

Quarterly Review

December 2012



BANGLADESH SECURITIES AND EXCHANGE COMMISSION

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন



BANGLADESH SECURITIES AND EXCHANGE COMMISSION

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1. The Commission

Professor Dr. M. Khairul Hossain	Chairman
Professor Md. Helal Uddin Nizami	Commissioner
Mr. Md. Amzad Hossain	Commissioner
Mr. Arif Khan	Commissioner
Mr. Md. A. Salam Sikder	Commissioner



2. Executive Directors of the Commission

1. Mr. Mohammad Abdul Hannan Zoarder	ED (On lien to BICM)
2. Mr. Md. Anwarul Kabir Bhuiyan	ED (Temporarily Suspended)
3. Mr. Farhad Ahmed	ED
4. Mrs. Ruksana Chowdhury	ED
5. Mr. A.T.M. Tariquzzaman	ED (Study Leave)
6. Mr. Md. Anowarul Islam	ED
7. Mr. Md. Saifur Rahman	ED
8. Mr. Md. Ashrafur 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. Md. Anowarul Islam | ED (SRMIC and Corporate Finance) |
| 4. Mr. Md. Saifur Rahman | ED (SRI and Surveillance) |
| 5. Mr. Md. Ashraful Islam | ED (MIS, R&D and CDS) |
| 6. Mr. M. Hasan Mahmud | ED (Capital Issue and MF & SPV) |
| 7. Mr. Mahbubul Alam | Director (Registration) |



4. About Bangladesh Securities and Exchange Commission

The Bangladesh Securities and Exchange Commission (BSEC) was established on 8th June, 1993 as the regulator of the country's capital market through enactment of the Securities and Exchange Commission Act 1993. Through an amendment of the Securities and Exchange Commission Act, 1993, on December 10, 2012, its name has been changed as Bangladesh Securities and Exchange Commission from previous Securities and Exchange Commission. The Commission consists of a Chairman and four Commissioners who are appointed for fulltime by the government for a period of four years and their appointment can be renewed only for further one term, but the condition is that age cannot exceed 65 in position during the tenure. The Chairman acts as the Chief Executive Officer (CEO) of the Commission. The Commission has overall responsibility to formulate securities legislation and to administer as well. The Commission is a statutory body and attached to the Ministry of Finance.

5. The Mission of the Commission

In light of the securities rules and regulations the mission of the Commission is to:

- 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. The Commission's Main Function

- 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.
- Regulation of business of Commodity Futures Contracts
- Conducting research and publishing information.



7. Special Events

(i). Inauguration of Modern Surveillance System at Commission Premises:



Mr. A.M.A Muhit, MP and Honorable Finance Minister, Government of the People's Republic of Bangladesh, inaugurated operation of a modern surveillance system as the Chief Guest at Bangladesh Securities and Exchange Commission, on December 17, 2012. Dr. M Aslam Alam, Secretary, Bank and Financial Institutional Division, Ministry of Finance attended the occasion as the Special Guest. Chairman of the Commission Professor Dr. M. Khairul Hossain , Commissioners and high officials of the Commission were present at the inaugural program.



Honorable Finance Minister, Government of the People's Republic of Bangladesh Mr. A.M.A Muhit, MP logged in the new modern Surveillance System, watched few reports and launched its operation. The modern Surveillance System has been installed at the Commission with technical assistance of the Asian Development Bank (ADB).



Honorable Finance Minister Mr. A.M.A Muhit, MP addressed the inaugural session terming the introduction of the modern surveillance system as a remarkable development in the Capital Market. He also addressed about the importance of demutualization of the stock exchanges, which is in the offing. He responded to the various questions of the journalists.



ADB Consultants, Officials of system provider TRAPETS AB, Sweden and CIBL, Bangladesh with the Chairman, Commissioners and Project Director of Bangladesh Securities and Exchange Commission



(ii).

- Laws promulgated in order for amendment of the Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969), has been published in Bangladesh Gazette of December 10, 2012 by The National Parliament.
- Laws promulgated in order for amendment of (সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন) has been published in Bangladesh Gazette of December 10, 2012 by the Bangladesh National Parliament.

Details in page 33, 39.

7. Corporate Finance

CFD's activities for the quarter: October-December, 2012

Sl. No.	Particulars	Action taken	No. of Company
01.	Reports on utilization of IPO/RPO/Right Issue/Convertible Preference Shares.	Reports on utilization of fund raised through issuance of IPO/RPO/Right Issue/Convertible Preference Shares have been examined and put-up for information & perusal of the Commission.	13
		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.	03
		The companies have been advised to provide relevant documents/information in support to the utilization of IPO/RPO/Right Issue proceeds	03
		The companies have been directed under section 11(2) of the Securities and Exchange Ordinance, 1969 to explain/clarify for making change in the purpose/use of IPO/RPO proceeds	01



Sl. No.	Particulars	Action taken	No. of Company
		Referred to Enforcement Department for appropriate action for violating condition of the Commission's RPO consent letter, which was issued under section-2CC of the Securities and Exchange Ordinance, 1969.	01
02.	Submission of Financial Statements for the 4 th quarter ended on June 30, 2012.	The company has been directed under section 11(2) of the Securities and Exchange Ordinance, 1969 to make comment on as to why the company has not submitted the audited financial statements as per rule 12(3A) of the Securities and Exchange Rules, 1987 subsequently the file has been referred to enforcement department for appropriate action.	01
03.	Audited Financial Statements for the year ended on June 30, 2012	The company has been directed under section 11(2) of the Securities and Exchange Ordinance, 1969 to explain/clarify company's position regarding not recognizing any deferred tax assets and liabilities as per Bangladesh Accounting Standards (BAS)-12.	01
04.	Time extension for submission of audited financial statements for the year ended on June 30, 2012.	Time extended.	01
		Time not extended.	05
		Referred to enforcement department for appropriate action.	03
05.	Time extension for submission of 1 st quarter financial statements for the quarter ended on September 30, 2012.	Time not extended.	01
		Referred to enforcement department for appropriate action.	01
06.	Listed Banks	Time has been extended, as a special case, up to November 10, 2012 for submission of their 3 rd quarter financial statement for the period ended on September 30, 2012	
07.	Opinion on Corporate Governance Guidelines (CGG)	The matters have been referred to Legal Service Department (LSD) for their valued opinion. After obtaining the opinion of LSD, the same were informed to the concerned companies.	05



Sl. No.	Particulars	Action taken	No. of Company
08.	Referred to other department	Referred to enforcement department for non-submission of financial statements.	01
		Referred to SRMIC department since the company is not in operation.	01
09.	Enlistment of Valuer	The Commission approves the valuer list for the valuation of Assets and Liabilities of the state owned organizations, which was published on October 23, 2012 as a press release and also in the Commission's website.	

9. Capital Issue

Consent for raising of Capital above Tk. 10 crore for Private Limited Companies
Consent letter issued from October 01, 2012 to December 31, 2012.

