

**Securities and Exchange Commission**

**Jiban Bima Tower (14<sup>th</sup>, 15<sup>th</sup>, 16<sup>th</sup> & 20<sup>th</sup> Floor)**

**10, Dilkusha Commercial Area**

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## **1. The Commission**

Professor Dr. M. Khairul Hossain, Chairman

Professor Md. Helal Uddin Nizami, Member

Mr. Md. Amzad Hossain, Member

Mr. Md. Arif Khan, Member

Mr. Md. A. Salak Sikder, Member

## **2. Executive Directors of the Commission:**

1. Mr. Abdul Hannan Zoarder    ED (Presently under lien to BICM for 2 years)

2. Mr. Md. Anwarul Kabir Bhuiyan    ED (OSD)

3. Mr. Farhad Ahmed                    ED

4. Mrs. Ruksana Chowdhury            ED

5. Mr. A.T.M. Tariquzzaman            ED

6. Mr. Md. Anowarul Islam            ED

7. Mr. Md. Saifur Rahman            ED

8. Mr. Md. Ashraful Islam            ED

9. Mr. M. Hasan Mahmud            ED

### **3. Head of the departments of the Commission**

1. Mr. Farhad Ahmed	ED (Admin, Finance and Enforcement)
2. Mrs. Ruksana Chowdhury	ED (CMRRC and Law)
3. Mr. A.T.M. Tariquzzaman	ED (Corporate Finance and R&D)
4. Mr. Md. Anowarul Islam	ED (SRMIC and CDS)
5. Mr. Md. Saifur Rahman	ED (SRI)
6. Mr. Md. Ashraful Islam	ED (Surveillance and MIS)
7. Mr. M. Hasan Mahmud	ED (Capital Issue and MF&SPV)
8. Mr. Mahbubul Alam	Director (Registration)

### **4. Establishment of the Commission**

The Securities and Exchange Commission (SEC) was established on 8th June, 1993 under the Securities and Exchange Commission Act, 1993. The Chairman and Members of the Commission are appointed by the government and have overall responsibility to formulate securities legislation and administer as well. The Commission is a statutory body and attached to the Ministry of Finance.

### **5. Mission of the Commission**

- Protect the interests of securities investors.
- Develop and maintain fair, transparent and efficient securities markets.
- Ensure proper issuance of securities and compliance with securities laws.

## 6. Main Functions of the Commission

- Regulating the business of the Stock Exchanges or any other securities market.
- Registering and regulating the business of stock-brokers, sub-brokers, share transfer agents, merchant bankers and managers of issues, trustee of trust deeds, registrar of an issue, underwriters, portfolio managers, investment advisers and other intermediaries in the securities market
- Registering, monitoring and regulating of collective investment scheme including all forms of mutual funds.
- Monitoring and regulating all authorized self regulatory organizations in the securities market.
- Prohibiting fraudulent and unfair trade practices relating to securities trading in any securities market.
- Promoting investors' education and providing training for intermediaries of the securities market.
- Prohibiting insider trading in securities.
- Regulating the substantial acquisition of shares and take-over of companies.
- Undertaking investigation and inspection, inquiries and audit of any issuer or dealer of securities, the Stock Exchanges and intermediaries and any self regulatory organization in the securities market.
- Conducting research and publishing information.

## 8. Corporate Finance

CFD's activities for the quarter: October-December, 2011

Sl. No.	Particulars	Action taken	No. of Company
01.	Qualified audit report and/or CFD's observation on the audited financial statements.	Explanation sought from the companies	02
		Companies referred to SRMIC Department for appropriate action since there was significant doubt about their ability to continue as going concern.	04
		Explanations received from the companies. The matters have been put-up and subsequently disposed off.	01
02.	Time extension for submission of audited financial statements for the year ended on June 30, 2011.	Time extended.	04
		Time not extended.	09
03.	Non-submission of audited financial statements for the year ended on June 30, 2011.	Referred to Enforcement Department for appropriate action for non-submission of audited financial statements for the year ended on June 30, 2011.	18
04.	Time extension for submission of un-audited quarterly financial statements for	Time extended.	04
		Time not extended.	04

	the period ended on September 30, 2011.		
05.	Non-submission of quarterly financial statements for the period ended on September 30, 2011.	Referred to Enforcement Department for appropriate action for non-submission of quarterly financial statements for the period ended on September 30, 2011.	14
06.	Half-yearly un-audited financial statements for the half-year ended on June 30, 2011.	Referred to Surveillance Department for investigation whether the price was adversely affected due to the mis-presentation of EPS in half-yearly un-audited financial statements for the period ended on June 30, 2011.	01
07.	Clearance for re-appointment of existing auditors for the consecutive period exceeding three years.	Clearance not accorded.	05
08.	Reports on utilization of IPO/Right Issue/Convertible preference shares.	Reports on utilization of fund raised through issuance of IPO/Right Issue/Convertible preference shares have been examined and put-up for information of the Commission.	18
		The company has been directed under section 11(2) of the Securities and Exchange Ordinance, 1969 to submit the timeline/schedule of utilization of balance amount of Right Issue proceeds.	02
09.	Corporate Governance Guidelines	A report on Corporate Governance Guidelines has been sent to CMRRCD for taking necessary action to amend the existing Corporate Governance Guidelines.	
		Referred to Enforcement Department for non-compliance of the Commission's Notification No. SEC/CMRRCD/2006-158/Admin/02-08 dated February 20, 2006.	01

