

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

বিএসইসি/এনফোর্সমেন্ট/৩৩২৭/২০২২/ ১০৩৯
তারিখঃ আগস্ট ০২, ২০২২

D I T Co-Operative Ltd. and associates
100/1, East Bashabo, P.O.-Bashabo,
P.S.- Sobuzbagh, Dhaka-1214.

বিষয়: আদেশ।

কমিশনের আদেশ নং- বিএসইসি/এনফোর্সমেন্ট/৩৩২৭/২০২২/১০৩৮ তারিখ: আগস্ট ০২, ২০২২ এর সত্যায়িত অনুলিপি আপনার
অবগতি ও প্রয়োজনীয় ব্যবস্থা গ্রহণের জন্য এতদসঙ্গে সংযুক্ত করা হলো।

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের পক্ষে,

Saludedin
02/08/2022

মোঃ সুলতান সালাহ উদ্দিন
উপপরিচালক (এনফোর্সমেন্ট)
টেলিফোন নাম্বার: +৮৮ ০২-৫৫০০৭১৩১-২, এক্স-১৩০৬
ই-মেইল- ssuddin@sec.gov.bd

অবগতির জন্য অনুলিপি:

- ১। নির্বাহী পরিচালক, এমএসআই, বিএসইসি,
- ✓ ২। নির্বাহী পরিচালক, এমআইএস, বিএসইসি,
- ৩। চেয়ারম্যান মহোদয়ের দপ্তর, বিএসইসি।

Sumit
02/08/2022
D(MIS)

DD-I (MIS)

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

নং-বিএসইসি/এনফোর্সমেন্ট/৩৩২৭/২০২২/১০৩৮

তারিখঃ আগস্ট ০২, ২০২২

আদেশ

যেহেতু, Securities and Exchange Ordinance, 1969 এর Section 2 (cc) মোতাবেক কমিশন অর্থ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন যা বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩-এর অধীনে গঠিত;

যেহেতু, মার্চ ১০, ২০২২ তারিখের Surveillance Note-017/2022 অনুযায়ী এবং Regulation 16(3)(c)(ii) and (d)(v) of Dhaka Stock Exchange (Board and Administration) Regulations, 2013 দ্বারা প্রদত্ত ক্ষমতাবলে ঢাকা স্টক এক্সচেঞ্জ লিমিটেড ০৭.০৩.২০২২ থেকে ১০.০৩.২০২২ পর্যন্ত সময়ের জন্য BDCOM Online Limited (BDCOM)-এর শেয়ার লেনদেন সংক্রান্ত অনুসন্ধান (investigation) কার্যক্রম পরিচালনা করেছে এবং কমিশনে এ সংক্রান্ত একটি প্রতিবেদন দাখিল করেছে। অনুসন্ধান প্রতিবেদন থেকে অন্যান্যের মধ্যে নিম্নলিখিত বিষয়গুলি উপস্থাপিত হয়:

I. Major buyers of the period (Both public and block market):

The price of BDCOM shares was increased from Tk. 23.60 to Tk. 34.30 which was increased by 45% for the period from 07.03.2022 to 10.03.2022. Major buyers of the period were as follows:

Sl. No.	Client Code	Client Name	BO ID	Name of Depository Participant	Buy Quantity	Sell Quantity	Total Trade	Total Trade Volume in the market	% of total Trade
1	B4803	Kazi Sadia Hasan	1604650074744264	BRAC EPL Investments Limited	4013000	3449000	7462000	33355900	22.37%
2	1690	Fortune Shoes Limited	1205950073681925	NRBC Bank Securities Limited	3449000	0	3449000	33355900	10.34%
3	ABM645	Md. Abul Khayer & Kazi Sadia Hasan	1605110071091116	Agrani Equity & Investment Limited	3000000	0	3000000	33355900	8.99%
4	D8762	M. Abu Naser Dulal	1201830007364204	Lanka Bangla Securities Limited Banani	2800000	0	2800000	33355900	8.39%
5	ABM646	MONARCH HOLDINGS LIMITED	1605110071212010	Agrani Equity & Investment Limited	2500000	0	2500000	33355900	7.49%
6	100	NRB Commercial Bank Ltd.	1205950052123209	NRBC Bank Securities Limited	2319000	0	2319000	33355900	6.95%
7	ABM663	Abul Kalam Matber	1605110073447222	Agrani Equity & Investment Limited	2235324	0	2235324	33355900	6.70%
8	S2116	D I T Co-Operative Ltd.	1604530065757811	SBL Capital Management Limited	1927416	1693990	3621406	33355900	10.86%
9	CM400	Sharmin Islam	1605170068001733	City Bank Capital Resources Limited	684329	4329	688658	33355900	2.06%
10	ABM650	S. M. Parvez Tamal	1605110064815088	Agrani Equity & Investment Limited	611877	0	611877	33355900	1.83%
11	1138	Md Rafiqul Islam	1203780069214396	Nexus Securities Limited	500008	0	500008	33355900	1.50%
12	D2001	Mahmuda Akter Mukta	1203850069164538	Reliance Brokerage Services Ltd.	500000	0	500000	33355900	1.50%
13	B7175	Mohammad Aminul Haque	1204030073586081	Lanka Bangla Securities Limited Banani	440400	1684000	2124400	33355900	6.37%
14	B7205	Mohammad Aminul Haque & Nurun Nahar	1204030073612838	Lanka Bangla Securities Limited Banani	418852	2471000	2889852	33355900	8.66%
15	41999	Nur -E- Alam	1201950062070101	EBL Securities Limited	412073	0	412073	33355900	1.24%

II. Major sellers of the period (Both public and block market):

The list of major sellers of BDCOM for the period from 07.03.2022 to 10.03.2022 are as follows:

Sl. No.	Client Code	Client Name	BO ID	Name of Depository Participant	Buy Quantity	Sell Quantity	Total Trade	Total Trade Volume in the market	% of total Trade
1	B4803	Kazi Sadia Hasan	1604650074744264	BRAC EPL Investments Ltd	4013000	3449000	7462000	33355900	22.37%
2	B7205	Mohammad Aminul Haque & Nurun Nahar	1204030073612838	Lanka Bangla Securities Limited Banani	418852	2471000	2889852	33355900	8.66%
3	ICBMS	ICBMS	1201530068173761	ICB Securities Trading Comapny Limited	0	1983439	1983439	33355900	5.95%
4	S2116	D I T Co-Operative Ltd.	1604530065757811	SBL Capital Management Limited	1927416	1693990	3621406	33355900	10.86%
5	B7175	Mohammad Aminul Haque	1204030073586081	Lanka Bangla Securities Limited Banani	440400	1684000	2124400	33355900	6.37%



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SL	Client Name	Client Code	BO ID	Name of Depository Participant	Shares	Value	Percentage	Remarks
6	ICBR	Investment Corp. Of Bangladesh	1201530057974026	ICB Securities Trading Comapny Limited	0	1414028	1414028	33355900 4.24%
7	ICBB	ICB Bond	1201530067036471	ICB Securities Trading Comapny Limited	0	951937	951937	33355900 2.85%
8	H3080	Md. Azim Hasan	1201830060831384	LANKABANGLA Securities Ltd.	0	765168	765168	33355900 2.29%
9	UF	ICB Unit Fund	1201530000003518	ICB Securities Trading Comapny Limited	0	558177	558177	33355900 1.67%
10	S5220	Rafiqul Anwar	1202550061487567	Sheltech Brokerage Limited	0	550000	550000	33355900 1.65%
11	00015	Shahjalal Islami Bank Ltd.	1204090005685607	Shahjalal Islami Bank Securities Limited	0	500000	500000	33355900 1.50%
12	B8101	C3 Sourcing	1204030074498945	Lanka Bangla Securities Limited Banani	42000	449000	491000	33355900 1.47%
13	ICB	ICB	1201530000003501	ICB Securities Trading Comapny Limited	0	444424	444424	33355900 1.33%
14	B7717	Infinity Enterprise	1204030074232318	Lanka Bangla Securities Limited Banani	20000	426000	446000	33355900 1.34%
15	A0003	Eiil (Special Fund)	1602480073716144	EXIM Islami Investment Limited	0	400000	400000	33355900 1.20%

Findings:

- After analyzing the documents, it is observed that Kazi Sadia Hasan (Client code # B4803 of BRAC EPL Investments Limited) was the top buyer as well as the top seller of shares of BDCOM for the period from 07.03.2022 to 10.03.2022. It is observed that the aforesaid client alone traded 22.37% of total trade of BDCOM with her single account during the investigation period. The client is also associated with 04(Four) more BO accounts in the top buyer list which have been highlighted.

A. D I T Co-Operative Ltd. and associates:

Observation-1:

D I T Co-Operative Ltd. (client code # S2116 & BOID # 1604530065757811 of SBL Capital Management Limited (traded through Eminent Securities Limited)) was the 8th top buyer of shares of “BDCOM” from the period of 07.03.2022 to 10.03.2022. After examining the relevant documents, it was also observed that the said client participated in trading of shares of “BDCOM” in association with total 05 (Five) accounts and the details of the same are delineated as follows:

SL	Client Name	Client Code	BO ID	Name of Depository Participant	Remarks
1	Kazi Sadia Hasan	B4803	1604650074744264	BRAC EPL Investments Limited	Md. Abul Khayer is the husband of Kazi Sadia Hasan.
2	Md. Abul Khayer & Kazi Sadia Hasan	ABM645	1605110071091116	Agrani Equity & Investment Limited (traded through City Brokerage Limited)	Kazi Sadia Hasan is the MD of Monarch Holdings Limited.
3	Monarch Holdings Limited	ABM646	1605110071212010		Abul Kalam Matber is the father of Md. Abul Khayer.
4	Abul Kalam Matber	ABM663	1605110073447222		Md. Abul Khayer is the Chairman of D I T Co-Operative Ltd.
5	D I T Co-Operative Ltd.	S2116	1604530065757811	SBL Capital Management Limited (traded through Eminent Securities Limited)	



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1. Trade Pattern, effects of the BDCOM at DSE and Gain and Loss by D I T Co-Operative Ltd. and associates are given below:

a) Trade Pattern of D I T Co-Operative Ltd. and associates (Public Market):

Date	Code # B4903				Code # ABM645				Code # ABM646				Code # ABM663				Code # S2116				Total											
	BO ID # 1604650074744264				BO ID # 1605110071091116				BO ID # 1605110071212010				BO ID # 1605110073447222				BO ID # 1604530065757811															
	Kazi Sadia Hasan				Md. Abul Khayer & Kazi Sadia Hasan				MONARCH HOLDINGS LIMITED				Abul Kalam Matber				D I T Co-Operative Ltd.															
BRAC EPL Investments Limited				Agrani Equity & Investment Limited				Agrani Equity & Investment Limited				Agrani Equity & Investment Limited				SBL Capital Management Limited																
Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty	Rate (W.Avg.)	Total Buy Qty	Total Rate (W.Avg.)	Total Sale Qty	Total Rate (W.Avg.)					
07-03-22	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
10-03-22	0	0.00	0	0.00	3000000	34.30	0	0.00	2500000	34.30	0	0.00	2235324	34.30	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	7735324	34.30	265321613.20	0	0.00	0.00	0.00	
Total	0	0	0	0	3000000	34.30	0	0.00	2500000	34.30	0	0.00	2235324	34.30	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	9432740	34.30	265321613.20	0	0.00	0.00	0.00	

b) Effects of "BDCOM" at DSE (both block & public Market) by D I T Co-Operative Ltd. and associates:

Opening Balance: Nil

Date	Buy			Sale			Cost of shares sold			Stock Position			Comparison with the Market					
	Qty.	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Bonus Share Credited	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Mkt Trade Qty at DSE	Mkt Close Price at DSE	Market price Changed by	Client Buy (%)	Client Sale (%)	Client Trade (%)
Opening Balance										0	0.00	0.00						
07-03-2022	5376416	25.80	138727860.90	0	0.00	0.00	0	0.00	0.00	5376416	25.80	138727860.90	8745902	25.90	9.75%	61.47%	0.00%	61.47%
09-03-2022	564000	31.10	17540400.00	814000	31.11	25320400.00	0	26.31	21413039.82	5126416	26.31	134855221.08	2798844	31.20	9.86%	20.15%	29.08%	49.23%
10-03-2022	7735324	34.30	265321613.20	4328990	34.14	147787361.00	0	31.11	134691069.31	8532750	31.11	265485764.96	19142355	34.30	9.94%	40.41%	22.61%	63.02%
Total	13675740	30.83	421589874.10	5142990	33.66	173107761.00	0	30.35	156104109.14	8532750	31.11	265485764.96						

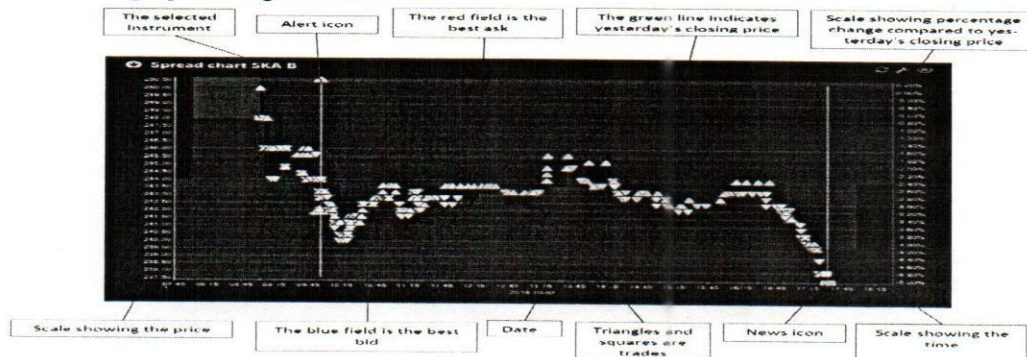
Summary																		
Block Buy			Block Sale			Total Buy				Total Sale				Cost of Shares Sold		Stock Position		
Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	
4243000	26.59	112826500.00	5142990	33.66	173107761.00	13675740	30.83	421589874.10	5142990	33.66	173107761.00	30.35	156104109.14	8532750	31.11	265485764.96		

Client's Total Trade	18,818,730
Total Vol. of period	33,355,900
Percentage of Trade	56.42%
Percentage of Share Holding	14.95%

c) Trade monitoring screenshots based on public market trade of BDCOM by D I T Co-Operative Ltd. and associates:

IED collected Trade monitoring screenshots from Surveillance Department on some trading dates where appearance of active trading of D I T Co-Operative Ltd. and associates was observed which influenced the price of BDCOM.

The details of the graphs are given below:



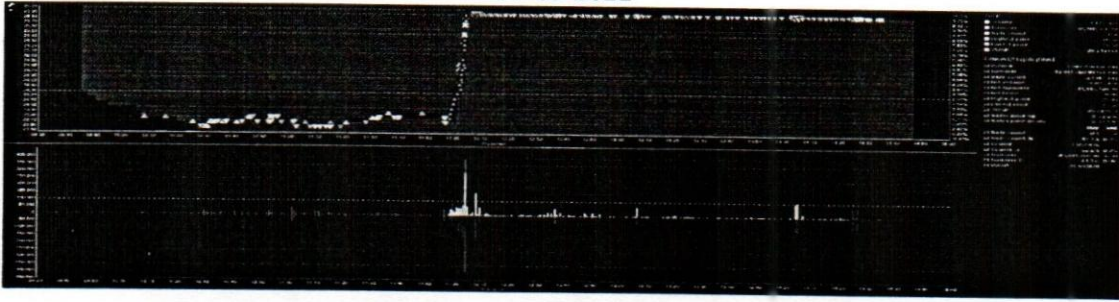
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- ▲ Green triangle represents trade of BDCOM by D I T Co-Operative Ltd. and associates
- △ White triangle represents trade of BDCOM by other clients

After scrutinizing the Trade monitoring screenshots collected from Surveillance Department, it is found that D I T Co-Operative Ltd. and associates were involved in trading of shares of BDCOM which influenced price of the said shares on several dates:

1604650074744264, 1605110071091116, 1605110071212010, 1605110073447222,
1604530065757811

07-03-2022



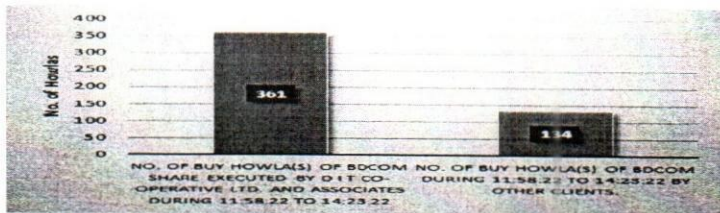
It was observed in the above graph that on 07-03-2022, total number of trades of BDCOM in the market was 766, whereas number of trades executed by D I T Co-Operative Ltd. and associates were 361 which is approximately 47.13% of the total number of trades in the market. Again, total turnover of BDCOM in the market on that day was BDT 68,860,877 whereas buy turnover by the said client was BDT 43,441,761 which is approximately 63.09% of the total turnover in the market. It is evident that the client had significant participation in the market on 07-03-2022 in trading of BDCOM share.