Sl No.	Name of the Company	Applied for	Consent Letter issued	Amount
1	Kallol Thai President Foods (BD) Limited	Ordinary shares of Tk. 30,00,00,000/-	01.10.2012	300000000
2	Omera Fuels Limited	Ordinary shares of Tk. 13,20,00,000/-	03.10.2012	132000000
3	Ceragem Bangladesh Limited	Ordinary shares of Tk. 5,46,30,000/-	04.10.2012	54630000
4	Hamid Weaving Mills Limited	Bonus shares of Tk. 20,29,50,000/-	10.10.2012.	202950000
5	Mytas Spinning Mills Limited	Ordinary shares of Tk. 15,00,00,000/-	14.10.2012	150000000
6	Premia Flex Plastics Limited	Ordinary shares of Tk. 22,00,00,000/-	15.10.2012	220000000
7	First Dhaka Elevated Express Way Company Limited	Ordinary shares of Tk. 15,05,74,700/-	16.10.2012	150574700



Sl No.	Name of the Company	Applied for	Consent Letter issued	Amount
8	Fiber @ Home Limited	Ordinary shares of Tk.. 20,50,00,000/-	21.10.2012	205000000
9	UCB Investment Limited	Ordinary shares of Tk. 15,00,00,000/-	12.11.2012	150000000
10	UCB Securities Limited	Ordinary shares of Tk. 40,00,00,000/-	12.11.2012	400000000
11	International Leasing Securities Limited	Ordinary shares of Tk. 5,00,00,000/-	30.10.2012	50000000
12	Seatex Limited	Regarding post-facto approval of raisnig of paid up capital of Tk. 2,00,000/-	16.10.2012	200000
13	Brac EPL Stock Brokerage Limited.	Bonus shares of Tk. 10,15,00,000/-	30.10.2012	101500000
14	First Security Islami Capital and Investment Limited	Ordinary shares of Tk. 25,00,00,000/-	12.11.2012	250000000
15	Universal Menswear Limited	Ordinary shares of Tk. 20,00,00,000/-	14.10.2012	200000000
16	Wifang Securities Limited	Ordinary shares of Tk. 15,31,00,000/-	22.10.2012	153100000
17	Tetley ACI (Bangladesh) Limited	Ordinary shares of Tk. 3,00,00,000/-	11.11.2012	30000000
18	Business and Management Company Limited	Ordinary shares of Tk. 7,58,83,500/-	04.11.2012	75883500
19	Bangkok Cables Bangladesh Limited	Ordinary shares of Tk. 5,00,00,000/-	05.11.2012	50000000
20	Park Bangladesh Company Limited	Ordinary shares of Tk. 16,46,79,000/-	05.11.2012	164679000
21	VFS Thread Dyeing Limited	Ordinary shares of Tk. 52,76,08,000/-	18.11.2012	527608000
22	Rahim Afroz Globatt Limited	Redeemable Cumulative Preference Shares of Tk. 30,00,00,000/-	07.11.2012	300000000
23	Fareast Stocks & Bonds Limited	Ordinary shares of Tk. 8,91,37,500/-	15.11.2012	89137500
24	IL Bangla Limited	Ordinary shares of Tk. 32,08,68,650/-	17.12.2012	320868650



Sl No.	Name of the Company	Applied for	Consent Letter issued	Amount
25	BD Venture Limited	Ordinary shares of Tk. 10,00,00,000/-	21.11.2012	100000000
26	Royal Capital Limited	Ordinary shares of Tk. 5,64,00,000/-	18.11.2012	56400000
27	RR Imperial Electricals Limited	Ordinary shares of Tk. 6,05,00,000/-	19.12.2012	60500000
28	ABB Limited	Ordinary shares of Tk. 13,50,00,000/-	05.12.2012	135000000
29	Unique Investment and Securities Limited	Ordinary shares of Tk. 30,00,00,000/-	12.11.2012	300000000
30	Sandhani Life Finance Limited	Ordinary shares of Tk. 15,00,00,000/-	30.12.2012	150000000
31	The UAE-Bangladesh Investment Company Limited	Ordinary shares of Tk. 50,00,00,000/-	30.12.2012	500000000
32	EPIC Garments Manufacturing Limited	Ordinary shares of Tk. 39,64,63,700/-	15.10.2012	396463700
33	Bangladesh Pou Hong Industry Limited	Ordinary shares of Tk. 39,02,40,000/-	26.11.2012	390240000
34	Sk. Akijuddin Limited	Bond of Tk. 100,00,00,000/-	19.12.2012	1000000000
35	Standard Bank Securities Limited	Ordinary shares of Tk. 80,00,00,000/-	27.12.2012	800000000
36	Kores Bangladesh Limited	Ordinary shares of Tk. 13,00,00,000/-	30.12.2012	130000000
	Total			8296735050



**Consent for raising of capital above Tk. 1 crore for Public Limited Companies:
Consent letter issued from October 01, 2012 to December 31, 2012:**

Sl No.	Name of the Company	Applied for	Consent Issued	Amount
1	Northern Corporation Limited	Bonus shares of Tk. 23,10,00,000/-	04.10.2012	231000000
2	Unicap Investment Limited	Ordinary shares of Tk. 10,00,00,000/-	10.10.2012	100000000
3	Fareast Knitting and Dyeing Industries Limited	Bonus shares of Tk. 26,00,88,000/-	14.10.2012	260088000
4	Mymco Jute Mills Composite Limited	Ordinary shares of Tk. 20,00,00,000/-	07.10.2012	200000000
5	National Feed Mill Limited	Ordinary shares of Tk. 15,00,00,000/-	15.10.2012	150000000
6	Infrastructure Development Company Limited	Bonus shares of Tk. 33,00,00,000/-	01.11.2012	330000000
7	Renata Limited	Subordinated Bonds of Tk. 100,00,00,000/-	18.12.2012	1000000000
8	Venture Investment Partner Bangladesh limited	Bonus shares of Tk. 1,24,80,000/-	25.10.2012	12480000
9	Summit Uttaranchal Power Co. Limited	Ordinary shares of Tk. 9,44,14,560/-	18.11.2012	94414560
10	Essential Drugs Limited	Ordinary shares of Tk. 59,22,47,000/-	17.12.2012	592247000
11	Dredge Bangla Limited	Ordinary shares of Tk. 46,00,00,000/-	23.12.2012	460000000
12	Express Insurance Limited	Bonus shares of Taka 48,51,00,000/-	23.12.2012	485100000
13	AFC Agro Biotech Limited	Ordinary shares of Tk. 2,96,50,000/-	23.12.2012	29650000
14	Orion Infrastructure Limited	Preference shares of Tk. 945,00,00,000/-	18.12.2012	9450000000
15	The Peninsula Chittagong Limited	Bonus shares of Tk. 12,69,10,000/-	30.12.2012	126910000
16	ACI Health Care Limited	Ordinary shares of Tk. 50,00,00,000/-	11.11.2012	500000000
17	BSRM	Ordinary shares of Tk. 64,34,54,910/-	12.11.2012	643454910



Sl No.	Name of the Company	Applied for	Consent Issued	Amount
18	Metrocem Cement Limited	Bonus shares of Tk. 25,00,00,000/-	18.11.2012	250000000
19	Genuity System Limited	Bonus shares of Tk. 15,00,00,000/-	20.11.2012	150000000
20	Shahjibazar Power Company Limited	Bonus shares of Tk. 9,05,90,000/-	10.12.2012	90590000
21	Ocean Resorts Limited	Ordinary shares of Tk. 12,00,00,000/-	12.12.2012	120000000
22	Energypac Power Generation Limited	Bonus shares of Tk. 59,07,30,000/-	18.12.2012	590730000
23	Baizid Steel Industries Limited	Ordinary shares of Tk. 30,00,00,000/-	19.12.2012	300000000
24	Prime Finance Capital Management Limited	Ordinary shares of Tk. 60,00,00,000/-	27.12.2012	600000000
	Total			16766664470

Particulars of the issues for which Commission accorded consent for publication of Prospectus during October-December, 2012