## 9. Capital Issue

### Private Limited Company

#### During October 2011 to December 2011

SL NO	NAME OF THE COMPANY	PARTICULARS	CONSENT LETTER ISSUED	AMOUNT
1	Hanzee Industrial Company Limited	Ordinary shares of Tk. 2,97,91,200.	02.10.2011	Tk. 2,97,91,200
2	Lanka Bangla Investment Limited	Right shares of Tk. 20,00,00,000/-	10.10.2011	Tk. 20,00,00,000
3	Crystal Martin Knitwear Bangladesh Limited	Ordinary Shares Tk.29,54,08,100	04.10.2011	Tk. 29,54,08,100
4	Aman Cement Mills Limited	Ordinary shares of Tk. 65,00,00,000.	10.10.2011	Tk. 65,00,00,000
5	Mundipharma (BD) Limited	Ordinary shares of Tk. 10,00,71,280/-	16.10.2011	Tk. 10,00,71,280
6	Central Pharmaceuticals Limited	Ordinary shares of Tk. 38,00,00,000/-	05.10.2011	Tk. 38,00,00,000

7	NCCB Securities and Financial Services Ltd	Ordinary Shares of Tk. 175,00,00,000/-	05.10.2011	Tk. 175,00,00,000
8	Jay Jay Mills (Bangladesh) Pvt. Limited	Ordinary shares of Tk. 10,36,49,000/-	02.10.2011	Tk. 10,36,49,000
9	Bhai Bhai Spinning Mills Limited	Ordinary shares of Tk. 16,40,00,000/-	04.10.2011	Tk. 16,40,00,000
10	EPIC Garments Manufacturing Limited	Ordinary sharers of Tk. 5.75 crore	12.10.2011	Tk. 5,75,00,000
11	Genuity System Limited	Ordinary shares of Tk. 20 crore.	02.10.2011	Tk. 20,00,00,000
12	Next Jute Mills Limited	Ordinary shares of Tk. 15 crore.	27.10.2011	Tk. 15,00,00,000/-
13	HWA WELL Textiles (BD) Limited	Post-facto approval of Tk. 14,90,00,000/-	23.10.2011	Tk. 14,90,00,000/-
14	Best Aviation Limited	Ordinary shares of Tk. 10 crore.	25.10.2011	Tk. 10,00,00,000
15	KDS Logistics Limited	Ordinary shares of 31,00,000 @ Tk. 100 totaling Tk. 31,00,00,000.	03.11.2011	Tk. 31,00,00,000
16	Mozaffar Hossain Textiles Limited.	Ordinary shares of Tk. 25 crore.	13.11.2011	Tk. 25,00,00,000
17	TUV SUD Bangladesh (Pvt.) Limited	Ordinary shrea of Tk. 102281300/-	25.10.2011	Tk. 10,22,81,300
18	Tosrifa Industries Limited	Ordinary Shares of Tk. 254,698,000	13.11.2011	Tk. 25,46,98,000
19	Summit Narayangonj Power Limited	Ordinary shares of Tk. 147.50 crore	13.11.2011	Tk. 147,50,00,000
20	Doreen Power Generations & Systems Limited	Through issuance of 58,90,000 ordinary shares of Tk.100/- each totaling Tk. 58,90,00000/-	14.11.2011	Tk.58,90,00000/-
21	Banco Finance & Investment Limited	Through issuance of 5,25,000 ordinary shares of Tk.100/- each totaling Tk. 5,25,00000/-	11.12.2011	Tk.5,25,00000/-
22	FamilyTex (BD) Limited	Through issuance of 95,06,250 ordinary shares of Tk.100/- each totaling Tk. 95,06,25,000/-	28.12.2011	Tk. 95,06,25,000/-
23	Jamuna Bank Securities Limited	Through issuance of 40,00000 ordinary shares of Tk.100/- each totaling Tk. 40,00,00,000/-	22.12.2011	Tk. 40,00,00,000/-