On 07-03-2022, trading of BDCOM share was started at Tk. 23.80 which is Tk. 0.20 more than the YCP of Tk. 23.60. On that day, D I T Co-Operative Ltd. and associates started series of trading at 11:58:22 at price Tk. 23.80 and induced the same to rise to Tk. 25.90 at 12:04:15 and continued its trading at the halted price up to 14:23:22. It can also be observed from the above graph that D I T Co-Operative Ltd. and associates executed significant trades during this time period. It is mentionable here that from 11:58:22 to 14:23:22, D I T Co-Operative Ltd. and associates bought 1,697,416 shares of BDCOM compared to the total traded share of 2,068,916. This is shown in the following Pie Chart.



It is also found that during the aforementioned period, D I T Co-Operative Ltd. and associates executed 361 howlas to purchase of shares of BDCOM compared to the total number of howlas of 495 as shown in the following Bar Chart.

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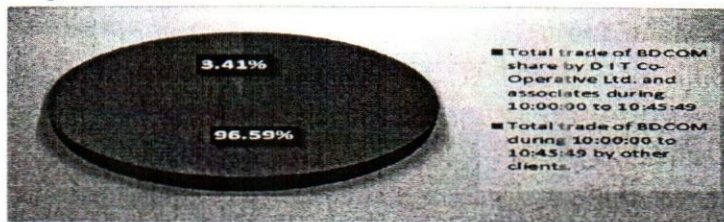
It is observed from the above graphs and screenshot that D I T Co-Operative Ltd. and associates bought 82.04% of the total trades of BDCOM shares by executing 361 of total 495 howlas from 11:58:22 to 14:23:22 on 07-03-2022. During this period, D I T Co-Operative Ltd. and associates induced the price to rise from Tk. 23.80 to Tk. 25.90 and continued its trading at the halted price till to the end of the day. Thus it seems that D I T Co-Operative Ltd. and associates were actively trying to lift the price of BDCOM share. At the end of the day price of BDCOM share was increased by Tk. 2.30 which is approximately 9.75% higher than YCP.

10-03-2022



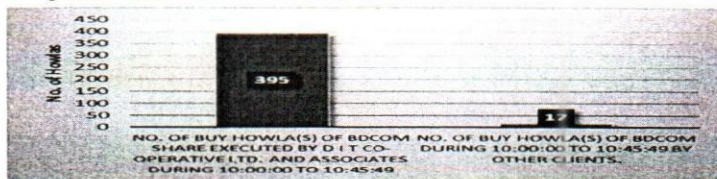
It was observed in the above graph that on 10-03-2022, total number of trades of BDCOM in the market was 1282, whereas number of trades executed by D I T Co-Operative Ltd. and associates were 630 which is approximately 49.14% of the total number of trades in the market. Again, total turnover of BDCOM in the market on that day was BDT 400,739,420 whereas buy turnover by the said client was BDT 265,321,613 which is approximately 66.21% of the total turnover in the market. It is evident that the client had significant participation in the market on 10-03-2022 in trading of BDCOM share.

On 10-03-2022, trading of BDCOM share was started at Tk. 34.30 which is Tk. 3.10 more than the YCP of Tk. 31.20. On that day, D I T Co-Operative Ltd. and associates started series of trading at 10:00:00 at the halted price Tk. 34.30 and continued the same up to 10:45:49. It can also be observed from the above graph that D I T Co-Operative Ltd. and associates executed significant trades during this time period. It is mentionable here that from 10:00:00 to 10:45:49, D I T Co-Operative Ltd. and associates bought 4,426,818 shares of BDCOM compared to the total traded share of 4,583,323. This is shown in the following Pie Chart.



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It is also found that during the aforementioned period, D I T Co-Operative Ltd. and associates executed 395 howlas to purchase of shares of BDCOM compared to the total number of howlas of 412 as shown in the following Bar Chart.



It is observed from the above graphs and screenshot that D I T Co-Operative Ltd. and associates bought 96.59% of the total trades of BDCOM shares by executing 395 of total 412 howlas from 10:00:00 to 10:45:49 on 10-03-2022. From 10:00:00 to 10:45:49, D I T Co-Operative Ltd. and associates traded at the halted price of Tk. 34.30. Thus it seems that D I T Co-Operative Ltd. and associates were actively trying to lift the price of BDCOM share. At the end of the day price of BDCOM share was increased by Tk. 3.10 which is approximately 9.94% higher than YCP.

d) Gain and Loss by D I T Co-Operative Ltd. and associates from 07.03.2022 to 10.03.2022:

Realized Capital gain(loss)per unit	3.31	Average Sale Price - Average Cost Price
Realized Capital gain(loss)%	10.89%	Gain (loss) Per Unit/Cost Per Unit
Realized Capital gain(loss)TK	1,70,03,651.86	Total Sale Quantity x Gain (loss) Per Unit
Closing Price (10-03-2022)	34.30	Closing Price of Last Investigation Date
Unrealized gain(loss) per unit	3.19	Closing Price of Last Investigation Date - Average Price of Stock Position
Unrealized gain(loss) %	10.24%	Unrealized gain (loss) per unit /Average Price of Stock Position
Unrealized gain(loss) TK	2,71,87,560.04	Quantity of Stock Positon x Unrealized gain (loss) per unit

As per DSE trade data, D I T Co-Operative Ltd. and associates bought 13,675,740 shares and sold 5,142,990 shares of "BDCOM" from both block and public market during the period from 07.03.2022 to 10.03.2022 with their 05 (five) BO accounts. With the said 05 (five) accounts D I T Co-Operative Ltd. and associates collectively traded 56.42% of total trade volume and realized a capital gain of Tk. 17,003,651.86 from the trading of "BDCOM" share during the investigation period. It is also mentionable that this group of clients had significant amount of unrealized gain of Tk. 27,187,560.04.

