



বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

সিকিউরিটিজ কমিশন ভবন, ই-৬/সি আগারগাঁও, শের-ই-বাংলা নগর প্রশাসনিক এলাকা, ঢাকা-১২০৭, বাংলাদেশ।

নং-বিএসইসি/এনফোর্সমেন্ট/২৬৫৫/২০১৮/২২২

তারিখঃ ১০ মার্চ, ২০১৯ ইং

আদেশ

যেহেতু, কমিশন, Saad Securities Limited (DSE TREC No -118) কে তার আবেদনক্রমে, নির্ধারিত শর্তাধীনে সিকিউরিটিজ ক্রয় বিক্রয় কর্মকান্ড পরিচালনা করার জন্য বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (অতঃপর 'কমিশন' বলে উল্লিখিত বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন) এর ১০(১) এ প্রদত্ত ক্ষমতাবলে সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (স্টক-ডিলার, স্টক-ব্রোকার ও অনুমোদিত প্রতিনিধি) বিধিমালা, ২০০০ এর বিধি ৫(৫) সহ পঠিত স্টকব্রোকার/ডিলার রেজিস্ট্রেশন সার্টিফিকেট প্রদান করেছে;

যেহেতু, কমিশন এর আদেশ নং SEC/SRI/DSE-Policy/14/2010/256 dated August 17, 2010 পরিপালনের লক্ষ্যে Dhaka Stock Exchange Limited কর্তৃক Saad Securities Limited এ পরিদর্শন কার্যক্রম পরিচালিত হয় এবং উক্ত পরিদর্শন কমিটির দাখিলকৃত প্রতিবেদন অনুযায়ী findings and contraventions নিম্নরূপ:

Description of alleged violation of securities laws:

1. Client's Payable Position of the company as on May 31, 2018:

Sl	Particulars	Amount (Tk.)	Amount (Tk.)	Remarks
A	Payable to clients		40,626,847.37	As per client ledger balance
B	Source of Fund:			
1	Bank Balance (Consolidated Customer A/C)	650,199.60		As per bank statement
2	Add: Cash in hand (if any)	72,900.00		As per cash statement
3	Add: Net receivable from DSE (Receivable-Payable)	1,068,227.48		As per CNS report
4	Add: Cheque received from clients and credited to bank book but not credited in consolidated customer's account as on date			As per reconciliation statement
5	Less: Cheque issued to clients and debited to bank book but not debited from consolidated customer's account as on date	184,100.00		
6	Less: Net payable to DSE (Payable-Receivable)	0.00		As per CNS report
	Net Source of fund:	1,607,227.08		
C	Clients' payable Status:		-39,019,620.29	Deficit

It appeared that the company violated:

- Rule 8A (1) and (2) of the Securities and Exchange Rules, 1987
by not maintaining sufficient fund of customers' in the Consolidated Customers' Account.



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সিকিউরিটিজ কমিশন ভবন, ই-৬/সি আগারগাঁও, শের-ই-বাংলা নগর প্রশাসনিক এলাকা, ঢাকা-১২০৭, বাংলাদেশ।

2. After randomly scrutinizing, it was revealed that the company provided credit facilities to some clients in their cash accounts without having margin agreement. It may be mentioned that as on May 31, 2018 total clients' receivable was Tk. -22,862,907.69; some of which are shown below:

Client Code	Client Name	Ledger Balance (Tk.)
W104	Md Jafor Kibria Sujon	-5884814.15
W07	Mohammed Siddiqur Rahman Shumon	-3518030.56
W185	G.M. Kamal Hossain	-1909585.10
B1340	Md. Mahmudur Rahman	-830585.65
K3130	Md Nowab Rashed and Md Shihab Shariar	-357427.54
X617	Md Kamal Hossain	-354088.25
X513	Mohammad Shamsul Huda	-326295.27
25145	Md. Ashraf Uzzaman	-309671.45
E134	Shilpi Rani Dey and Akhil Chandra Das	-277535.20
E1972	Mohammad Shala Uddin	-268075.54
20806	Mohammad Mungur Alam	-252062.51
X645	Md Kamal Hossain	-247395.94
X220	Millat Hossain And Md Shofiqul	-239226.02
53609	Md Aman Ullah	-234949.81
32049	Shahinoor Akter Dina and Md Monju	-224463.83
K3737	Fatema Akhter and Saiful Alam	-212197.98
52608	A. B. M Ibrahim Miah	-202451.98
T104	Pronab Kumar Saha	-181071.75
27389	Md Omar Faruk Babu	-174666.90
51789	Sharmin Akter and Rabeya Begum	-173649.93
K1673	Md Omar Faruk (Babu)	-158748.07
T100	Roni Saha	-157230.33
X608	Shoeb Hasan	-149261.45
T205	Md. Faysal Idris Sumon	-146451.25
56001	Md Kamrul Hasan	-126458.20
X15	Hasibul Hasan Mazumder	-121824.55
51357	Aman Ullah	-121287.62
X648	Nazmun Nahar	-116027.77
B351	Humayun Kobir Tareq	-108487.74
k786	Mohammad Tajul Islam Talukder	-106157.83
K5015	Tahmina Rashed	-104339.39
46632	Shajada Begum	-102451.50
X511	Najmul Huda	-100089.62

It appeared that the company violated:

- Rule 3(1) of Margin Rules, 1999;
- Rule 3(2) of Margin Rules, 1999.

by providing credit facilities to some clients in their cash accounts without having margin agreement.

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সিকিউরিটিজ কমিশন ভবন, ই-৬/সি আগারগাঁও, শের-ই-বাংলা নগর প্রশাসনিক এলাকা, ঢাকা-১২০৭, বাংলাদেশ।

3. After randomly scrutinizing, it was revealed that the company provided credit facilities to its Board of Directors; which are shown below:

Code	Client Name	Date	Day End Ledger Balance (Tk.)	Remarks
12043	Mr. Mohammed Delwar Hossain	9/07/2017	-2,507,268.88	Chairman
		9/10/2017	-2,526,496.37	
		5/11/2017	-4,877,866.72	
		16/11/2017	-4,911,584.47	
12033	Shamsun Nahar	4/07/2017	-187,051.02	Director
		5/07/2017	-761,803.52	
		9/07/2017	-514,234.39	
		19/10/2017	-82,101.89	
		12/11/2017	-199,749.64	

It appeared that the company violated:

- BSEC Directive No. SEC/CMRRCD/2001-43/31 dated March 23, 2010 by providing credit facilities to the aforesaid Board of Directors of the company.

4. After randomly scrutinizing, it was revealed that the company permitted deficit arising from transactions by some single clients to exceed 25% of its average net capital which are shown below:

Net Capital		Average Net Capital (ANC)	25% of ANC
Month	Amount (Tk)		
1	2	3	4
January, 18	2,846,805.17	5,676,736.90	1,419,184.22
February, 18	4,526,489.80		
March, 18	9,656,915.72		

Name of Client	Client code	Date	Closing ledger Balance	% of loan against ANC	% of excess loan over maximum limit (25%)
		5	6	7 (6/3*100)	8
Md Jafor Kibria Sujon	W104	31-05-18	-5,884,814.15	103.67	78.67
Mohammed Siddiqur Rahman Shumon	W07		-3,518,030.56	61.97	36.97
G.M. Kamal Hossain	W185		-1,909,585.10	33.64	8.64

It is appeared that the company violated:

- Rule 5(1) of Margin Rules, 1999;

by permitting deficit arising from transactions by the aforementioned single clients exceed 25% of its average net capital of the company.