24	Summit Communications Limited	Through issuance of 8,00000 ordinary shares of Tk.10/- each totaling Tk. 8,00,00,000/-	22.12.2011	Tk. 8,00,00,000/-
25	Artick Biscuits (Pvt) Limited	Through issuance of 32,49,616 ordinary shares of Tk.10/- each totaling Tk. 32,46,6,160/-	15.12.2011	Tk. 3,24,66,160/-
26	Nipro JMI Company Limited	Through issuance of 13,452,000 ordinary shares of Tk. 100/- each totaling Tk. 134,52,00000/-	22.12.2011	Tk. 134,52,00000/-
27	Reliance Brokerage Services Limited	Through issuance of 30,50,000 ordinary shares of Tk.100/- each totaling Tk. 30,50,00000/-	01.12.2011	Tk. 30,50,00000/
28	Far Chemicals Industries Limited	Through issuance of 12,00000 ordinary shares of Tk.100/- each totaling Tk. 12,00,00,000/-	22.12.2011	Tk. 12,00,00,000/-
29	Star Sharebazar Limited	Through issuance of 20,00,000 ordinary shares of Tk.100/- each totaling Tk. 20,00,00,000/-	12.12.2011	Tk. 20,00,00,000/-
30	Hwa Well Textiles (BD) Limited	Bonus shares of Tk. 20,00,00,000/-	28.12.2011	Tk. 20,00,00,000/-
31	Multi Securities & Services Limited	Ordinary shares of Tk. 6,60,15,000/-	29.12.2011	Tk. 6,60,15,000/-
	<b>Total</b>			<b>Tk. 40307606940</b>

<b>Consent for Raising of Capital above Tk. 1.00 crore for Public Limited Companies</b>				
<b>Quarterly Report October-December 2011</b>				
<b>Sl No.</b>	<b>Name of the Company</b>	<b>Particulars</b>	<b>Consent Date</b>	<b>Amount (BDT)</b>
1	Asia Insurance Capital Limited	Ordinary Shares of Tk. 25,00,00,000	10.10.2011	250000000
2	Keya Spinning Mills Ltd.	Bonus Shares of Tk. 26,00,00,000	13.10.2011	260000000



3	SIBL Securities Limited	Regarding ordinary shares of Tk. 123,00,00,000	09.10.2011	730000000
4	Rupsha Fish & Allied Industries Limited	Bonus shares of Tk. 17,00,00,000	25.10.2011	170000000
5	Allied Pharmaceuticals Limited	Ordinary shares of Tk. 15,00,00,000/-	13.11.2011	150000000
6	MEB Poy Manufacturing Plant Ltd.	Bonus and Ordinary Shares of Tk. 140,00,00,000	13.11.2011	1400000000
7	GSP Finance Co. (Bangladesh) Limited	Bonus Shares of Tk. 6,04,75,800	03.11.2011	60475800
8	Fiber Shine Limited	Ordinary Shares of Tk. 15,00,00,000	03.11.2011	150000000
9	IEL Consortium & Associates Limited	Preference shares of Tk. 50,00,00,000/-	13.11.2011	500000000
10	Bangladesh Building Systems Limited	Ordinary shares of Tk. 40,00,00,000	13.11.2011	400000000
11	Unicap Investment Limited	Ordinary shares of Tk. 20,00,00,000	03.11.2011	200000000
12	Premier Cement Mills Limited	Ordinary shares of Tk. 4,45,00,000/-	19.10.2011	445000000
13	ML Dying Limited	Regarding cash and other than cash to tk. 602.15 million	25.10.2011	602150000
14	Saiham Cotton Mills limited	Ordinary shares of 20,25,00,000/-	20.10.2011	202500000
15	AFC Agro Biotech Limited	Ordinary Shares of Tk. 35,00,00,000/-	23.10.2011	350000000
16	Information Technology Consultants Limited	1,79,29,900 ordinary shares @ Tk. 10/- each totaling Tk. 17,92,99,000/-	04.12.2011	179299000
17	National Feed Limited	Ordinary shares of Tk. 15,12,80,000/-	11.12.2011	151280000
18	Petromax Refinery Limited	Ordinary shares of Tk. 90 crore.	12.12.2011	900000000
19	Delta Hospital Limited	Ordinary shares of Tk. 30,00,00,000.00	11.12.2011	300000000
20	Prime Insurance Limited	Ordinary shares of Tk. 25 crore.	20.12.2011	250000000
21	Fareast Capital Management Limited (Proposed company)	Ordinary shres of Tk. 50 crore	11.12.2011	500000000
22	Sonali Bank Limited	Right shares of Tk. 225 crore	29.12.2011	2250000000

23	Credit Rating Agency of Bangladesh	Ordinary shares of 1,00,02,900/-	29.12.2011	10002900
24	Reliance Finance Limited	Bonus shares of Tk. 10 crore.	26.12.2011	100000000
<b>Total</b>				<b>10110207700</b>