Findings:

As per **Section 17(e)(v) of the Securities and Exchange Ordinance, 1969**, "No person shall, for the purpose of inducing, dissuading, effecting, preventing or in any manner influencing or turning to his advantage, the sale or purchase of any security, directly or indirectly, -

(e) do any act or practice or engage in a course of business, or omit to do any act which operates or would operate as a fraud, deceit or manipulation upon any person, in particular-

.....

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(v) directly or indirectly effect a series of transactions in any security creating the appearance of active trading therein or of raising of price for the purpose of inducing its purchase by others or depressing its price for the purpose of inducing its sale by others;"

Hence, it is observed from the aforesaid discussion that D I T Co-Operative Ltd. and associates were involved directly and indirectly in a series of transaction of share of 'BDCOM' in order to create the appearance of active trading of the said share.

Contraventions:

It appears that D I T Co-Operative Ltd. and associates (BOID # 1604530065757811) have violated the following-

- **Section 17(e)(v) of Securities and Exchange Ordinance, 1969** by directly or indirectly effecting a series of transactions in the shares of 'BDCOM' creating the appearance of active trading therein and raising price of the said share.

Observation-2:

As per ledger, instrument ledger and portfolio statement of D I T Co-Operative Ltd. and associates, collected from the respective Depository Participants, it was observed that they had collectively acquired more than 10% shares of "BDCOM" as on during the investigation period. Details are given below:

Sl. No	Client Name	Client Code	BO ID	Name of Depository Participant	SHARE BALANCE of BDCOM held by D I T Co-Operative Ltd. & associates	
					As on 10-03-2022	
					Qty	Percentage
1	Kazi Sadia Hasan	B4803	1604650074744264	BRAC EPL Investments Limited	0	0.00%
2	Md. Abul Khayer & Kazi Sadia Hasan	ABM645	1605110071091116	Agrani Equity & Investment Limited	3000000	5.26%
3	MONARCH HOLDINGS LIMITED	ABM646	1605110071212010	Agrani Equity & Investment Limited	2500000	4.38%
4	Abul Kalam Matber	ABM663	1605110073447222	Agrani Equity & Investment Limited	2235324	3.92%
5	D I T Co-Operative Ltd.	S2116	1604530065757811	SBL Capital Management Limited	0	0.00%
Total					7735324	13.55%
No. of paid up shares of BDCOM					57,086,499	

From the above table, it is observed that D I T Co-Operative Ltd. and associates jointly hold 7,735,324 shares on 10-03-2022 which was 13.55% of the total paid up shares of BDCOM which violates বিধি ০৪(১) of বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (উল্লেখযোগ্য সংখ্যক শেয়ার অর্জন, অধিগ্রহণ ও কর্তৃত্ব গ্রহণ) বিধিমালা, ২০১৮ since there was no declaration to buy more than 10% shares of the above instruments.

Findings:

As per বিধি ০৪(১) of বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (উল্লেখযোগ্য সংখ্যক শেয়ার অর্জন, অধিগ্রহণ ও কর্তৃত্ব গ্রহণ) বিধিমালা, ২০১৮.



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“ এক্সচেঞ্জ হইতে নগদ অর্থের বিনিময়ে উল্লেখযোগ্য সংখ্যক শেয়ার অর্জন বা অধিগ্রহণ। (১) কোন কোম্পানিতে উল্লেখযোগ্য সংখ্যক এর কম কোন শেয়ারের ধারক বা ধারকগণ, বা যিনি বা যাহারা কোন শেয়ার ধারণ করেন না এমন ব্যক্তি বা ব্যক্তিবর্গ, এক্সচেঞ্জ হইতে উক্ত কোম্পানির কোন শেয়ার অর্জন বা অধিগ্রহণ করিতে চাহিলে অর্জন বা অধিগ্রহণ পরবর্তী ধারণকৃত মোট শেয়ারের পরিমাণ যদি ১০(দশ) শতাংশ বা উহার অধিক পর্যায়ে উন্নীত হয় অথবা ১০(দশ) শতাংশ বা উহার অধিক কোন শেয়ার ধারক বা ধারকগণ এক্সচেঞ্জের মাধ্যমে উক্ত কোম্পানির আরও শেয়ার অর্জন বা অধিগ্রহণের ক্ষেত্রে তাহাকে তফসিল-১ বর্ণিত পদ্ধতিতে একটি ঘোষণা কোম্পানিটি যে এক্সচেঞ্জে তালিকাভুক্ত সেই এক্সচেঞ্জে সংশ্লিষ্ট অধিগ্রহণকারীর স্টক ব্রোকার বা মাচেস্ট ব্যাংকারের মাধ্যমে দাখিল করিতে হইবে।”

It is found that D I T Co-Operative Ltd. and associates jointly hold more than 10% shares of ‘BDCOM’ on 10-03-2022. Through the aforesaid activities, it appears that D I T Co-Operative Ltd. and associates violated বিধি ০৪(১) of বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (উল্লেখযোগ্য সংখ্যক শেয়ার অর্জন, অধিগ্রহণ ও কর্তৃত্ব গ্রহণ) বিধিমালা, ২০১৮.

Contravention(s):

It appears that D I T Co-Operative Ltd. and associates have violated the following:

- বিধি ০৪(১) of বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (উল্লেখযোগ্য সংখ্যক শেয়ার অর্জন, অধিগ্রহণ ও কর্তৃত্ব গ্রহণ) বিধিমালা, ২০১৮ by acquiring more than 10% shares of “BDCOM” without declaration.