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সিকিউরিটিজ কমিশন ভবন, ই-৬/সি আগারগাঁও, শের-ই-বাংলা নগর প্রশাসনিক এলাকা, ঢাকা-১২০৭, বাংলাদেশ।

5. After randomly scrutinizing the documents provided by the company, it was revealed that the company received/paid cash amount of more than Tk. 5.00 (five) lac from/to some single clients in a day, which are shown below:

Voucher Date	Voucher No.	Description	Account Code	Account Name	Amount (tk.)	Total (tk.)
28.09.2017	127376	Received	B1460	Md.Nazrul Islam	800000	800000
02.07.2017	126471		T253	Md. Rezaul Karim	700000	700000
13.07.2017	126649		T253	Md. Rezaul Karim	600000	600000
23.11.2017	127940		G2080	Md. Kamruzzaman	505500	505500
29.10.2017	127288		G5199	Md Rafiqul Islam	550000	550000
29.05.2018	129115		52669	Lutfor Rahman	646000	646000
29.10.2017	127691		56004	Jasmin Akter	505800	505800
02.08.2017	126694		23666	Asma Chowdhury	500000	973000
	126693				473000	
05.10.2017	127502		53865	Hafijul Hassan Sharker	400000	574900
	127503				174900	
30.10.2017	127700		12813	Hasna Siraj & Pakhi Meah	435500	635500
30.10.2017	127760		12813	Hasna Siraj & Pakhi Meah	200000	
02.07.2017	126468		53609	Md Aman Ullah	486000	578000
02.07.2017	126469		53609	Md Aman Ullah	92000	
05.02.2018	128404		56003	Md Shahalam Chowdhury Bablu and Mr Joy	440000	545000
05.02.2018	128405		56003	Md Shahalam Chowdhury Bablu and Mr Joy	105000	
05.03.2018	128613				500000	1000000
	128614				500000	
18.06.2017	126422		56100	Md. Jahangir Hossain	300000	600000
	126423				300000	
27.12.2017	128086				300000	600000
	128087				300000	
27.11.2017	127948	G2080	Md. Kamruzzaman	300000	553000	
	127949			253000		
09.10.2017	127537	53176	Md. Romel	400000	573100	
	127538			173100		
02.08.2017	4027	Paid	54832	Md. Abdul Alim Al Asadullah	500000	973000
	4026				473000	

It appeared that the company violated:

- Rule 8 (1) (cc) (i) of the Securities and Exchange Rules, 1987

by receiving and paying cash amount of more than taka five lac from the aforesaid single clients in a day.



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সিকিউরিটিজ কমিশন ভবন, ই-৬/সি আগারগাঁও, শের-ই-বাংলা নগর প্রশাসনিক এলাকা, ঢাকা-১২০৭, বাংলাদেশ।

Explanation of the alleged person submitted at the time of hearing:

“With reference to your BSEC Letter No. BSEC/Enforcement/2655/2018/505 dated November 26, 2018 on above mention subject.

The monitoring Team of Dhaka Stock Exchange Limited scrutinized in our Company of Saad Securities Limited on June 21, 2018. The Monitoring Team of DSE have inquired to us some observations and irregularities of the securities Laws in his / her visualize including deficit amount against client's payable.

Thank you for further explanation with hearing to us in your esteem Organization. As per your Show Cause cum hearing, I am explaining in details from our side under as follows:

Your Observation No.01: Clients payable positions of the company as on May 31, 2018

Sl. No	Particulars	Amount (Tk)	Amount (Tk)
A	Payable to Customers		
1	As per Client Ledger Balance	4,06,26,847.37	
2	IPO Application Blocked (SK Trims IPO)	3,77,40,000.00	
	Net Payable to Customer =		7,83,66,847.37
B	Source of Found		
1	Bank Balance (Cons, Customer A/C)	6,50,199.60	
2	Bank Balance (SIBL IPO A/C)	8,76,21,613.58	
3	Cash in Hand	72,900.00	
4	Net Receivable from DSE	10,68,227.48	
5	Clients Deposited Chaque but no Cleared	1,84,100.00	
	Total Available Source of Fund =		8,95,97,030.66
C	Net Balance after Client's Payable (B-A)		1,12,30,193.29

We know that IPO application fund received from Customer for IPO application purpose and deposited to the mentioned IPO Account and after completion of IPO process we are transferring rest of fund to the Consolidated Customer Account. Here is mentioned that after completion of IPO Lottery we did not transfer funds from the IPO Account to the Consolidated Customer Account. As per Bank Statement SIBL IPO Account balance was Tk. 8,76,21,613.58 (enclosed). It was a great mistake to our accounts department. **I am ensuring that this type of mistake will not repeat again.**



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Your Observation No. 02: The company provided credit facilities to some clients in their cash accounts without having margin agreement and after randomly scrutinizing DSE Inspection team found Clients receivable was (2,28,62,907.39) these are true.