<b>Status Report of Rights Issue for July-Sep, 2011</b>				
<b>Serial No.</b>	<b>Name of the Company</b>	<b>Date of Approval</b>	<b>Applied for</b>	<b>Amount (BDT)</b>
1	Rupali Insurance Company Limited	22.11.2011	Approval of rights issue of 1,97,44,812 ordinary shares of Tk.10 each at an issue price of Tk. 20 each (including premium of Tk. 10 each) totaling Tk. 39,48,96,240.00 at a ratio of 1R:1	394,896,240.00
2	Shaiham Textile Mills Ltd.	20.12.2011	Approval of rights issue of 7,39,94,493 ordinary shares of Tk.10.00 each at an issue price of Tk. 25.00 each (including premium of Tk. 15.00 each) totaling Tk. 125,00,00,000.00 at a ratio of 2R:1	1,250,000,000.00
3	R.N. Spinning Mills Limited	11.01.2012	Approval of rights issue of 13,91,41,230 ordinary shares of Tk.10/- each at an issue price of Tk. 20 each (including premium of Tk. 10 each) totaling Tk. 278,28,24,600.00 at a ratio of 1R:1	2,782,824,600.00
4	LankaBangla Finance Limited	31.01.2012	Approval of rights issue of 8,23,51,500 ordinary shares of Tk.10.00 each at par totaling Tk. 82,35,15,000.00 at a ratio of 1R:1	823,515,000.00

Particulars of the issues for which Commission accorded consent for publication of Prospectus during October--December, 2011

Sl. No	Name of the Co	Name of the Issue Manager	Date of Approval	Face value Per share	Total Capital (In Tk.) (9+13)	Sponsors Equity (Excluding premium, In Tk.)			Public Equity (Excluding premium, In Tk.)			Total (10+11+12)	Remarks	Subscribed amount Ref Col No 10	Date of Subscription Open: Close:
						Local	Foreign	Total	General Public	Foreign placement	Local placement				
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	17
1.	GBB Power Limited	IDLC Investments Limited	30/10/11	10.00	50.9999 crore	30.4999 crore	-	30.4999 crore	20.50 crore	-	-	20.50 crore	Issue price of Tk.40.00 per share (At a premium of Tk.30.00 per share)		26/02/12 01/03/12
2.	GSP Finance Company (Bangladesh) Ltd.	ICB Capital Management Limited	27/11/11	10.00	47.64608 crore	17.092044 crore	10.554036 crore	27.64608 crore	20.00 crore	-	-	20.00 crore	Issue price of Tk.25.00 per share (At a premium of Tk.15.00 per share)		08.01.12 12.01.12
3.	Padma Islami life insurance Ltd.	Union Capital Limited	29/11/11	10.00	30.00 crore	18.00 crore	-	18.00 crore	12.00 crore	-	-	12.00 crore	IPO issue price of Tk.10.00 per share (At par)		22.01.12 26.01.12
4.	GPH Ispat Ltd.	AAA Consultants & Financial Advisers Ltd.	11/12/11	10.00	90.00 crore	70.00 crore	-	70.00 crore	20.00 crore	-	-	20.00 crore	IPO issue price of Tk.30.00 per share (At a premium of Tk.20.00 per share))		02/02.12 09.02.12
5.	Saiham Cotton Mills Limited	Lanka Bengla Investments Limited	18/12/11	10.00	135.25 crore	87.75 crore	-	87.75 crore	47.50 crore	-	-	47.50 crore	IPO issue price of Tk.20.00 per share (At a premium of Tk.10.00 per share)		04.03.12 08.03.12

## 10. Surveillance

**Daily Market Surveillance:** As part of daily market surveillance, the surveillance officials watch and analyze the trading activities in both the stock exchanges through non trading on-line surveillance system in order to find out irregularities, suspicious trading and market misconducts, if any. At the end of trading, a daily trade report, at the end of week, weekly trade report & monthly

trade report is prepared by pointing out market conditions and submitted to the Chairman, the Members and the EDs of the Commission.

**Investigation and Enquiry:** In connection to fair-trading and confidence of investors in the securities market it is necessary to ensure proper compliance of securities related laws, rules and regulations through inspection & investigation in suspicious and manipulative cases. In this regard, activities of the following stock-brokers/stock-dealers of Dhaka Stock Exchange Limited have been investigated by SEC during the referred period.

**Enquiry/Inspection/Investigation Initiated by SEC:**

Nature of Enquiry & Investigation	Investigation & Enquiry Against	Inspection & Enquiry Conducted By
To inspect the books of accounts, records and documents of <b>BRAC EPL Stock Brokerage Limited</b> regarding share trading in last fifteen days in the stock exchange on November 28, 2011.	_____	Securities and Exchange Commission
To inspect the books of accounts, records and documents of <b>LankaBangla Securities Limited</b> regarding share trading in last fifteen days in the stock exchange on November 28, 2011.	_____	Securities and Exchange Commission
To inspect the books of accounts, records and documents of <b>Salta Capital Limited</b> regarding share trading in last fifteen days in the stock exchange on November 28, 2011.	_____	Securities and Exchange Commission
To inspect the books of accounts, records and documents of <b>IDLC Securities Limited</b> regarding share trading in last fifteen days in the stock exchange on November 28, 2011.	_____	Securities and Exchange Commission
To inspect the books of accounts, records and documents of <b>PFI Securities Limited</b> regarding share trading in last fifteen days in the stock exchange on November 28, 2011.	_____	Securities and Exchange Commission
To inspect the books of accounts, records and documents of <b>IDLC Securities Limited</b> regarding share trading in last	_____	Securities and Exchange Commission