Sl. No	Name of the Company	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 Opens Closes:
						Local	Foreign	Total	General Public	Foreign placement	Local placement				
				5	6	7	8	9	10	11	12	13	14	15	17
1.	Sonlife Insurance Co. Ltd.	Besco Finance and Investment Limited	01/10/12	10.00	30.00 crore	18.00 crore	-	18.00 crore	12.00 crore	-	-	12.00 crore	At par	771.9165 crore	04-11-12 08-11-12
2.	Premier Cement Mills Ltd.	Alliance Financial Services Ltd.	02/10/12	10.00	105.45 crore	93.45 crore	-	93.45 crore	12.00 crore	-	-	12.00 crore	Issue price of Tk. 22.00 per share total Tk. 26.40 crore	559.916984 crore	17-12-12 23-12-12
3.	Global Heavy Chemicals Ltd.	AFC Capital Management Ltd. and RMSI Investment Ltd.	07/10/12	10.00	72.00 crore	60.00 crore	-	60.00 crore	12.00 crore	-	-	12.00 crore	Issue price of Tk. 20.00 per share total Tk. 24.00 crore	466.8862 crore	09.02.12 13.12.12
4.	Somnat Purbanchol Power Co. Ltd.	Prime Finance Capital Management Ltd.	11/10/12	10.00	106.280 213 crore	76.280 213 crore	-	76.2802 13 crore	30.00 crore	-	-	30.00 crore	Issue price of Tk. 40.00 per share total Tk. 120.00 crore	135.3252 crore	11.11.12 15.11.12
5.	Orion Pharma Ltd.	ICB Capital Management Ltd.	16/10/12	10.00	195.00 crore	155.00 crore	-	155.00 crore	40.00 crore	-	-	40.00 crore	Issue price of Tk. 60.00 per share total Tk. 240.00 crore	-	06.01.13 10.01.13
6.	Bengal Windsor Termoplastic Ltd.	ICB Capital Management Ltd.	17/10/12	10.00	70.00 crore	54.00 crore	-	54.00 crore	16.00 crore	-	-	16.00 crore	Issue price of Tk. 25.00 per share total Tk. 40.00 crore	-	27.01.13 31.01.13
7.	Golden Harvest Agro Industries Ltd.	Besco Finance and Investment Limited and Royal Green Capital Market Ltd.	22/10/12	10.00	65.00 crore	35.00 crore	-	35.00 crore	30.00 crore	-	-	35.00 crore	Issue price of Tk. 25.00 per share total Tk. 75.00 crore	-	23.12.12 30.12.12
8.	Argon Denims Ltd.	Lankabengla Investment Ltd.	25/10/12	10.00	60.00 crore	30.00 crore	-	30.00 crore	30.00 crore	-	-	30.00 crore	Issue price of Tk. 35.00 per share total Tk. 105.00 crore	-	26.11.12 02.12.12
9.	Appollo Ispat Complex Ltd.	ICB Capital Management Ltd.	13/12/12	10.00	250.00 crore	150.00 crore	-	150.00 crore	100.00 crore	-	-	150.00 crore	Issue price of Tk. 22.00 per share total Tk. 220.00 crore	-	03/03/13 07/03/13



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 Commissioners 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, during the referred period Bangladesh Securities and Exchange Commission has been issued order to enquire into spreading of rumors about future price movement of shares of the listed companies namely Beximco Limited and GBB Power Limited and Dhaka Stock Exchange Limited has been investigated the following activities of different stock-brokers/stock-dealers.

Enquiry/Inspection/Investigation Initiated by Surveillance Department of BSEC:

Nature of Enquiry & Investigation	Enquiry & Investigation Conducted By
To enquire into spreading of rumors about future price movement of shares of the listed companies namely Beximco Limited and GBB Power Limited.	Bangladesh Securities and Exchange Commission

Inspection/ Investigation initiated by Dhaka Stock Exchange Limited:

Nature of Inspection & Investigation	Inspection & Investigation Conducted By
To investigate into share trading of ICB AMCL Islamic Mutual Fund, ICB AMCL 1st NRB Mutual Fund, ICB AMCL Third NRB Mutual Fund and Apex Foods Limited on 01/08/2012.	Dhaka Stock Exchange Limited
Nature of Inspection & Investigation	Inspection & Investigation Conducted By
To investigate into Share Trading of Padma Islami Life Insurance Limited from 14/08/2012 to 30/08/2012	Dhaka Stock Exchange Limited



Nature of Inspection & Investigation	Inspection & Investigation Conducted By
To investigate into Share Trading of Bangladesh General Insurance Company Limited on 03/09/2012 & 04/09/2012	Dhaka Stock Exchange Limited
To investigate into share trading of Bangladesh Submarine Cable Company Limited	Dhaka Stock Exchange Limited
To investigate into share trading of Unique Hotel & Resorts Limited	Dhaka Stock Exchange Limited
To investigate into Trade Pattern of United Airways (BD) Limited	Dhaka Stock Exchange Limited
To investigate into Trade Pattern of Delta Spinners Limited	Dhaka Stock Exchange Limited



11. Registration

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

During October-December 2012, the Commission issued 1 (one) stock broker and 1 (one) stock dealer registration certificates in favor of different members of Dhaka Stock Exchange Limited under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (স্টক ডিলার, স্টক ব্রোকার ও অনুমোদিত প্রতিনিধি) বিধিমালা, ২০০০.

Moreover, the Commission renewed 36 (thirty six) stock broker and 33 (thirty three) stock dealer registration certificates of Dhaka Stock Exchange Limited and 17 (seventeen) stock broker and 14 (fourteen) stock dealer registration certificates of Chittagong Stock Exchange Limited respectively during October-December 2012.

Issuance of Authorized Representative Registration Certificates:

During the period, the Commission issued 54 (fifty four) authorized representatives registration certificates of Dhaka Stock Exchange Limited and 1 (one) Duplicate authorized representative registration certificate of Chittagong Stock Exchange Limited under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (স্টক ডিলার, স্টক ব্রোকার ও অনুমোদিত প্রতিনিধি) বিধিমালা, ২০০০.

Issuance and Renewal of Depository Participant Registration Certificate:

During the Quarter, the Commission issued 1 (one) depository participants registration certificates under the ডিপজিটরি (ব্যবহারিক) প্রবিধানমালা, ২০০৩ and renewed 36 (thirty six) depository participant registration certificates.

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

During October-December, 2012, 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 Rock NRB Balanced Fund (Closed-end).
- Completed the process relating to approval of floating of Bangladesh Fund (Open-end).
- Besides this, during this period MF & SPV Department completed it's regular/routine activities as per the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১.

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

COMPLAINT AGAINST LISTED COMPANIES:

Nature of Complaint	No. of Companies	Under Process	Resolved
Non payment or delay in payment of dividend	7	4	3
Non payment of debenture installment	1	-	-
Regarding transfer of shares	-	-	-
Non receipt of letter of rights share offering	2	3	1
Non receipt of annual report	-	-	-
Refund warrant	-	-	-
Non demat of shares	-	-	-
Miscellaneous	4	2	2
Total	14	9	6



All the complaints are settled by DSE, CSE and CDBL, and report to the Commission as per the above format under the SEC Notification No. SEC/SRMIC/94-231/271 dated October 12, 2011.

