECTIVES AND MEANS

ARTICLE TWO

1. The Program aims at promoting Arab trade and the realization of the objectives of the Agreement for the Facilitation and the Development of Trade between Arab Countries and the Arab Free Trade Zone. To achieve these purposes, the Program shall endeavor to provide the necessary financing for Arab trade and to enhance the competitive position of Arab exporters.
2. The provisions of the Program shall be applied, taking into consideration the circumstances of each operation, the stipulations of these Articles and the internationally accepted practices in trade finance, with due consideration to the rules governing the origin of goods and their associated services.

SECTION THREE: UTILIZATION OF RESOURCES

ARTICLE THREE

The following entities are illegible to benefit from the Program's services:

1. Exporters and importers in the Member States, and importers in non-Member States in cases limited to the support of Arab exports, and in accordance with the conditions determined by the Program's management.
2. The National Agencies.
3. Financial institutions and banks other than the National Agencies, in cases limited to the support of Arab exports and in accordance with the conditions determined by the Program's management.

SECTION FOUR: SHAREHOLDERS

ARTICLE FOUR

Shareholders of the Program shall consist of the Arab Monetary Fund, multilateral Arab financing institutions, public and private financial and banking institutions in member countries. International and joint Arab-foreign financial and banking institutions may also hold shares of the Program.

ARTICLE FIVE

Shareholders shall be classified as follows:

- **Group (A):** includes the Arab Monetary Fund, multilateral Arab financing institutions and public financial and banking institutions in member countries.
- **Group (B):** includes private financial and banking institutions in member countries.

- **Group (C):** includes international and joint Arab-foreign financial and banking institutions.

ARTICLE SIX

Minimum subscription to the Program's capital shall be two hundred and fifty shares for Group (A) and fifty shares for Groups (B) and (C).

ARTICLE SEVEN

To be a shareholder in the Program's capital the following provisions must be satisfied:

1. Subscription in the minimum number of shares of the Program's capital.
2. Payment of the full value of the subscribed shares of the Program's capital.

ARTICLE EIGHT

Shareholders of the Program shall have the right to attend the meetings of the General Assembly and vote in accordance with Section Eleven of these Articles.

SECTION FIVE: RESOURCES

ARTICLE NINE

1. Resources of the Program shall consist of the following:
 - a) Program's capital;
 - b) Reserves;
 - c) Deposits of financial and financing institutions with the Program;
 - d) Borrowings from financial markets or any other sources within the limits set by the Program's General Assembly.
 - e) Any other resources authorised by the General Assembly.
2. The Program may enter into agreements to accept deposits from a specified Arab country to be earmarked to finance its trade with the rest of the Arab countries; or deposits from a group of Arab countries to be earmarked to finance their trade.

ARTICLE TEN

The authorised capital of the Program is set to be One Billion United States Dollars (US\$ 1,000,000,000). The General assembly shall have the right to increase the authorised capital in light of developments in the Arab trade.

ARTICLE ELEVEN

The liability of a shareholder shall not exceed his paid up subscription in the capital of the Program.

ARTICLE TWELVE

The capital of the Program shall be divided into Two Hundred Thousand (200,000) shares with a par value of Five Thousand United States Dollars (US\$ 5,000.00) for each share. The shares shall be distributed amongst the shareholder groups with not less than 51% (fifty one percent) of the total shares of the Program for members of Group (A).

ARTICLE THIRTEEN

Each share shall have one vote in the General Assembly.

ARTICLE FOURTEEN

Program shares shall be issued in the names of the shareholders. The Board of Directors will draw the procedures according to which the shares of the Program will be traded through the Program without being in conflict with the objectives of the Program and the provisions stipulated in Article Twelve.

ARTICLE FIFTEEN

The General Assembly shall allocate not less than 10% (ten percent) of the annual net profits as general reserve. The General Assembly shall also decide on the method of distribution of the remaining net profits.