fifteen days in the stock exchange on November 29, 2011.		
To inspect the books of accounts, records and documents of <b>LankaBangla Securities Limited</b> regarding share trading in last fifteen days in the stock exchange on November 29, 2011.	_____	Securities and Exchange Commission
To conduct enquiry into share trading of <b>LankaBangla Securities Limited</b> during November 2011.	_____	Securities and Exchange Commission
To conduct enquiry into share trading of <b>IDLC Securities Limited</b> during November 2011.	_____	Securities and Exchange Commission
To conduct enquiry into share trading of <b>ICB Securities Trading Company Limited</b> during November 2011.	_____	Securities and Exchange Commission
To conduct enquiry into share trading of <b>AIBL Capital Market Services Limited</b> during November 2011.	_____	Securities and Exchange Commission
To conduct enquiry into share trading of <b>PFI Securities Limited</b> during November 2011.	_____	Securities and Exchange Commission

## 11. Registration

### **Issuance and Renewal of Stock Dealer /Stock Broker Registration Certificate:**

During October – December 2011, the Commission issued 2 (Two) stock broker and 2 (Two) stock dealer registration certificates in favor of different members of Dhaka Stock Exchange Ltd. and 2 (Two) Stock broker and 2 (Two) Stock dealer registration certificates in favor of Chittagong Stock Exchange Ltd. under the **স্বতন্ত্র নিয়ন্ত্রণ আইন, ২০০০** (Independent Control Act, 2000).

Moreover, the Commission renewed 43 (Forty three) stock broker and 36 (Thirty six) stock dealer registration certificates of Dhaka Stock Exchange Ltd. and 23 (Twenty three) stock broker and 17 (Seventeen) stock dealer registration certificates of Chittagong Stock Exchange Ltd. respectively during October - December 2011.

**Issuance and Renewal of Authorized Representative Registration Certificates:**

During the period, the Commission issued 363 (Three hundred sixty three) authorized representatives registration certificates of Dhaka Stock Exchange Ltd. and 105 (One hundred five) of Chittagong Stock Exchange Ltd. respectively under the ঐনসিআরসিআই (সিআইআই) আইন, ২০০০.

**Issuance and Renewal of Depository Participant Registration Certificate:**

During the Quarter, the Commission issued 10 (Ten) depository participants registration certificates under the ঐনসিআইআই (সিআইআই) আইন, ২০০৩ and renewed 74 (Seventy four) depository participant registration certificates.

**Issuance of Registration Certificate for Merchant Banking Operation:**

During the quarter, the Commission issued 4 (Four) registration certificates for Merchant Banking operation under the ঐনসিআইআই (সিআইআই) আইন, ১৯৯৬.

**Issuance of Custodian Registration Certificate:**

During the quarter, the Commission has approved issuance of 1 (one) Custodian Registration Certificate under the ঐনসিআইআই (সিআইআই) আইন, ২০০১.

## **12. Mutual Fund and Special Purpose Vehicle (MF & SPV)**

During October-December, 2011, Mutual Fund and SPV Department has performed the following duties and responsibilities:

- Completed the process for approval of Trust Deed and Investment Management Agreement of UCB Infrastructure Fund (Closed-end).
- Completed the process relating to registration of MTB Unit Fund (Open-end).

- Completed the process relating to approval of prospectus and abridged version of prospectus of NLI First Mutual Fund (Closed-end).
- Completed the process for approval of lottery of AB Bank First Mutual Fund (Closed-end).
- Also completed the process relating to permission of the Commission to invest the Sponsor’s Contribution of MTB Unit Fund (Open-end).

### **13. Supervision and Regulation of Markets and Issuer Companies (SRMIC)**

#### **COMPLAINT AGAINST LISTED COMPANIES:**

<b>Nature of Complaint</b>	<b>No. of Companies</b>	<b>Under Process</b>	<b>Referred for Enforcement Action</b>	<b>Resolved</b>
Non payment or delay in payment of dividend				
Non payment of debenture installment				
Regarding transfer of shares				
Non receipt of letter of rights share offering				
Non receipt of annual report				
Refund warrant				
Non demat of shares				
Miscellaneous	1	1		
<b>Total</b>	<b>1</b>	<b>1</b>		