Now we will observe the individual Trade Pattern, combined effect of the trades in the market and individual Gain/Loss of Md. Abul Khayer and Kazi Sadia Hasan, D I T Co-Operative Ltd., Abul Kalam Matber and Monarch Holdings Limited respectively.

a) Individual Trade Pattern of Md. Abul Khayer and Kazi Sadia Hasan: (Public Market)

Date	Code # B4803				Code # ABM645				Total					
	BO ID # 1604650074744264				BO ID # 1605110071091116									
	Kazi Sadia Hasan				Md. Abul Khayer & Kazi Sadia Hasan									
	BRAC EPL Investments Limited				Agrani Equity & Investment Limited									
	Buy Qty	Rate (W.Avg.)	Sale Qty.	Rate (W.Avg.)	Buy Qty	Rate (W.Avg.)	Sale Qty.	Rate (W.Avg.)	Buy Qty	Buy Rate (W.Avg.)	Total	Sale Qty.	Sale Rate (W.Avg.)	Total
10-03-2022	0	0.00	0	0.00	3000000	34.30	0	0.00	3000000	34.30	102900000.00	0	0.00	0.00
Total	0		0		3000000		0		3000000			0		

b) Effects of “BDCOM” at DSE (both block & public market) by Md. Abul Khayer and Kazi Sadia Hasan:

Opening Balance: Nil

Date	Buy			Sale			Cost of shares sold			Stock Position			Comparison with the Market					
	Qty.	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Bonus Share Credited	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Mkt Trade Qty at DSE	Mkt Close Price at DSE	Market price Changed by	Client Buy (%)	Client Sale (%)	Client Trade (%)
Opening Balance										0	0.00	0.00						
07-03-22	3449000	25.90	89329100.00	0	0.00	0.00	0	0.00	0.00	3449000	25.90	89329100.00	8745902	25.90	9.75%	39.44%	0.00%	39.44%
09-03-22	564000	31.10	17540400.00	0	0.00	0.00	0	0.00	0.00	4013000	26.63	106869500.00	2798844	31.20	9.86%	20.15%	0.00%	20.15%
10-03-22	3000000	34.30	102900000.00	3449000	34.30	118300700.00	0	29.91	103164837.52	3564000	29.91	106604662.48	19142355	34.30	9.94%	15.67%	18.02%	33.69%
Total	7013000	29.91	209769500.00	3449000	34.30	118300700.00	0	29.91	103164837.52	3564000	29.91	106604662.48						

Summary																
Block Buy			Block Sale			Total Buy			Total Sale			Cost of Shares Sold		Stock Position		
Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount
4013000	26.63	106869500.00	3449000	34.30	118300700.00	7013000	29.91	209769500.00	3449000	34.30	118300700.00	29.91	103164837.52	3564000	29.91	106604662.48



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a) **Individual Trade Pattern of D I T Co-Operative Ltd.: (Public Market)**

Date	Code # S2116				Total					
	BO ID # 1604530065757811									
	D I T Co-Operative Ltd.									
	SBL Capital Management Limited									
	Buy Qty	Rate (W.Avg.)	Sale Qty.	Rate (W.Avg.)	Buy Qty	Buy Rate (W.Avg.)	Total	Sale Qty.	Sale Rate (W.Avg.)	Total
07-03-2022	1697416	25.59	0	0.00	1697416	25.59	43441760.90	0	0.00	0.00
Total	1697416		0		1697416			0		

b) **Effects of "BDCOM" at DSE (both block & public market) by D I T Co-Operative Ltd.:**
Opening Balance: Nil

Date	Buy			Sale			Cost of shares sold			Stock Position			Comparison with the Market						
	Qty.	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Bonus Share Credited	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Mkt Trade Qty at DSE	Mkt Close Price at DSE	Market price Changed by	Client Buy (%)	Client Sale (%)	Client Trade (%)	
Opening Balance										0	0.00	0.00							
07-03-2022	1927416	25.63	49398760.90	0	0.00	0.00	0	0.00	0.00	1927416	25.63	49398760.90	8745902	25.90	9.75%	22.04%	0.00%	22.04%	
09-03-2022	0	0.00	0.00	814000	31.11	25320400.00	0	25.63	20862435.18	1113416	25.63	28536325.72	2798844	31.20	9.86%	0.00%	29.08%	29.08%	
10-03-2022	0	0.00	0.00	879990	33.51	29486661.00	0	25.63	22553727.69	233426	25.63	5982598.03	19142355	34.30	9.94%	0.00%	4.60%	4.60%	
Total	1927416	25.63	49398760.90	1693990	32.35	54807061.00	0	25.63	43416162.87	233426	25.63	5982598.03							

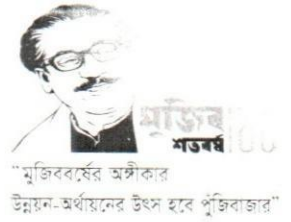
Summary																	
Block Buy			Block Sale			Total Buy			Total Sale			Cost of Shares Sold		Stock Position			
Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	
230000	25.90	5957000.00	1693990	32.35	54807061.00	1927416	25.63	49398760.90	1693990	32.35	54807061.00	25.63	43416162.87	233426	25.63	5982598.03	

a) **Individual Trade Pattern of Abul Kalam Matber: (Public Market)**

Date	Code # ABM663				Total					
	BO ID # 1605110073447222									
	Abul Kalam Matber									
	Agrani Equity & Investment Limited									
	Buy Qty	Rate (W.Avg.)	Sale Qty.	Rate (W.Avg.)	Buy Qty	Buy Rate (W.Avg.)	Total	Sale Qty.	Sale Rate (W.Avg.)	Total
10-03-2022	2235324	34.30	0	0.00	2235324	34.30	76671613.20	0	0.00	0.00
Total	2235324		0		2235324			0		

b) **Effects of "BDCOM" at DSE (both block & public market) by Abul Kalam Matber:**
Opening Balance: Nil