AGM held During the period (October to December, 2012)

Sl. No.	Code No	Name	Year End	Date of AGM	% of Dividend		Record	Declaration
					cash	stock	Date	Date
1	25728	Progressive Life Insurance Co. Ltd.	201112	06/09/2012	-	18%B	09.07.2012	24.06.2012
2	17421	Apex Spinning.	201203	19/09/2012	18.00	-	25.07.2012	15.07.2012
3	14254	Apex Foods	201206	19/09/2012	18.00	-	13.08.2012	01.08.2012
4	25745	Padma Islami Life Insurance Ltd.	201112	20/09/2012	Nil	-	15.07.2012	02.07.2012
5	18473	Square Pharmaceuticals Ltd.	201203	25/09/2012	25.00	40%B	26.08.2012	23.07.2012
6	23601	Apex Tannery	201206	26/09/2012	35.00	-	29.08.2012	08.08.2012
7	13228	Navana CNG Limited	201203	27/09/2012	10.00	15%B	08.08.2012	30.07.2012
8	99613	BEXIMCO	201112	29/09/2012	-	25%B	23.07.2012	29.04.2012
9	17408	Stylecraft Ltd.	201112	29/09/2012	50.00	-	27.08.2012	08.07.2012
10	17413	Modern Dyeing	201206	04/10/2012	7.00	-	19.09.2012	30.08.2012
11	17453	Saiham Cotton Mills Ltd.	201204	04/10/2012	10.00	-	12.09.2012	02.09.2012
12	13469	National Polymer	201206	15/10/2012	-	15%B	11.09.2012	02.09.2012
13	29002	Unique Hotels & Resorts Ltd.	201112	18/10/2012	15.00	15%B	25.09.2012	16.09.2012
14	12151	ICB	201206	20/10/2012	25.00	25%B	03.10.2012	23.09.2012
15	17427	Delta Spinners	201206	04/11/2012	-	50%B	10.10.2012	30.09.2012
16	11122	MIDAS Financing Ltd.	201206	06/11/2012	Nil	-	02.09.2012	08.08.2012
17	29001	United Airways (BD) Ltd.	201206	06/11/2012	-	15%B	07.10.2012	24.09.2012
18	25732	Prime Islami life Insurance	201112	07/11/2012	15.00	15%B	25.09.2012	02.09.2012
19	15313	Barakatullah Electro Dynamics Limited	201206	08/11/2012	-	21%B	08.10.2012	25.09.2012
20	25706	Janata Insurance	201112	11/11/2012	-	10%B	07.10.2012	19.09.2012
21	13230	GPH Ispat Ltd	201204	13/11/2012	10.00	20%B	13.09.2012	05.08.2012
22	20621	Delta Brac Housing Fin. Corp. Ltd.	201206	14/11/2012	10.00	15%B	13.09.2012	26.08.2012
23	27002	Bangladesh Submarine Cable Company Limited	201206	17/11/2012	20.00	10%B	24.09.2012	06.09.2012
24	22647	aamra technologies Ltd.	201206	18/11/2012	-	20%B	16.10.2012	01.10.2012



SL No.	Code No	Name	Year End	Date of AGM	% of Dividend		Record	Declaration
					cash	stock	Date	Date
25	17449	The Dacca Dyeing and Manufacturing Co. Ltd.	201206	30/11/2012	-	12%B	30.10.2012	11.10.2012
26	20620	Eastern Housing	201207	03/12/2012	10.00	10%B	15.11.2012	07.11.2012
27	18474	Imam Button	201206	04/12/2012	Nil	-	18.11.2012	23.10.2012
28	18462	Pharma Aids	201206	06/12/2012	25.00	-	22.10.2012	08.10.2012
29	18472	Orion Infusion	201206	06/12/2012	16.00	-	05.11.2012	21.10.2012
30	18463	Kohinoor Chemicals	201206	06/12/2012	10.00	30%B	05.11.2012	21.10.2012
31	13215	Renwick Jaineswar	201206	08/12/2012	22.00	-	21.11.2012	30.10.2012
32	16355	Jute Spinners	201206	10/12/2012	20.00	-	11.11.2012	22.10.2012
33	14292	Fine Foods Limited	201206	11/12/2012	-	10%B	08.11.2012	23.10.2012
34	14266	Zeal Bangla Sugar	201206	15/12/2012	Nil	-	21.11.2012	30.10.2012
35	14262	Gemini Sea Food	201209	18/12/2012	15.00	-	27.11.2012	15.11.2012
36	17410	Rahim Textile	201206	19/12/2012	-	10%B	08.11.2012	16.10.2012
37	14277	AMCL (Pran)	201206	20/12/2012	31.00	-	05.11.2012	18.10.2012
38	17401	Al-Haj Textile	201206	20/12/2012	-	10%B	18.11.2012	30.10.2012
39	13201	Aftab Automobiles	201208	20/12/2012	-	25%B	05.12.2012	26.11.2012
40	99637	Miracle Ind.	201206	22/12/2012	-	5%B	12.11.2012	21.10.2012
41	14279	Shyampur Sugar	201206	22/12/2012	Nil	-	21.11.2012	30.10.2012
42	22645	Agni Systems Ltd.	201206	22/12/2012	-	10%B	22.11.2012	01.11.2012
43	13218	National tubes	201206	22/12/2012	10.00	-	20.11.2012	04.11.2012
44	24632	Fu-Wang Ceramic	201206	23/12/2012	-	10%B	01.11.2012	11.10.2012
45	17412	Saiham Textile	201206	23/12/2012	15.00	-	08.11.2012	17.10.2012
46	21644	M.I. Cement Factory Limited	201206	23/12/2012	35.00	10%B	22.11.2012	21.10.2012
47	14269	CVO Petrochemical Refinery Limited	201206	23/12/2012	-	20%B	21.11.2012	22.10.2012
48	17452	Zahintex Industries Limited	201206	23/12/2012	10.00	10%B	15.11.2012	30.10.2012
49	18482	Beacon Pharmaceuticals Ltd.	201206	23/12/2012	Nil	-	22.11.2012	31.10.2012
50	17424	Mithun Knitting	201206	23/12/2012	-	20%B	26.11.2012	11.11.2012
51	17417	Tallu Spinning	201206	23/12/2012	-	10%B	26.11.2012	11.11.2012
52	14257	Bangas	201206	23/12/2012	-	45%B	26.11.2012	11.11.2012
53	13214	Quasem Drycells	201206	23/12/2012	5.00	10%B	13.11.2012	18.10.2012
54	17451	Malek Spinning Mills Ltd.	201206	24/12/2012	-	10%B	15.11.2012	21.10.2012
55	13212	Atlas Bangladesh	201206	24/12/2012	75.00	-	26.11.2012	06.11.2012
56	17447	Metro Spinning	201206	25/12/2012	-	10%B	15.11.2012	30.10.2012
57	18477	Keya Cosmetics	201206	25/12/2012	-	10%B	15.11.2012	30.10.2012
58	18471	Libra Infusions Limited	201206	26/12/2012	20.00	-	12.11.2012	23.10.2012
59	14286	Fu Wang Food	201206	26/12/2012	-	12%B	19.11.2012	30.10.2012



Sl. No.	Code No	Name	Year End	Date of AGM	% of Dividend		Record	Declaration
					cash	stock	Date	Date
60	24626	Standard Ceramic	201206	26/12/2012	10.00	-	08.11.2012	30.10.2012
61	23634	Samata Leather	201206	26/12/2012	Nil	-	26.11.2012	01.11.2012
62	14281	Rahima Food	201206	26/12/2012	10.00	-	29.11.2012	12.11.2012
63	17440	Alltex Ind. Ltd.	201206	27/12/2012	Nil	-	06.12.2012	23.10.2012
64	17441	Anlima Yarn	201206	27/12/2012	10.00	-	11.11.2012	30.10.2012
65	13203	Olympic Industries	201206	27/12/2012	10.00	50%B	22.11.2012	30.10.2012
66	17415	Desh Garments	201206	27/12/2012	7.00	-	15.11.2012	30.10.2012
67	22646	Daffodil Computers	201206	27/12/2012	10.00	-	15.11.2012	31.10.2012
68	13213	BD.Autocars	201206	27/12/2012	-	2%B	21.11.2012	04.11.2012
69	14287	Meghna Pet	201206	27/12/2012	Nil	-	06.12.2012	05.11.2012
70	14290	Meghna Condensed	201206	27/12/2012	Nil	-	06.12.2012	05.11.2012
71	24606	Monno Ceramic	201206	27/12/2012	5.00	-	27.11.2012	13.11.2012
72	16360	Sonali Aansh	201206	27/12/2012	10.00	-	20.12.2012	10.12.2012
73	99608	Usmania Glass	201206	28/12/2012	-	20%B	26.11.2012	30.10.2012
74	19510	Hakkani Pulp & Paper	201206	29/12/2012	5.00	-	27.11.2012	16.09.2012
75	17434	Prime Textile	201206	29/12/2012	10.00	-	11.11.2012	31.10.2012
76	17416	Dulamia Cotton	201206	29/12/2012	Nil	-	03.12.2012	11.11.2012
77	22643	BDCOM Online Ltd.	201206	29/12/2012	-	10%B	19.11.2012	30.10.2012
78	13229	Deshbandhu Polymer Limited	201206	30/12/2012	5.00	5%B	01.11.2012	15.10.2012
79	16357	Northern Jute	201206	30/12/2012	Nil	-	09.12.2012	31.10.2012
80	15311	Titas Gas Trans. & Dist. Co. Ltd.	201206	30/12/2012	30.00	5%B	27.11.2012	15.11.2012
81	17455	Envoy Textiles Ltd.	201209	31/12/2012	15.00	5%B	17.12.2012	06.12.2012
82	17454	Generation Next Fashions Ltd.	201112	31/12/2012	-	20%B	17.12.2012	10.12.2012