<b>AGM held during the period (October to December, 2011)</b>						
	Name of the Company	Sectors	Date of AGM	YearEnd	% of Dividend	
					Cash	Stock
	Fu-Wang Ceramic	Ceramic	26/12/ 2011	201106		10%B
	M.I. Cement	Cement	18/12/ 2011	201106	15.00	15%B
	Standard Ceramic	Ceramic	27/12/ 2011	201106	5.00	
	Aftab Automobiles	Engineering	20/12/ 2011	201108	20.00	20%B
	Atlas Bangladesh	Engineering	17/12/ 2011	201106	75.00	1B:3
	BD.Autocars	Engineering	29/12/ 2011	201106		5%B
	Deshbandhu Polymer Limited	Engineering	29/12/ 2011	201106		15%B
	National Polymer	Engineering	22/11/ 2011	201106		15%B
	National Tubes	Engineering	10/12/ 2011	201106		20%B
	Olympic Industries	Engineering	29/12/ 2011	201106	10.00	50%B
	Quasem Drycells	Engineering	15/12/ 2011	201106		20%B
	Renwick Jaineswar & Co. (BD) Ltd.	Engineering	30/11/ 2011	201106	20.00	
	Delta-Brac Housing	Financial Institutions	22/11/ 2011	201106		100%B
	ICB	Financial Institutions	22/10/ 2011	201106	15.00	35%B
	MIDAS Financing Ltd.	Financial Institutions	08/12/ 2011	201106		10%B
	AMCL (Pran)	Food & Allied Product	24/11/ 2011	201106	31.00	
	Bangas	Food & Allied Product	31/12/ 2011	201106		32%B
	CVO Petrochemical Refinery Limited	Food & Allied Product	27/12/ 2011	201106		25%B
	Fine Foods Limited	Food & Allied Product	23/12/ 2011	201106		10%B
	Fu Wang Food	Food & Allied Product	25/12/ 2011	201106		20%B
	Gemini Sea Food	Food & Allied Product	27/12/ 2011	201109	15.00	
	Meghna Condensed	Food & Allied Product	29/12/ 2011	201106		
	Meghna PET	Food & Allied Product	29/12/ 2011	201106		
	Rahima Food	Food & Allied Product	22/12/ 2011	201106	10.00	
	Shyampur Sugar	Food & Allied	10/12/ 2011	201106		



	Mills Ltd.	Product					
	Zeal Bangla Sugar Mills Ltd.	Food & Allied Product	24/12/ 2011	201106			
	Titas Gas	Fuel & Power	27/11/ 2011	201106	30.00		
	Fareast Islami Life	Insurance	24/10/ 2011	201012		40%B	
	National Life Insurance	Insurance	03/10/ 2011	201012		60%B	
	Agni Systems Ltd.	IT - Sector	22/12/ 2011	201106	5.00	5%B	
	BDCOM Online Ltd.	IT - Sector	22/12/ 2011	201106		5%B	
	Dafodil Computers	IT - Sector	29/12/ 2011	201106	6.00	4%B	
	Jute Spinners	Jute	10/12/ 2011	201106	20.00		
	Northern Jute Manufacturing Co. Ltd.	Jute	28/12/ 2011	201106			
	Sonali Aansh	Jute	29/12/ 2011	201106	20.00		
	Miracle Ind.	Miscellaneous	24/12/ 2011	201106		5%B	
	Usmania Glass	Miscellaneous	25/11/ 2011	201106		20%B	
	Hakkani Pulp & Paper	Paper & Printing	17/12/ 2011	201106	5.00		
	Beacon Pharmaceuticals Limited	Pharmaceuticals & Chemicals	26/12/ 2011	201106		5%B	
	Imam Button	Pharmaceuticals & Chemicals	24/11/ 2011	201106			
	Kohinoor Chemicals	Pharmaceuticals & Chemicals	18/12/ 2011	201106	40.00		
	Libra Infusions Limited	Pharmaceuticals & Chemicals	28/12/ 2011	201106	20.00		
	Orion Infusion Ltd.	Pharmaceuticals & Chemicals	18/12/ 2011	201106	15.00		
	Pharma Aids	Pharmaceuticals & Chemicals	24/11/ 2011	201106	21.00		
	Eastern Housing	Services & Real estate	24/11/ 2011	201107	10.00	5%B	

	Samata Leather Complex Ltd.	Tannery	26/12/ 2011	201106			
	Al-Haj Textile	Textile	22/12/ 2011	201106		20%B	
	Alltex Industries Ltd.	Textile	29/12/ 2011	201106			
	Anlima Yarn Dyeing Ltd.	Textile	22/12/ 2011	201106	10.00		
	Delta Spinners	Textile	22/12/ 2011	201106	10.00		
	Desh Garments	Textile	23/11/ 2011	201106	7.00		
	Dulamia Cotton	Textile	24/12/ 2011	201106			
	Malek Spinning Mills Limited	Textile	27/12/ 2011	201106		10%B	
	Metro Spinning	Textile	29/12/ 2011	201106		15%B	
	Mithun Knitting	Textile	31/12/ 2011	201106		15%B	
	Modern Dyeing & Screen Printing Ltd.	Textile	17/11/ 2011	201106			
	Prime Textile	Textile	24/12/ 2011	201106	10.00		
	Rahim Textile	Textile	24/11/ 2011	201106	5.00	10%B	
	Saiham Textile	Textile	09/10/ 2011	201106	15.00		
	Tallu Spinning	Textile	31/12/ 2011	201106		15%B	
	The Dacca Dyeing	Textile	29/12/ 2011	201106		16%B	
	<b>Total AGM held</b>	<b>61</b>					