ARTICLE SIXTEEN

The Board of Directors shall determine the appropriate procedures for the Program's borrowing and accepting deposits from financial and financing institutions. It will also determine the terms and means which will govern the Program's borrowing.

ARTICLE SEVENTEEN

The resources of the Program shall be separate from the resources of the Arab Monetary Fund. The Arab Monetary Fund or any other shareholder shall in no way be responsible for the Program's actions and obligations nor would the Program be responsible for the actions and obligations of the Arab Monetary Fund or any other shareholder.

ARTICLE EIGHTEEN

The Program's expenditure shall be charged against its resources.

SECTION SIX: CURRENCIES

ARTICLE NINETEEN

The Program shall provide its financing in convertible currencies. Repayments and other obligations resulting from such financing shall also be settled in convertible currencies.

SECTION SEVEN: ELIGIBLE GOODS AND SERVICES

ARTICLE TWENTY

The Program provides financing to Arab trade in goods and associated services.

ARTICLE TWENTY-ONE

The Program finances trade in goods and associated services. Goods shall be considered of Arab origin if they are wholly produced or manufactured in an Arab country. The Board of Directors shall set the percentage of the "value added" in commodities financed by the Program.

ARTICLE TWENTY-TWO

The Program shall provide financing to all goods and associated services, with the exception of what the Board of Directors resolves otherwise.

SECTION EIGHT: OPERATING PRINCIPLES

ARTICLE TWENTY-THREE

Credit operations shall be effected through:

1. Line of credit agreement with the National Agencies referred to in Section Nine of these Articles.
2. The execution of any other credit operation approved by the Board of Directors.

ARTICLE TWENTY-FOUR

The Board of Directors shall determine the periods of trade financing taking into consideration the circumstances and practices prevailing internationally in commercial financing activities.

ARTICLE TWENTY-FIVE

The Program may finance all or a part of the eligible credit extended by a National Agency.

ARTICLE TWENTY-SIX

The Program shall charge on the operations it finances appropriate interest rates as determined by the Board of Directors. Such interest rates shall be in line with those prevailing in financial markets for similar operations with respect to amounts, maturity and risk. The Program may also levy fees and commissions as determined by the Board of Directors according to the nature of the operation.

ARTICLE TWENTY-SEVEN

The Program may levy commitment fees on the undisbursed part of the amounts of credits committed by the Program.

ARTICLE TWENTY-EIGHT

National Agencies shall commit themselves to repay all their obligations which arise out of the use of the credit lines provided to them by the Program. In case of non-repayment, the Program shall suspend the provision of any new resources to the concerned National Agencies until all overdue obligations have been settled, reserving at the same time the right to take whatever measures are necessary to ensure the settlement by the National Agencies of overdue obligations.

ARTICLE TWENTY-NINE

The Program shall have the right to seek the necessary guarantees from the side of the exporter or the importer to cover the financing it provides. The Board of Directors shall decide the nature of the necessary guarantees and the guarantor agencies including the guarantees of the Inter-Arab Investment Guarantee Corporation.

ARTICLE THIRTY

National Agencies shall have the right to utilize part of the credit lines extended to them by the Program for financing pre-export credits with the following conditions:

1. The credit concerned is used to facilitate production, preparation or storage of goods destined for export and eligible for refinancing in accordance with the stipulations of Section Seven, taking into consideration the provisions of Articles Twenty-Four and Twenty-Five of these Articles.
2. The pre-export credit mechanism used by the National Agency shall be in accordance with the credit system adopted as stipulated in Article Twenty-Three of these Articles.

SECTION NINE: NATIONAL AGENCIES

ARTICLE THIRTY-ONE

The Program may designate entities, banks, or financial institutions—whether operating within or outside the Member States—as accredited National Agencies, and

provide them with the requisite credit facilities, in accordance with the appointment conditions determined by the Program's management.

ARTICLE THIRTY-TWO

The Program shall ensure that National Agencies or other bodies with which it deals are fully empowered and authorised to perform the required functions in accordance with the conditions set by the Program.

