

SEC/Enforcement/449/2006/805

By Courier

July 16, 2006

1. Bd.Com Online Limited, House-59, Road No.4/A, Dhanmondi R/A, Dhaka-1209.
2. Directors, Bd.Com Online Limited, House-59, Road No.4/A, Dhanmondi R/A, Dhaka-1209.
3. Managing Director, Bd.Com Online Limited, House-59, Road No.4/A, Dhanmondi R/A, Dhaka-1209.
4. Company Secretary, Bd.Com Online Limited, House-59, Road No.4/A, Dhanmondi R/A, Dhaka-1209.

Subject: Non-compliance of securities laws: In connection with the submission of audio-visual recording of AGM held on December 20, 2005–WARNING

As per section 2(g) of the Securities and Exchange Ordinance, 1969(ORDINANCE No.XVII of 1969) Bd.Com Online Limited is an issuer (herein after referred to as an "issuer").

In accordance with provision (c) of the Commission's Order No.SEC/CFD-71/2001/Admin/02/05 dated January 3, 2002 published in the Bangladesh Gazette on January 30, 2002, the issuer shall make continuous and uninterrupted audio-visual recording of the entire proceedings of its annual general meeting and shall furnish a copy of the same in unedited form within the shortest possible time but not later than three working days from the date of holding of the annual general meeting to the Commission and the Stock Exchange(s). But the issuer has violated the abovementioned Order by not submitting the audio-visual recording of 9th AGM held on December 20, 2005.

A show-cause cum hearing notice was issued to yourselves on July 4, 2006 to appear at hearing on July 9, 2006 to explain the said default. Mr. Syed Noymul Hasan, company secretary appeared at the hearing and submitted a written explanation dated July 9, 2006 acknowledged the default and apologized for the said mistake with assurance for compliance of securities laws strictly in future.

The Commission, considering the submissions and the assurance has decided to dispose of the proceedings against yourselves by placing on record the Commission's dissatisfaction on the defaults/contraventions made by you, with a warning to ensure compliance of all securities related laws in future.

Please note that this disposal does not absolve you from your lawful responsibilities/obligations to any person, if affected as a result of your above said default.

For the Securities and Exchange Commission

Mansur Alam
Executive Director

Distribution:

Chief Executive Officer, Dhaka Stock Exchange Ltd.
Chief Executive Officer, Chittagong Stock Exchange Ltd.

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