## 14. Supervision and Regulation of Intermediaries (SRI)

The functions of SRI Department are supervising and regulating the activities of stock-dealers/stock brokers, depository participants, security custodian banks, merchant bankers, market makers, security lenders and borrowers and other market intermediaries. This department conducts the regular inspection of stock brokers/dealers, depository participants and merchant banks on monthly basis and also conducts special inspection as and when required. The SRI department also deals with the complaints lodged by the general investors and other stakeholders. During, October-December, 2011, the following activities were performed by this department:

**i) Complaints against Market Intermediaries:**

<b>Nature of Complaints</b>	<b>No. of Complaints Received</b>	<b>Under Process</b>	<b>Referred to Enforcement Dept. for Action</b>	<b>Referred to DSE/CSE for Negotiation</b>	<b>Resolved</b>
Lost of shares	1			1	
Unauthorized debit and force sale of share	8			5	3
Non-transfer of share	1				1
Non-payment of sales proceeds	3			2	1
Financial loss due to non-transfer of share	2			1	1
Delay in settlement					
Non-receipt of share					
Corruptions of Broker/Dealer	2			1	1
Others	3			2	1
<b>Total</b>	<b>20</b>			<b>12</b>	<b>8</b>

**ii) Inspections conducted:**

<b>Sl. No.</b>	<b>Type of Market Intermediaries</b>	<b>Type of Inspection</b>	<b>Number of Inspection conducted</b>	<b>Referred to Enforcement Dept. for Action</b>	<b>Resolved</b>
1.	Stock Broker/ Stock Dealer	Monthly regular Inspection			
		Special Inspection	1	1	
2.	Merchant Bank	Monthly regular Inspection			
<b>Total</b>			<b>1</b>	<b>1</b>	

## 15. Enforcement

During October to December 2011 the following enforcement actions were taken against Issuer Companies, Stock-Brokers/Stock-Dealers, Credit Rating Company and Others by the Commission for non-compliance of the securities related laws:

### Against Issuer Company:

Violation	No. of Issuer Companies	Nature of Action
Accurate and transparent information not reflected in the audited financial statements	1	Penalty
Failure to submit the audited financial statements	3	Penalty
Failure to submit the quarter (Q) financial statements	2	Penalty
Failure to comply with securities related laws	4	Warning
Failure to submit the audited financial statements	3	Warning
Failure to submit the half-yearly financial statements	11	Penalty
Failure to submit the quarter (Q) financial statements	3	Warning
Non-holding of AGM		

Total 27

### Against Stock Broker/ Stock Dealer:

Violation	No. of Stock Broker/Stock-Dealer	Nature of Action
Non-compliance of securities related laws	10	Warning
Non-compliance of securities related laws	6	Penalty

Total 16

### Against Credit Rating Company:

Violation	No. of Issue Manager	Nature of Action
Non-compliance of securities related laws	1	Warning

Total 1

### Against Others:

Violation	No.	Nature of Action
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Non-compliance of securities related laws in connection with unusual trading in shares of Eastern Housing Limited	1	Penalty
Total		1
<b>Grand Total : 27+16+1+1 = 45</b>		

## 16. Law

Total 378 cases filed by or against SEC are pending in different courts. Name of the courts are given below along with number of pending cases with each:

Sl. No.	Name of the Court	Number of Cases	
01.	Supreme Court of Bangladesh	Appellate Division	06
		High Court Division	141
02.	District Judge Court, Dhaka.	01	
03.	Metropolitan Sessions Judge Court, Dhaka.	06	
04.	1 <sup>st</sup> Asst. Metropolitan Session Judge Court, Dhaka	01	
05.	4 <sup>th</sup> Joint District judge Court, Dhaka	02	
06.	5 <sup>th</sup> Joint Dist. Judge Court, Dhaka.	09	
07.	4 <sup>th</sup> Asst. Judge Court, Dhaka.	01	
08.	9 <sup>th</sup> Assistant Judge (Savar) Court, Dhaka	01	
09.	Chief Metropolitan Magistrate Court, Dhaka.	11	
10	General Certificate Court, Dhaka.	199	
<b>Total Cases :</b>		<b>378</b>	

1. Out of total 15 share scam cases of 1996, 1 case is now pending before the Appellate Division, 12 cases before the High Court Division of Bangladesh Supreme Court and rest 2 cases are pending before the Metropolitan Session Judge Court, Dhaka.

## 17. Management Information Systems (MIS)

MIS Department is responsible to assist different departments of SEC through development of automation in their activities, development of capital market

monitoring system based on computerized data analysis, and informing all about securities laws and other related matters through website.

At present all officers of SEC use computers in their daily activities. All computers are connected through local area network (LAN). Different modules of integrated Securities and Exchange Commission Automated System (SECAS) have developed at SEC for use of its different departments. Officers of SEC can use broadband internet connection from their workstation through connected LAN. SEC's website ([www.secbd.org](http://www.secbd.org)) is enriched with various information like securities laws, IPO prospectus, eligible securities, depository participants, enforcement actions, reports etc. which are updated regularly and many users visit the website. MIS department works on development, modification and maintenance of the mentioned systems.