SECTION TEN: USE OF RESOURCES

ARTICLE THIRTY-THREE

The resources available to the Program shall be used to finance Arab trade in accordance with these Articles of Association.

ARTICLE THIRTY-FOUR

The Board of Directors shall decide the appropriate means for investing the resources of the Program not utilized in trade financing in accordance with Article Thirty-Three maintaining at the same time the necessary liquidity for the operations of the Program.

ARTICLE THIRTY-FIVE

The Board of Directors shall put the necessary rules that determine the extent of the use of the Program's resources by each member country, taking into account the percentage of the contribution of that country to the capital of all institutions subscribing to the Program, the subscription of all its institutions in the Program, the volume of its trade eligible for refinancing in accordance with these Articles, the total resources available to the Program and their sources and the need to broaden the utilization of the resources of the Program.

SECTION ELEVEN: THE GENERAL ASSEMBLY OF THE PROGRAM

ARTICLE THIRTY-SIX

1. The General Assembly shall consist of all the shareholders of the Program and shall have all the administrative powers including:
 - a) Amendment of the Articles of Association of the program.
 - b) Ratification of the rules and procedures of the General Assembly and the Board of Directors.
 - c) Consideration of matters submitted by the Board of Directors.
 - d) Approving the final accounts and the appointment of external auditors.
2. The General Assembly may delegate to the Board of Directors the authority to exercise any of its powers with the exception of:

- a) Accepting new shareholders belonging to Group (C),
- b) Increasing the authorised capital,
- c) Determining the allocation of the net annual income of the Program,
- d) Approving the final accounts and the appointment of external auditors,
- e) The final suspension of the operations of the Program and the liquidation of its assets,
- f) Amendment of the Articles of association of the Program.

ARTICLE THIRTY-SEVEN

The Arab Monetary Fund shall act as the secretariat of the meetings of the General Assembly of the Program.

ARTICLE THIRTY-EIGHT

The quorum for the General Assembly shall be constituted by the attendance of shareholders holding at least three fourths of the total voting power of the shareholders. If the holders of this percentage are not present, the General Assembly shall be called for another meeting one month after the first meeting, and the quorum for the second meeting shall be constituted by the attendance of at least one quarter of the total votes, by presence or proxy

ARTICLE THIRTY-NINE

Resolutions regarding the amendment of the Articles of Association of the Program or the increase in its authorised capital or setting the limits for the Program's borrowing shall be adopted by at least three quarters of the total voting power of the shareholders. All other resolutions shall be adopted by the absolute majority of the total shares represented in the meeting except if it's specified to the contrary.

SECTION TWELVE: ADMINISTRATION OF THE PROGRAM

ARTICLE FORTY

The Program shall have a Board of Directors responsible for drawing its policies and internal regulations and for the supervision of its administration and monitoring its operations in addition to any other function delegated to it by the General Assembly of the Program.

ARTICLE FORTY-ONE

The Board of Directors of the Program shall be composed of the Director General of the Arab Monetary Fund as Chairman and eight other members. The eight members shall be elected from amongst the shareholders of the Program according to their percentage contribution to its capital.

ARTICLE FORTY-TWO

The Director General of the Arab Monetary Fund in his capacity as Chairman of the Board of Directors of the Program and its Chief Executive shall be responsible for the Program's administration and conduct of its day to day affairs. He shall represent the Program in courts in their various degrees and in all respects with others.

ARTICLE FORTY-THREE

The Program is an independent legal entity and in particular, shall have the right to own, contract and litigate.

SECTION THIRTEEN: COMMENCEMENT OF OPERATIONS

ARTICLE FORTY-FOUR

The Program shall commence its operations after the ratification of these Articles of Association by the Board of Governors of the Arab Monetary Fund.

