

NOTIFICATION

May 08, 2011

No. SEC/CMRRCD/2009-193/103/Admin/-----: Whereas, the Securities and Exchange Commission deems it fit that the consent already accorded by the Commission, or to be accorded by it in future, to the issue of capital in Bangladesh, should be subject to certain further conditions in the interest of investors and the capital market;

Now, therefore, in exercise of the power conferred by section 2CC of the Securities and Exchange Ordinance, 1969 (XVII of 1969), the Securities and Exchange Commission hereby imposes the following further conditions to the consent already accorded by it, or to be accorded by it in future, to the issue of capital in Bangladesh by an issuer of unlisted security, namely:-

- a) In case of issuance of further security, other than rights or bonus shares, to any person other than the existing shareholders, as the case may be, offer for such issue shall be through Offer/Information Document containing, among others, determination of the offer price and the justification of premium (if any) in accordance with the provisions of the Securities and Exchange Commission (Public Issue) Rules, 2006.
- b) Such Offer/Information Document shall be prepared, processed and filed with the Commission through merchant banker for prior consent of the Commission following due diligence as per the provisions of the Securities and Exchange Commission (Public Issue) Rules, 2006.

This Notification shall be applicable only on ordinary shares and securities convertible to ordinary shares.

This shall supercede the Notification No. SEC/CMRRCD/2009-193/61/Admin/03-52 dated September 06, 2010, published in the Bangladesh Gazette on September 30, 2010 and shall have immediate effect.

By order of the Securities and Exchange Commission

Md. Ziaul Haque Khondker
Chairman.