14. Supervision and Regulation of Intermediaries (SRI)

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 to December, 2012** the following activities were performed by this department:

i) Complaints against Market Intermediaries:

Nature of Complaints	No. of Complaints Received			Under Process/ Held up	Referred to Enforce Dept. for Action	Referred to DSE/CSE for Action	Resolved
	Oct-Dec, 2012	Previous	Total				
Lost of shares	-	1	1	-	-	-	1
Unauthorized sales of share	3	3	6	-	3	3	-
Non-transfer of share	4	1	5	-	-	4	1
Non-payment of sales proceeds	-	1	1	1	-	-	-
Force sale / Margin Related	8	9	17	-	6	8	3
Financial loss due to non- transfer of share	-	1	1	-	1	-	-
Delay in settlement	-	-	-	-	-	-	-
Non-receipt of share	-	1	1	1	-	-	-
Corruptions of Broker/ Dealer and Others	4	1	5	1	-	2	2
Cash/Cheque/Dividend/ Bonus related	2	4	6	1	-	-	5
Others	4	8	12	5	-	2	5
Total	25	30	55	9	10	19	17



ii) Inspections conducted:

Sl. No.	Type of Market Intermediaries	Type of Inspection	Number of Inspection conducted	Referred to Enforc. Dept. for Action	Resolved	Under Process
1.	Stock Broker/ Stock Dealer	Monthly regular Inspection	31	5	7	19
		Special Inspection	-	-	-	-
2.	Merchant Bank	Monthly regular Inspection	-	-	-	-
Total			31	5	7	19

15. Enforcement

ENFORCEMENT DEPARTMENT:

During October to December 2012 the following enforcement actions were taken against Issuer Companies, Stock-Brokers/Stock-Dealers and Others by the Commission for non-compliance of the securities related laws:

Against Issuer Company:

Violation	No. of Issuer Companies	Nature of Action
Failure to submit the audited financial statements	1	Penalty
Failure to comply with securities related laws	1	Penalty
Failure to comply with securities related laws	3	Warning
Total	5	

Against Stock Broker/ Stock Dealer:

Violation	No. of Stock Broker/Stock-Dealer	Nature of Action
Non-compliance of securities related laws	4	Warning
Total	4	

Grand Total : 5+4= 09

16. Law

Court Cases of Bangladesh Securities And Exchange Commission

Total 411 cases filed by or against Bangladesh Securities And Exchange Commission are pending in different courts. Name of the courts are given below along with number of pending cases :

Sl. No.	Name of the Court	Number of Cases	
01.	Supreme Court of Bangladesh	Appellate Division	11
		High Court Division	165
02.	Special Judge Court and Paribesh Appeal Adalat, Dhaka	01	
03.	Additional District Judge 3 rd Court, Dhaka	01	
04.	Metropolitan Sessions Judge Court, Dhaka.	02	
05.	Additional Metropolitan Sessions Judge 1 st Court, Dhaka.	02	
06.	Additional Metropolitan Sessions Judge 5 th Court, Dhaka.	03	
07.	Joint Sessions Judge 1 st Court, Dhaka	01	
08.	Metropolitan Sessions Judge 1 st Asst. Court, Dhaka	01	
09.	4 th Joint Dist. Judge Court, Dhaka	01	
10.	5 th Joint Dist. Judge Court, Dhaka.	09	
11.	4 th Asst. Judge Court, Dhaka.	02	
12.	Nababgonj Assistant Judge Court, Dhaka	01	
13.	Chief Metropolitan Magistrate Court, Dhaka.	07	
14.	Labour Court, Dhaka	01	
15.	General Certificate Court, Dhaka.	203	
Total Cases :		411	

*Out of total 15 share scam cases of 1996, 1 case is now pending before the Appellate Division of Bangladesh Supreme Court, 13 cases before the High Court Division of Bangladesh Supreme Court and rest 1 case is pending before the Metropolitan Sessions 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 been 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) is enriched with various information like press release, 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 2012, Important Web Uploads and Website Visits:

Works	Number
IPO Prospectus/Right offer document Upload	9 IPO
Enforcement Actions Upload	14
Other Order/Notification/Directive etc Upload	7
Eligibility of Securities/ List Depository etc.	2 DP
List of affected small Invertors/Master Plan	1
Quarterly Report Upload	1
Annual Report Upload	0
Proposed Draft Rule Upload for Comments	0
Press Release	13
Tender	2
Employment Information	0
No. of Website Visitors (As Per Web Counter)	40000 (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 the October-December 2012 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	Training for Authorized Representatives (Two-days program)	-
3	Annual Report 2011-2012 (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 2012, following amendment/order/ directives/notifications related to capital market have been issued:

Sl. No.	Subject	Classification	Ref. No.
1	Securities and Exchange Commission (Private Placement of Debt Securities) Rules, 2012	Notification	SEC/CMRRCD/2009-194/138/Admin/46 Dated: October 29, 2012
2	Repeal of clause 2 of the directive No. SEC/CMRRCD/2001-43/169 dated October 01, 2009	Directive	SEC/CMRRCD/2009-193/140 Dated: November 28, 2012
3	আদেশ নং-এসইসি/সিএমআরআরসিডি/২০০৯-৫০/১৬৭ তারিখ অক্টোবর ০১, ২০০৯ বাতিল করা	আদেশ	এসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/১৩৯ তারিখ: নভেম্বর ২৮, ২০১২ইং
4	Non-Discretionary Portfolio Management-এর ক্ষেত্রে অমনিবাস হিসাব থেকে গ্রাহকের পৃথক বিও হিসাব-এ রূপান্তর	নির্দেশনা	এসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/১৪২ তারিখ: ডিসেম্বর ৩০, ২০১২

- Laws promulgated in order for amendment of the Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969), has been published in Bangladesh Gazette of December 10, 2012 by The National Parliament.
- Laws promulgated in order for amendment of (সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন) has been published in Bangladesh Gazette of December 10, 2012 by the Bangladesh National Parliament.