SECTION FOURTEEN: FINAL PROVISIONS

ARTICLE FORTY-FIVE

In the event of a disagreement between the Program and one of its shareholders, during the period of operation of the Program or during its final liquidation, any party to the disagreement shall have the right to submit this disagreement to an arbitration tribunal composed of three arbitrators one of whom will be appointed by the Program and the other party to the disagreement shall appoint the second member. If the defendant fails to appoint an arbitrator within thirty days from the day of notification, then the Secretary General of the League of Arab States shall appoint an arbitrator on his behalf. The two arbitrators shall by mutual agreement select a third arbitrator. Should the two fail to agree on that, the secretary General of the League of Arab States shall select an arbitrator from among experienced Arab nationals. If a member of the tribunal resigns or could not carry his duties for any reason, a replacement will be appointed in the same manner previously mentioned. The third member of the tribunal shall decide the remunerations of the members of the tribunal. The decision of the arbitration tribunal shall be final and binding.

ARTICLE FORTY-SIX

Litigation shall be in the courts of appropriate jurisdiction in the country where the Headquarters of the Arab Monetary Fund is located, the country where Headquarters of the Program is located. Litigation may also be in front of courts in the country where the dispute arose, provided that the Program has established in such a country an agency or

authorised branch office. The Administration committee may also resolve disputes amicably.

ARTICLE FORTY-SEVEN

1. The General Assembly may terminate the Program operations by a decision taken by a three-fourths majority of the total voting power provided that this proportion shall include three-fourths of the total voting power of Group (A).
2. Upon taking a decision to terminate its operations, as provided for in paragraph (1) of this Article, the Program shall forthwith cease all its activities except for those connected with the safe recovery of its assets, their conservation and maintenance and the settlement of its obligations. The Program shall remain in existence until the final settlement of its liabilities and the distribution of its assets.
3. The mutual rights and obligations of the Program and of the shareholders under these Articles of Association shall remain intact, and no assets of the Program may be distributed among them except within the limits set forth in these Articles of Association and any amendments thereof for the settlement of obligations.

ARTICLE FORTY-EIGHT

1. Any shareholder may withdraw from the Program if a buyer is not found after at least three years from his ownership of the shares, by informing in writing the Chief Executive Chairman of the Board of the Program.
2. Upon receipt of the withdrawal request the program may offer the shares of the withdrawing party for sale in accordance with the provisions of Article Fourteen of the Articles of Association.
3. The withdrawal shall take effect at the end of the month in which the request is received or the end of any subsequent month stated in the request. All equity benefits of the withdrawing party shall cease from the effective date of the withdrawal.
4. Should the Program cease its operations within six months from the effective date of the withdrawal, the filed request for withdrawal shall be treated as null and void.
5. The accounts of the withdrawing party shall be settled on the following basis:
 - a) Final accounts will be prepared as of the effective date of withdrawal.
 - b) These accounts shall be audited by the Program's appointed external auditors.
 - c) The equity benefits of the withdrawing party shall be equal to the book value of his equity share as per the audited final accounts.
6. The withdrawing party's equity benefits shall be paid in four equal semi-annual installments with no interest there on starting six months from the effective date of withdrawal.
7. No rights shall vest for the withdrawing party except as provided in this Article.
8. For the three years following the effective date of withdrawal, the withdrawing party shall remain liable, to the extent of the equity benefits received/returned, for all the obligations of the Program towards others (third parties) existent as at the date of withdrawal.

TRANSITORY PROVISIONS

1. Pending the subscription to the capital of the Program by parties other than the Arab Monetary Fund, the General Assembly of the Program shall be composed of the Board of Governors of the Arab Monetary Fund.
2. Pending the subscription to the capital of the Program by parties other than the Arab Monetary Fund, the Board of Directors of the Program shall be composed of the Chairman and the Board of Executive Directors of the Arab Monetary Fund.

Arab Trade Financing Program

P.O.Box 26799 - Abu Dhabi - U.A.E

www.atfp.org.ae

برنامج تمويل التجارة العربية
ARAB TRADE FINANCING PROGRAM