Date	Buy			Sale			Cost of shares sold			Stock Position			Comparison with the Market					
	Qty.	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Bonus Share Credited	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Mkt Trade Qty at DSE	Mkt Close Price at DSE	Market price Changed by	Client Buy (%)	Client Sale (%)	Client Trade (%)
Opening Balance										0	0.00	0.00						
10-03-22	2235324	34.30	76671613.20	0	0.00	0.00	0	0.00	0.00	2235324	34.30	76671613.20	19142355	34.30	9.94%	11.68%	0.00%	11.68%
Total	2235324	34.30	76671613.20	0	0.00	0.00	0	0.00	0.00	2235324	34.30	76671613.20						



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Summary																
Block Buy			Block Sale			Total Buy			Total Sale			Cost of Shares Sold		Stock Position		
Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount
0	0.00	0.00	0	0.00	0.00	2235324	34.30	76671613.20	0	0.00	0.00	0.00	0.00	2235324	34.30	76671613.20

a) Individual Trade Pattern of Monarch Holdings Limited: (Public Market)

Date	Code # ABM646								Total			
	BO ID # 1605110071212010											
	Monarch Holdings Limited											
	Agrani Equity & Investment Limited											
	Buy Qty	Rate (W.Avg.)	Sale Qty.	Rate (W.Avg.)	Buy Qty	Buy Rate (W.Avg.)	Total	Sale Qty.	Sale Rate (W.Avg.)	Total		
10-03-2022	2500000	34.30	0	0.00	2500000	34.30	85750000.00	0	0.00	0.00		
Total	2500000		0		2500000			0				

b) Effects of “BDCOM” at DSE (both block & public market) by Monarch Holdings Limited:
Opening Balance: Nil

Date	Buy			Sale			Cost of shares sold			Stock Position			Comparison with the Market					
	Qty.	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Bonus Share Credited	Price (W.Avg.)	Amount	Qty.	Price (W.Avg.)	Amount	Mkt Trade Qty at DSE	Mkt Close Price at DSE	Market price Changed by	Client Buy (%)	Client Sale (%)	Client Trade (%)
Opening Balance										0	0.00	0.00						
10-03-2022	2500000	34.30	85750000.00	0	0.00	0.00	0	0.00	0.00	2500000	34.30	85750000.00	19142355	34.30	9.94%	13.06%	0.00%	13.06%
Total	2500000	34.30	85750000.00	0	0.00	0.00	0	0.00	0.00	2500000	34.30	85750000.00						

Summary																
Block Buy			Block Sale			Total Buy			Total Sale			Cost of Shares Sold		Stock Position		
Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount	Price (W.Avg.)	Amount	Qty	Price (W.Avg.)	Amount
0	0.00	0.00	0	0.00	0.00	2500000	34.30	85750000.00	0	0.00	0.00	0.00	0.00	2500000	34.30	85750000.00

Summary of Gain/Loss

Gain and Loss by Md. Abul Khayer and Kazi Sadia Hasan from 07.03.2022 to 10.03.2022:

Realized Capital gain(loss)per unit	4.39	Average Sale Price - Average Cost Price
Realized Capital gain(loss)%	14.67%	Gain (loss) Per Unit/Cost Per Unit
Realized Capital gain(loss)TK	15,135,862.48	Total Sale Quantity x Gain (loss) Per Unit
Closing Price (10-03-2022)	34.30	Closing Price of Last Investigation Date
Unrealized gain(loss) per unit	4.39	Closing Price of Last Investigation Date - Average Price of Stock Position
Unrealized gain(loss) %	14.67%	Unrealized gain (loss) per unit /Average Price of Stock Position
Unrealized gain(loss) TK	15,640,537.52	Quantity of Stock Position x Unrealized gain (loss) per unit

Gain and Loss by D I T Co-Operative Ltd. from 07.03.2022 to 10.03.2022:

Realized Capital gain(loss)per unit	6.72	Average Sale Price - Average Cost Price
Realized Capital gain(loss)%	26.24%	Gain (loss) Per Unit/Cost Per Unit

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Realized Capital gain(loss)TK	11,390,898.13	Total Sale Quantity x Gain (loss) Per Unit
Closing Price (10-03-2022)	34.30	Closing Price of Last Investigation Date
Unrealized gain(loss) per unit	8.67	Closing Price of Last Investigation Date - Average Price of Stock Position
Unrealized gain(loss) %	33.83%	Unrealized gain (loss) per unit /Average Price of Stock Position
Unrealized gain(loss) TK	2,023,913.77	Quantity of Stock Positon x Unrealized gain (loss) per unit

Gain and Loss by Abul Kalam Matber from 07.03.2022 to 10.03.2022:

Realized Capital gain(loss)per unit	0.00	Average Sale Price - Average Cost Price
Realized Capital gain(loss)%	0.00%	Gain (loss) Per Unit/Cost Per Unit
Realized Capital gain(loss)TK	0.00	Total Sale Quantity x Gain (loss) Per Unit
Closing Price (10-03-2022)	34.30	Closing Price of Last Investigation Date
Unrealized gain(loss) TK	76,671,613.20	Quantity of Stock Positon x Unrealized gain (loss) per unit

Gain and Loss by Monarch Holdings Limited from 07.03.2022 to 10.03.2022:

Realized Capital gain(loss)per unit	0.00	Average Sale Price - Average Cost Price
Realized Capital gain(loss)%	0.00%	Gain (loss) Per Unit/Cost Per Unit
Realized Capital gain(loss)TK	0.00	Total Sale Quantity x Gain (loss) Per Unit
Closing Price (10-03-2022)	34.30	Closing Price of Last Investigation Date
Unrealized gain(loss) TK	85,750,000.00	Quantity of Stock Positon x Unrealized gain (loss) per unit

Table of Gain/Loss accrued from trading of shares of BDCOM from 07.03.2022 to 10.03.2022

