

**No. SEC/Enforcement/215/2004/11**

January 3, 2006

**Directive**

Whereas, in terms of section 2(g) of the Securities and Exchange Ordinance, 1969 (XVII of 1969), Eagle Box & Carton Manufacturing Company Limited is an issuer of securities (hereinafter called the "issuer");

Whereas, the equity security (i.e. share) of the said issuer is listed with the Dhaka Stock Exchange Limited (hereinafter called the "Exchange");

Whereas, Eagle Box & Carton Manufacturing Company Limited submitted an application dated October 11, 2004 for de-listing its security from the Dhaka Stock Exchange on the grounds of closure of commercial operation of the issuer since October 31, 2003 due to heavy loss, all employees were terminated after payment of their benefits, company does not have any income, board of directors has decided to de-list it from the Exchange, and, as part of de-listing plan Mr. M.A. Matin, Chairman and Sponsor Director of the issuer company declared their intention to purchase all shares @Tk.25.90 (last traded price) each held by the public shareholders, including the institutional shareholders; and

Whereas, based on the all above, the Commission has directed the Dhaka Stock Exchange Limited on January 3, 2006 to de-list the share of Eagle Box & Carton Manufacturing Company Limited from the Exchange within 2(two) months of the said Directive.

Now, therefore, the Eagle Box & Carton Manufacturing Company Limited and its Chairman/Sponsor Directors are hereby directed under section 20A of the Securities and Exchange Ordinance, 1969, to:

- a) ensure immediate payment of money to the public and institutional shareholders who are willing to sell their shares to the Chairman/Sponsor Directors of the said issuer @Tk.25.90 per share against presentation of the share certificates and transfer instruments concerned;
- b) publish public Notification in, at least, three widely circulated national dailies in respect of the above arrangement mentioned at (a) above; and
- c) send letters to all public shareholders, including institutional shareholders, enclosing copy of this Directive.

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The Commission has exempted the Chairman/Sponsor Directors of the Eagle Box & Carton Manufacturing Company Limited from the compliance requirements of regulation 42 of the Listing Regulations of Dhaka Stock Exchange Limited.

This Directive will have immediate effect.

By order of the Securities and Exchange Commission

**Mansur Alam**  
**Executive Director**

**Distribution:**

Eagle Box & Carton Manufacturing Company Limited

Mr. M.A. Matin, Chairman, Eagle Box & Carton Manufacturing Company Limited

**Copy for information:**

Chief Executive Officer, Dhaka Stock Exchange Limited

Executive Director (R&D), SEC

Executive Director (Surveillance), SEC

Executive Director (SRMID), SEC

Director (MIS), SEC

Chairman's Office, SEC