For your kind information, our company did not provide any margin facilities to our honorable clients. But sometimes clients purchase share against cheque or ensuring deposit fund after trades. Unfortunately, some clients failed his/ her commitment. At present most of the minus code already adjusted except Client Code No. W104, W07 and W185 due to our management decision.

Your Observation No. 03: The company provided credit facilities to its Board of Directors: At present our board of directors of SAAD Securities Limited has not taken any credit facilities for share purchasing purpose. Mr. Md. Delwar Hossain and Mrs. Shamsun Nahar was take Credit Facilities (e.i. date-09-07-2017 to 16-11-2017) and they are deposited fund in his/ her Code for adjusted all minus (**Enclosed Bank Statement**) . We are so sorry for violation of securities laws. This type of violation will not repeat again.

Your observation no.04: The Company permitted deficit arising from transactions by some single clients to exceed 25% of its average Net Capital Balance:

Whereas our company did not providing any margin facilities to its clients and our company also waiting for Management/ Lawyer decision against client code no. W104, W07 and W185 and others. For this reason we are not taken realized loss from our Comprehensive Income. We think that we are not exceeding 25% of average Net Capital Balance. **Next year I will be realized from my Comprehensive Income Statement.** We are really sorry for those unavoidable reasons.

Your Observation No. 05: The Company received / Paid Cash amount of more then Tk. 5.00 (Five) lac from / to some single clients in a day.

Our accounts department received/ paid cash amount more than Tk. 5.00 (Five) lac from the aforesaid single clients in a day. It was violated Rules of the Securities and Exchange commission 1987 under rule 8(1) (cc) (i). Our Management took necessary action against accounts department against rules violation. And promise to you with your good office this type of mistake will not come again.

In the above context, please pardon us and ignore this type of mistakes and thanks to you and your good office.”



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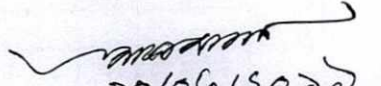
Saad Securities Limited এর লিখিত বক্তব্য কমিশনের বিচেনায় গ্রহণযোগ্য হয়নি।

যেহেতু, Saad Securities Limited এর লিখিত বক্তব্য কমিশনের বিবেচনায় গ্রহণযোগ্য হয়নি, যা সিকিউরিটিজ আইন পরিপালনে ব্যর্থতা বিধায় section 22 of the Securities and Exchange Ordinance, 1969 অনুযায়ী শাস্তিযোগ্য অপরাধ।

যেহেতু, কমিশনের বিবেচনায়, সিকিউরিটিজ আইন পরিপালনে উল্লিখিত ব্যর্থতার জন্য, তথা পুঁজিবাজারের উন্নয়নের পাশাপাশি বাজারের শৃংখলা ও স্বচ্ছতা রক্ষার স্বার্থে উক্ত ব্রোকার/ডিলার কে জরিমানা করা প্রয়োজন ও সমীচীন;

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] এ প্রদত্ত ক্ষমতাবলে Saad Securities Limited এর উপর ২ (দুই) লক্ষ টাকা জরিমানা ধার্য করল যা অত্র আদেশের তারিখ হতে ১৫ (পনের) দিনের মধ্যে 'বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন' এর অনুকূলে ইস্যুকৃত ব্যাংক ড্রাফট/পে-অর্ডারের মাধ্যমে জমা করতে হবে।

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর পক্ষে


২০/০৬/২০২০
খোন্দকার কামালউজ্জামান
কমিশনার

বিতরণঃ

Saad Securities Limited.
(DSE TREC No. 118)
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99, Motijheel C/A,
Dhaka-1000.