During October-December 2011, Important Web Uploads and Website Visits:

Works	Number
IPO Prospectus/Right offer document Upload	8 Prospectus/ 1 Right Offer
Enforcement Actions Upload	60
Other Order/Notification/Directive etc Upload	12
Eligibility of Securities/ List Depository/Merchant Banks etc.	8 DP, 2 Merchant Bank
Quarterly Report Upload	0
Annual Report Upload	0
Proposed Draft Rule Upload for Comments	4
Press Release	3
Tender	6
Employment Information	1
No. of Website Visitors (As Per Web Counter)	30000 (approx)

## 18. Research and Development

Research and Development Department of the Commission conducts investors' education program for the general investors, impart capital market related seminar for various government and non-government organizations, prepares and publishes Commission's various publications regularly, furnishes various reports and information to the government and other institutions including Ministry of Finance and different regulatory authorities, and makes paper clipping from most of the daily newspapers (20 dailies ) and circulate it to the Commission and executives. The department also deals the training program of the authorized representatives jointly with the stock exchanges.

During October-December 2011 Research and Development Department has carried out regular activities as mentioned in the table below:

S/N	Name of Work	Quantity
1	Training Program for General Investors (Two-days program)	2 Sessions-80 participants
2	Training for Authorized Representatives (Two-days program)	DSE- 2 programs 120 participants CSE-3 program 180 participants
3	Annual Report 2010-2011 (Bangla Draft)	1
4	Quarterly Report	1
5	Parikrama	1
6	Monthly Work Plan to MOF	3
7	Monthly Progress Report to MOF	3

## 19. Capital Market Regulatory Reforms and Compliance (CMRRC):

During October-December, 2011 the following directives/ amendments/ order/ notifications related to capital market have been issued:

ক্রমিক সংখ্যা	বিবরণ	প্রকার	তারিখ
1	Conditions under section 2CC of the Securities and Exchange Ordinance, 1969	Notification	SEC/CMRRCD/2009-193/114/Admin.28 Dated: October 02, 2011
2	Amendment to the Securities and Exchange Commission (Public Issue) Rules, 2006	Notification	SEC/CMRRCD/2008/186/115/Admin/30 Dated: October 05, 2011
3	স্বাক্ষরিত আইন ১৯৬৯-এ ২সিএসএস-এর অধীনে (২০০৬-০৬) বিধি ২০০৬ সালের ৬ই মার্চ	চিঠি	GmBim/wmGgAvi Avi wmiW/2006-157/116/c/kvmb/31 Zwi L: A±±wei 13, 2011

Sl. No.	Description	Notification	Date
4	Repeal of some previous Notifications and Clauses	Notification	SEC/CMRRCD/2008/186/117/Admin/32 Dated: October 26, 2011
5	Amendment to the Securities and Exchange Commission (Rights Issue) Rules, 2006	Notification	SEC/CMRRCD/2003-109/118/Admin/33 Dated: November 02, 2011
6	Conditions under section 2CC of the Securities and Exchange Ordinance, 1969 regarding shareholding by sponsors/promoters and directors	Notification	SEC/CMRRCD/2009-193/119/Admin/34 Dated: November 22, 2011
7	Regarding shareholding by sponsors/promoters and directors of the listed companies	Notification	SEC/CMRRCD/2009-193/120/Admin/35 Dated: December 07, 2011
8	Amendment to the Securities and Exchange Commission (Rights Issue) Rules, 2006	Notification	SEC/CMRRCD/2001-50/121/Admin/36 Dated: December 20, 2011

## 20. Stock Exchanges operational statistics:

### DSE OPERATIONAL STATISTICS October-December, 2011

Trading Month	All Share Price Index	Market Capitalization in Million	No. of Trading Days	Turnover of Securities in Million (No.)		Traded Amount in Million	
				Monthly	Daily Average	Monthly	Daily Average
October	4,205.07	2,525,347	21	930	44	69,990.68	3,332.89
November	4,403.37	2,624,092	17	1026	60	69,514.86	4,089.11
December	4,383.94	2,616,731	19	1280	67	61,529.82	3,238.41
<b>Total</b>	-	-	57	3286	57	201,035.35	3,526.94

\*Index and Market Capitalization of the last trading day of the months have been



considered as relevant figures of respective months.

**CSE OPERATIONAL STATISTICS**  
October-December, 2011

Trading Month	All Share Price Index	Market Capitalization in Million	No. of Trading Days	Turnover of Securities in Million (No.)		Traded Amount in Million	
				Monthly	Daily Average	Monthly	Daily Average
October	14,314.01	1,924,919	21	149	7.10	8,923.61	424.93
November	15,005.28	2,003,980	17	147	8.65	8,040.61	472.98
December	14,880.37	1,993,832	19	153	8.05	7,042.67	370.67
<b>Total</b>			57	449.00	7.88	24,006.89	421.17

\*Index and Market Capitalization of the last trading day of the months have been considered as relevant figures of respective months.