রেজিস্টার্ড নং ডি এ-১

বাংলাদেশ



গেজেট

অতিরিক্ত সংখ্যা
কর্তৃপক্ষ কর্তৃক প্রকাশিত

সোমবার, ডিসেম্বর ১০, ২০১২

বাংলাদেশ জাতীয় সংসদ

ঢাকা, ১০ ডিসেম্বর, ২০১২/২৬ অগ্রহায়ণ, ১৪১৯

সংসদ কর্তৃক পৃষ্ঠিত নিম্নলিখিত আইনটি ১০ ডিসেম্বর, ২০১২/২৬ অগ্রহায়ণ, ১৪১৯ তারিখে রাষ্ট্রপতির সম্মতি লাভ করিয়াছে এবং এতদ্বারা এই আইনটি সর্বসাধারণের অবগতির জন্য প্রকাশ করা যাইতেছে :—

২০১২ সনের ৪৬ নং আইন

Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969)
এর অধিকতর সংশোধনকল্পে প্রণীত আইন

যেহেতু নিম্নবর্ণিত উদ্দেশ্যসমূহ পূরণকল্পে Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) এর অধিকতর সংশোধন সমীচীন ও প্রয়োজনীয়;

সেহেতু, এতদ্বারা নিম্নরূপ আইন করা হইল :—

১। সংক্ষিপ্ত শিরোনাম ও প্রবর্তন।—(১) এই আইন Securities and Exchange (Amendment) Act, 2012 নামে অভিহিত হইবে।

(২) ইহা অবিলম্বে কার্যকর হইবে।

২। Ordinance No. XVII of 1969 এর প্রস্তাবনার সংশোধন।—Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969), অতঃপর উক্ত Ordinance বলিয়া উল্লিখিত, এর প্রস্তাবনা অংশের দ্বিতীয় অনুচ্ছেদ বিলুপ্ত হইবে।

(১৯৮০০১)

মূল্য : টাকা ৮.০০



৩। Ordinance No. XVII of 1969 এর section 2 এর সংশোধন।—উক্ত Ordinance এর section 2 এর—

(১) clause (b) এর পরিবর্তে নিম্নরূপ clause (b) প্রতিস্থাপিত হইবে, যথা :—

“(b) “bank” means a banking company as defined in the Banking Companies Act, 1991 (Act No. XIV of 1991);”;

(২) clause (cc) এর পরিবর্তে নিম্নরূপ clause (cc) প্রতিস্থাপিত হইবে, যথা :—

“(cc) “**Commission**” means the Securities and Exchange Commission constituted under the Securities and Exchange Commission Act, 1993 (Act No. 15 of 1993);”;

(৩) clause (cc) এর পর নিম্নরূপ clauses (ccc) ও (cccc) সন্নিবেশিত হইবে, যথা :—

“(ccc) “**Commodity Futures Contract**” means an agreement to purchase or sell a particular commodity for delivery or settlement in the future at a price to be determined by a contract that obligates each party to fulfill the contract at the specified price and that may be settled by delivery, cash or offset at the Commodity Exchange duly registered with the Commission and in relation to Commodity Futures the expression “commodity” includes,—

(i) agricultural, livestock, fishery, forestry, mining or energy goods, and any product that is manufactured or processed from any such goods; and

(ii) any other matter as may be notified by the Commission in the official gazette;

(cccc) “**derivative**” includes—

(i) a security derived from a debt instrument, share, loan, whether secured or unsecured, risk instrument or contract for differences or any other form of security;

(ii) a contract which derives its value from the prices, or index of prices, of underlying securities;”;

(৪) clause (c) এর sub-clause (iii) এ দুইবার উল্লিখিত “Jobber” শব্দটির পরিবর্তে “Jobber or dealer” শব্দগুলি প্রতিস্থাপিত হইবে;

(৫) clause (h) এ উল্লিখিত “Jobber” শব্দটির পর “or dealer” শব্দগুলি সন্নিবেশিত হইবে;

- (৬) clause (1) এর sub-clause (iii) এ উল্লিখিত “investment contract” শব্দগুলির পর একটি কমা বসাবে এবং অতঃপর “derivative, commodity futures contract, options contract, exchange-traded fund” শব্দগুলি, কমাগুলি ও হাইফেন সন্নিবেশিত হইবে।

৪। **Ordinance No. XVII of 1969** এর section 2A এর সংশোধন।—উক্ত Ordinance এর section 2A এর—

- (ক) sub-section (1) এ উল্লিখিত “No company” শব্দগুলির পরিবর্তে “No issuer, or no company” শব্দগুলি ও কমা প্রতিস্থাপিত হইবে; এবং
- (খ) sub-section (2) এ উল্লিখিত “No company” শব্দগুলির পরিবর্তে “No issuer, or no company” শব্দগুলি ও কমা প্রতিস্থাপিত হইবে।

৫। **Ordinance No. XVII of 1969** এর section 8 এর সংশোধন।—উক্ত Ordinance এর section 8 এর—

- (ক) sub-section (2) এর প্রাপ্তরহিত ফুলস্টপের পরিবর্তে কোলন প্রতিস্থাপিত হইবে এবং অতঃপর নিম্নরূপ শর্তাংশ সন্নিবেশিত হইবে, যথা:—

“Provided that business of security which is de-listed or not listed may be transacted in such manner as the Commission may direct.”;

- (খ) sub-section (3) এ উল্লিখিত “dealer” শব্দটির পরিবর্তে “Jobber or dealer” শব্দগুলি প্রতিস্থাপিত হইবে; এবং
- (গ) sub-section (4) এ উল্লিখিত “jobber” শব্দটির পরিবর্তে “Jobber or dealer” শব্দগুলি প্রতিস্থাপিত হইবে।

৬। **Ordinance No. XVII of 1969** এর section 9 এর সংশোধন।—উক্ত Ordinance এর section 9 এর sub-section (8) এর দ্বিতীয় লাইনে উল্লিখিত “fourteen” শব্দটির পরিবর্তে “thirty” শব্দ এবং শেষ লাইনে উল্লিখিত “fourteen” শব্দটির পরিবর্তে “fifteen” শব্দ প্রতিস্থাপিত হইবে।

৭। **Ordinance No. XVII of 1969** এ নতুন section 19A ও 19B এর সংযোজন।—উক্ত Ordinance এর section 19 এর পর নিম্নরূপ দুইটি নতুন sections স্বাক্ষরে 19A ও 19B সংযোজিত হইবে, যথা:—

“19A. **Maintenance of secrecy by the Commission, etc.**—The existing and former Chairman, Member and employee of the Commission shall not disclose or communicate to any person not legally entitled thereto any information which has been entrusted to him or which he has obtained or to which he had access in the course of the performance of any functions under this Ordinance.”।



"19B. Penalty for disclosure of information.—(1) The disclosure of any information in contravention of section 19 or 19A for the purpose of making profit through insider trading shall be an offence.

(2) Whoever contravene sub-section (1) shall be punishable with imprisonment for a term which may extend to five years, or with fine not less than taka five lakh, or with both"।

৮। Ordinance No. XVII of 1969 এর section 20A এর সংশোধন।—উক্ত Ordinance এর section 20A এ উল্লিখিত "Where" শব্দটির পরিবর্তে "Notwithstanding anything contained in any other law for the time being in force, where" শব্দগুলি ও কমাটি প্রতিস্থাপিত হইবে।

৯। Ordinance No. XVII of 1969 এর section 21 এর সংশোধন।—উক্ত Ordinance এর section 21 এর—

- (ক) sub-section (1) এর clause (b) এ উল্লিখিত "Who is directly or indirectly the beneficial owner of not less than ten per cent of a listed security" শব্দগুলি বিলুপ্ত হইবে;
- (খ) sub-section (2) এর পরিবর্তে নিম্নরূপ sub-section (2) ও (2a) প্রতিস্থাপিত হইবে, যথা:—

"(2) where an enquiry under sub-section (1) has been undertaken, every member, director, manager or other officers of the Stock Exchange or the issuer to which or to whose member, director, auditor or officer of the enquiry relates, an insurance company as defined in the Insurance Act, 2010, a bank, a financial institution as defined in the Financial Institutions Act, 1993, and every other person considered by the person conducting the enquiry to be capable of providing information which is, or may be relevant to that enquiry, shall furnish such information as the person conducting the enquiry may require.