Sl. No	Client Name	Realized gain/loss (TK)	Unrealized gain/loss (TK)	Total gain/loss (TK)
1	Md. Abul Khayer & Kazi Sadia Hasan	15,135,862.48	15,640,537.52	30,776,400.00
2	D I T Co-Operative Ltd.	11,390,898.13	2,023,913.77	13,414,811.90
3	Abul Kalam Matber	0	76,671,613.20	76,671,613.20
4	Monarch Holdings Limited	0	85,750,000.00	85,750,000.00

যেহেতু, উপর্যুক্ত আলোচ্য বিষয়ে সংশ্লিষ্ট সিকিউরিটিজ সংক্রান্ত আইন ভঙ্গের কারণে কমিশনের এনফোর্সমেন্ট বিভাগ কর্তৃক জুন ১৫, ২০২২ তারিখ বিএসইসি/এনফোর্সমেন্ট/৩৩২৭/২০২২/৮৭০ স্মারকমূলে D I T Co-Operative Ltd. and associates -কে মার্চ ০৭, ২০২২ তারিখে কারণ প্রদর্শন সহ শুনানীতে উপস্থিতি হতে বলা হয়। শুনানীতে উপস্থিত হয়ে D I T Co-Operative Ltd. and associates-এর পক্ষে Mr. Md. Abul Khayer (on behalf) নিম্নলিখিত বক্তব্য দাখিল করেন;

"With due respect, I, hereby would like to take the opportunity to explain my position in respect of your letter no. BSEC/Enforcement/3327/2022/870 dated June 15, 2022 regarding BDCOM.

This has reference to the above-mentioned subject; we would like to give my sincere thanks and gratitude to the current management of BSEC for the initiatives that are pursued for the development of Bangladesh capital market that will ultimately help the industrialization of Bangladesh economy under the direct supervision of the daughter of Bangabandhu HH Prime Minister Sheikh Hasina M.P. We believe that Bangladesh economy will grow in the current pace to make it middle income and higher income country within shortest possible time under Her



বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

Leadership. To pace and sustain with this growth, capital market of Bangladesh will play significant role by providing long term capital to the industries. Based on this believe and understanding, we invested our whole hearted effort, money and time to the development of Bangladesh Capital Market. We analyzed, summarized and taken decision to invest in the mentioned share of BDCOM considering the development of Banking Sector. We have no other intention but to invest honestly in the mentioned shares like any other shares to get capital gain.

In addition to the above, we have given buy order to our concerned trader to buy the mentioned shares of BDCOM on the different dates but not for manipulative purpose. This is fresh buy and sales of shares. We believe that the price of BDCOM is undervalued that's why we given this buy order to purchase shares. We have no other motive but to get the opportunity to get the gain from undervalued shares which is evident from its current price.

Regarding significant holding of shares, as far as I know it will be applicable for individual persons only with reference to section 6 and 7 of BSEC Rules (significant share holdings, purchase and taking of authority) 2002. However, if any advertent mistakes have happened, I am extremely sorry for that.

I always try to comply rules and regulation at the time trade. In addition to this, my trade volume helps to provide sufficient liquidity in the market which ultimately increase the turnover of the exchanges.

I sincerely apologize for the inadvertent mistakes/ contravention that had happened through the abovementioned trades. It has happened due to my ignorance of the fact not intentional. I am assuring that I will be more careful for future transaction."

যেহেতু, D I T Co-Operative Ltd. and associates -এর উপরোক্ত বক্তব্য থেকে প্রতীয়মান হয় যে, উপস্থাপিত অভিযোগসমূহ সঠিক সেহেতু এক্ষেত্রে D I T Co-Operative Ltd. and associates -এর ব্যাখ্যা কমিশনের নিকট গ্রহণযোগ্য হিসেবে বিবেচিত হয়নি;

যেহেতু, D I T Co-Operative Ltd. and associates -এর উপরোক্ত কর্মকান্ডের ফলে Securities and Exchange Ordinance, 1969 এর Section 17 (e) (v) এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ এর ধারা ১৮ লংঘন করেছে, যা সিকিউরিটিজ আইনের পরিপন্থী;

যেহেতু, D I T Co-Operative Ltd. and associates -এর উপরোক্ত কর্মকান্ড Securities and Exchange Ordinance, 1969 এর Section 22 এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ এর ধারা ১৮ অনুযায়ী শাস্তিযোগ্য অপরাধ;

যেহেতু, কমিশনের বিবেচনায়, সিকিউরিটিজ আইন ও বিধি-বিধান পরিপালনে আলোচ্য ব্যর্থতার জন্য, পুঁজিবাজারের শৃংখলা, স্বচ্ছতা এবং জনস্বার্থে আলোচ্য D I T Co-Operative Ltd. and associates -কে জরিমানা করা প্রয়োজন ও সমীচীন;



বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

অতএব, সেহেতু, কমিশন উল্লিখিত যাবতীয় বিষয় বিবেচনাপূর্বক, Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) এর Section 22 [যা The Securities and Exchange (Amendment) Act, 2000 দ্বারা সংশোধিত] এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ এর ধারা ১৮ এ প্রদত্ত ক্ষমতাবলে-

- D I T Co-Operative Ltd. and associates -কে ৫৫ (পঞ্চাশ) লক্ষ টাকা জরিমানা ধার্য করল যা অত্র আদেশের ৩০ (ত্রিশ) দিনের মধ্যে 'বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন' এর অনুকূলে ইস্যুকৃত ব্যাংক ড্রাফট/পে-অর্ডারের মাধ্যমে জমা প্রদান করতে হবে, অন্যথায় সিকিউরিটিজ আইন মোতাবেক পরবর্তী আইনানুগ ব্যবস্থা গ্রহণ করা হবে।

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের আদেশক্রমে,


মেঃ আব্দুল হাকিম
কমিশনার

বিতরণ:

- ১। **D I T Co-Operative Ltd. and associates**
100/1, East Bashabo, P.O.-Bashabo,
P.S.- Sobuzbagh, Dhaka-1214.