(2a) Notwithstanding anything contained in any other law for the time being in force in conducting enquiry under sub-section (1), the Commission, Keeping the Bangladesh Bank informed, may seek information regarding bank account from any bank, or any financial institution or organization, as the case may be, so far as it relates to the transaction of security."।

১০। **Ordinance No. XVII of 1969** এ নতুন section 22A এর সংযোজন।—উক্ত Ordinance এর section 22 এর পর নিম্নরূপ নতুন section 22A সংযোজিত হইবে, যথা :—

"22A. Restriction in respect of filing of suit.—Notwithstanding anything contained in any other law for the time being in force, no legal proceeding before any Court can be brought challenging an order of penalty imposed by the Commission unless an amount of 15% (fifteen percent) of such penalty is deposited in the Commission."

১১। **Ordinance No. XVII of 1969** এ নতুন section 25B এর সংযোজন।—উক্ত Ordinance এর section 25A এর পর নিম্নরূপ নতুন section 25B সংযোজিত হইবে, যথা :—

"25B. Power to establish Special Tribunal.—(1) For the purpose of this Ordinance, the Government may, by notification in the official gazette, establish one or more Special Tribunal.

(2) A Special Tribunal shall consist of a Sessions Judge or Additional Sessions Judge, who shall be appointed by the Government and shall have all the powers conferred by the Code of Criminal Procedure, 1898 (Act No. V of 1898), on a Court of Sessions exercising original jurisdiction.

(3) The Court of Sessions may, of its own, or upon an application made by the Commission, transfer at any stage of the trial, any case from his Court to another Special Tribunal.

(4) The Special Tribunal shall try the case from such stage wherefrom the case was so transferred."

১২। **Ordinance No. XVII of 1969** এ নতুন section 32A এর সংযোজন।—উক্ত Ordinance এর section 32 এর পর নিম্নরূপ নতুন section 32A সংযোজিত হইবে, যথা :—

"32A. Regulation of business of Commodity Futures Contract, etc.—The business of Commodity Futures Contract or Options Contract, in the Commodity Exchange, shall be regulated in such manner and on payment of such fees and charges as may be prescribed.



Explanation : For the purpose of this section, “Commodity Exchange” means a company that provides or, proposes to provide, the physical facilities necessary for trading in Commodity Futures Contract or Options Contract.”।

১৩। **Ordinance No. XVII of 1969 এর section 34 এর সংশোধন।**—উক্ত Ordinance এর section 34 এর sub-section (2) এর clause (xviii) এ উল্লিখিত “jobber” শব্দটির পরিবর্তে “jobber or dealer” শব্দগুলি প্রতিস্থাপিত হইবে।

মোঃ মাহবুবুর রহমান
ভারপ্রাপ্ত সচিব।



রেজিস্টার্ড নং ডি এ-১

বাংলাদেশ



গেজেট

অতিরিক্ত সংখ্যা
কর্তৃপক্ষ কর্তৃক প্রকাশিত

সোমবার, ডিসেম্বর ১০, ২০১২

বাংলাদেশ জাতীয় সংসদ

ঢাকা, ১০ ডিসেম্বর, ২০১২/২৬ অগ্রহায়ণ, ১৪১৯

সংসদ কর্তৃক গৃহীত নিম্নলিখিত আইনটি ১০ ডিসেম্বর, ২০১২/ ২৬ অগ্রহায়ণ, ১৪১৯ তারিখে রাষ্ট্রপতির সম্মতি লাভ করিয়াছে এবং এতদ্বারা এই আইনটি সর্বসাধারণের অবগতির জন্য প্রকাশ করা যাইতেছে :—

২০১২ সনের ৪৫ নং আইন

সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ এর অধিকতর
সংশোধনকল্পে প্রণীত আইন

যেহেতু নিম্নবর্ণিত উদ্দেশ্যসমূহ পূরণকল্পে, সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন) এর অধিকতর সংশোধন সমীচীন ও প্রয়োজনীয়;

সেহেতু এতদ্বারা নিম্নরূপ আইন করা হইল :—

১। **সংক্ষিপ্ত শিরোনাম ও প্রবর্তন।**—(১) এই আইন সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সংশোধন) আইন, ২০১২ নামে অভিহিত হইবে।

(২) ইহা অবিলম্বে কার্যকর হইবে।

২। **১৯৯৩ সনের ১৫ নং আইনের পূর্ণাঙ্গ শিরোনাম সংশোধন।**—সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন), অতঃপর উক্ত আইন বলিয়া উল্লিখিত, এর পূর্ণাঙ্গ শিরোনামায় উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন” শব্দগুলি প্রতিস্থাপিত হইবে।

(১৯৭৮৯৭)

মূল্য : টাকা ৮.০০

৩। ১৯৯৩ সনের ১৫ নং আইনের প্রস্তাবনা সংশোধন।—উক্ত আইনের প্রস্তাবনায় উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন” শব্দগুলি প্রতিস্থাপিত হইবে।

৪। ১৯৯৩ সনের ১৫ নং আইন সংশোধন।—উক্ত আইনের সর্বত্র, যথাক্রমে, “সদস্য” শব্দের পরিবর্তে “কমিশনার”, “সদস্যগণ” শব্দের পরিবর্তে “কমিশনারগণ”, “সদস্যকে” শব্দের পরিবর্তে “কমিশনারকে”, “সদস্যবৃন্দ” শব্দের পরিবর্তে “কমিশনারবৃন্দ”, এবং “সদস্যপদে” শব্দের পরিবর্তে “কমিশনারপদে”, শব্দ প্রতিস্থাপিত হইবে।

৫। ১৯৯৩ সনের ১৫ নং আইনের ধারা ১ এর সংশোধন।—উক্ত আইনের ধারা ১ এর উপ-ধারা (১) এ উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন” শব্দগুলি প্রতিস্থাপিত হইবে।

৬। ১৯৯৩ সনের ১৫ নং আইনের ধারা ২ এর সংশোধন।—উক্ত আইনের ধারা ২ এর উপ-ধারা (১) এর—

- (ক) দফা (ক) এ উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন” শব্দগুলি প্রতিস্থাপিত হইবে;
- (খ) দফা (ক) এর পর নিম্নরূপ দফা (কক) সন্নিবেশিত হইবে, যথা:—
“(কক) “কমিশনার” অর্থ কমিশনের কমিশনার;”;
- (গ) দফা (গ) এ উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “কমিশনের” শব্দ প্রতিস্থাপিত হইবে;
- (ঘ) দফা (চ) বিলুপ্ত হইবে।

৭। ১৯৯৩ সনের ১৫ নং আইনের ধারা ৩ এর সংশোধন।—উক্ত আইনের ধারা ৩ এর উপ-ধারা (১) এ উল্লিখিত “সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন” শব্দগুলির পরিবর্তে “বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন” শব্দগুলি প্রতিস্থাপিত হইবে।

৮। ১৯৯৩ সনের ১৫ নং আইনের ধারা ৫ এর সংশোধন।—উক্ত আইনের ধারা ৫ এর উপ-ধারা (৬) এ উল্লিখিত “তিন বৎসর” শব্দগুলির পরিবর্তে “চার বৎসর” শব্দগুলি প্রতিস্থাপিত হইবে।

৯। ১৯৯৩ সনের ১৫ নং আইনের ধারা ৮ এর সংশোধন।—উক্ত আইনের ধারা ৮ এর উপ-ধারা (২) এর—

- (ক) দফা (ঝ) এর পর নিম্নরূপ দুইটি নতুন দফা (ঝঝ) ও (ঝঝঝ) সংযোজিত হইবে, যথা:—

“(ঝঝ) আপাততঃ বলবৎ অন্য কোন আইনে যাহা কিছু থাকুক না কেন, বাংলাদেশ ব্যাংককে অবহিতক্রমে, কোন ব্যাংক, বীমা ও আর্থিক প্রতিষ্ঠান, সংবিধিবদ্ধ সংস্থা বা অন্যান্য কর্তৃপক্ষ হইতে সিকিউরিটিজ লেনদেন সম্পর্কিত তদন্তাধীন ব্যাংক হিসাব সংক্রান্ত তথ্য ও রেকর্ড তলব;

(অথবা) সরকারের পূর্বানুমোদনক্রমে, দেশী ও বিদেশী কর্তৃপক্ষ বা সংস্থার সহিত সিকিউরিটিজ সম্পর্কিত সহযোগিতা ও তথ্য বিনিময় চুক্তি সম্পাদন;"

(খ) দফা (ঠ) এর পর নিম্নরূপ দফা (ঠঠ) সংযোজিত হইবে, যথাঃ—

"(ঠঠ) ডেরিভেটিভসহ সিকিউরিটিজ লেনদেন সংক্রান্ত সেটেলমেন্টের জন্য স্থাপিত ক্লিয়ারিং কর্পোরেশনের কার্য নিয়ন্ত্রণ;" ।

১০। ১৯৯৩ সনের ১৫ নং আইনের ধারা ৯ এর সংশোধন।—উক্ত আইনের ধারা ৯ এর—

(ক) উপ-ধারা (১) এ উল্লিখিত "সময় সময় প্রদত্ত নির্দেশাবলী সাপেক্ষে" শব্দগুলির পরিবর্তে "অনুমোদিত সাংগঠনিক কাঠামোর ভিত্তিতে" শব্দগুলি প্রতিস্থাপিত হইবে;

(খ) উপ-ধারা (২) এর পর নিম্নরূপ নূতন উপ-ধারা (৩) সংযোজিত হইবে, যথা ঃ—

"(৩) বাংলাদেশ ব্যাংকের কর্মকর্তা ও কর্মচারীগণকে প্রদেয় বেতন, ভাতা ও অন্যান্য সুবিধাদির সহিত সামঞ্জস্যপূর্ণ করিয়া উপ-ধারা (২) এর অধীন কমিশনের কর্মকর্তা ও কর্মচারীদের বেতন, ভাতা ও অন্যান্য সুবিধাদি সম্পর্কিত চাকুরীর শর্তাবলী নির্ধারণ করা যাইবে।" ।

১১। ১৯৯৩ সনের ১৫ নং আইনে নূতন ধারা ৯ক এর সন্নিবেশ।—উক্ত আইনের ধারা ৯ এর পর নিম্নরূপ নূতন ধারা ৯ক সন্নিবেশিত হইবে, যথাঃ—

"৯ক। পরামর্শক বা উপদেষ্টা নিয়োগ।—কমিশন, সরকারের পূর্বানুমোদনক্রমে, তদুর্কর্তৃক নির্ধারিত শর্ত ও মেয়াদে, প্রয়োজনীয় সংখ্যক পরামর্শক বা উপদেষ্টা নিয়োগ করিতে পারিবে।" ।

১২। ১৯৯৩ সনের ১৫ নং আইনের ধারা ১২ এর সংশোধন।—উক্ত আইনের ধারা ১২ এর—

(ক) উপ-ধারা (১) এ উল্লিখিত "সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন" শব্দগুলির পরিবর্তে "বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন" শব্দগুলি প্রতিস্থাপিত হইবে;

(খ) উপ-ধারা (৩) এর পর নিম্নরূপ উপ-ধারা (৪) সংযোজিত হইবে, যথা :—

"(৪) উপ-ধারা (৩) এ যাহা কিছুই থাকুক না কেন, উপ-ধারা (১) এর অধীন সরকারি, স্থানীয় কর্তৃপক্ষ বা অন্য কোন প্রতিষ্ঠান হইতে প্রাপ্ত অনুদান ব্যতীত কমিশন কর্তৃক প্রাপ্ত অর্থ কমিশন খীয় প্রয়োজনে ব্যয় করিতে পারিবে।" ।

১৩। ১৯৯৩ সনের ১৫ নং আইনের ধারা ১৬ এর সংশোধন।—উক্ত আইনের ধারা ১৬ এ উল্লিখিত "বিশেষ নির্দেশ" শব্দগুলির পরিবর্তে "নীতিগত বিষয়ে বিশেষ সময় সময় নির্দেশ" শব্দগুলি প্রতিস্থাপিত হইবে।



১৪। ১৯৯৩ সনের ১৫ নং আইনের ধারা ১৮ এর সংশোধন।— উক্ত আইনের ধারা ১৮ এর উপ-ধারা (২) এর পর নিম্নরূপ দুইটি নতুন উপ-ধারা (২ক) ও (২খ) সন্নিবেশিত হইবে, যথা :—

“(২ক) অন্য কোন আইনে যাহা কিছুই থাকুক না কেন, এই আইন বা তদধীন প্রণীত বিধির অধীন কমিশন কর্তৃক আরোপিত অর্থদণ্ডের ১৫ (পনের) শতাংশ অর্থ কমিশন কর্তৃক নির্ধারিত ব্যাংক হিসাবে জমা প্রদান না করিয়া উক্তরূপ দণ্ডদেশের বিরুদ্ধে ধারা ২১ এর উপ-ধারা (১) এর অধীন আপীল বা উপ-ধারা (৫) এর অধীন পুনর্বিবেচনা বা কোন আদালতে কোন মামলা বা আইনগত কার্যধারা দায়ের করা যাইবে না।

(২খ) এই আইনের অধীনে কমিশন কর্তৃক আরোপিত অর্থদণ্ড অনাদায়ী হইলে উহা বকেয়া জমি রাজস্ব হিসাবে আদায়যোগ্য হইবে।”।

১৫। ১৯৯৩ সনের ১৫ নং আইনে নতুন ধারা ২৬ক এর সন্নিবেশ।— উক্ত আইনের ধারা ২৬ এর পর নিম্নরূপ নতুন ধারা ২৬ক সন্নিবেশিত হইবে, যথা :—

“২৬ক। ইংরেজিতে অনূদিত পাঠ প্রকাশ, ইত্যাদি।—(১) সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সংশোধন) আইন, ২০১২ কার্যকর হইবার পর সরকার, প্রয়োজনে, সরকারি গেজেটে প্রজ্ঞাপন দ্বারা, এই আইনের ইংরেজিতে অনূদিত একটি নির্ভরযোগ্য পাঠ (Authentic English Text) প্রকাশ করিতে পারিবে।

(২) এই আইনের বাংলা ও ইংরেজি পাঠের মধ্যে বিরোধের ক্ষেত্রে বাংলা পাঠ প্রাধান্য পাইবে।”।

মোঃ মাহফুজুর রহমান
ভারপ্রাপ্ত সচিব।

20. Stock Exchanges operational statistics

DSE OPERATIONAL STATISTICS October-December 2012

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	3,798.98	25,08,797	19	2682	141	1,06,495.29	5,605.02
November	3560.10	2,384,307	20	1497	75	55,380.71	2,769.04
December	3,577.21	2,403,556	19	1144	60	40,731.12	2,143.74
Total	-	-	58	5323	92	2,02,607.13	3,493.23

*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 2012

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	13,731.6724	1,907,890	21	324	17	11,858.87	627.15
November	12,817.1749	1,781,005	20	196	10	6,600.71	330.04
December	12,854.7972	1,795,716	19	189	10	7,211.02	379.53
Total	-	-	58	709	12	25,670.60	442.60

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



For Information on Bangladesh Securities and Exchange Commission

VISIT



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