SEC/Enforcement/831/2010/420 | **By Special Messenger**
April 22, 2010 | **Fax: 880-2-8315335**

1. Alpha Tobacco Limited, Jatiya Scout Bhaban (9^{th} Floor),70/1, Purana Paltan Lane,Kakrail, Dhaka-1000.

2. Directors, Alpha Tobacco Limited, Jatiya Scout Bhaban (9^{th} Floor),70/1, Purana Paltan Lane,Kakrail, Dhaka-1000.

3. Managing Director, Alpha Tobacco Limited, Jatiya Scout Bhaban (9^{th} Floor),70/1, Purana Paltan Lane,Kakrail, Dhaka-1000.
4. Company Secretary, Alpha Tobacco Limited, Jatiya Scout Bhaban (9^{th} Floor),70/1, Purana Paltan Lane,Kakrail, Dhaka-1000.

Sub: **Show-cause cum hearing notice: Non-compliance of the SEC Notification No.SEC/CMRRCD/2009-193/Admin/03-31 dated June 01, 2009.**

Whereas, as per section 2(g) of the Securities and Exchange Ordinance, 1969(ORDINANCE No. XVII of 1969) Alpha Tobacco Limited is an issuer (herein after referred to as an “issuer”);

Whereas, the Securities and Exchange Commission by the Notification No. SEC/CMRRCD/2009-193/Admin/03-31 dated June 01, 2009, issued under section 2CC of the Securities and Exchange Ordinance, 1969 (XVII of 1969), imposed the following conditions upon the issuers of securities, namely:-

> 1.“The Board of Directors of the issuer company of a listed security, while considering/adopting any audited financial statements, shall, in the same board meeting, declare the Net Asset Value (NAV), Earning Per Share (EPS) and Net Operating Cash Flow Per Share (NOCFPS) and also fix the date of relevant annual general meeting and take specific decisions with regard to:
>
> a) recommending or not recommending dividend for the shareholders on the basis of said financial statements; and
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> b) the shareholders who shall be entitled for such dividend, if recommended.
>
> 2. The decision about recommending or not recommending dividend and entitlement for such dividend, if recommended, can not be changed prior to holding of the annual general meeting in terms of condition 1 above”;

Whereas, it appeared from the record that the board of directors of the issuer company has failed to fix the AGM date to be held on the basis of its audited financial statements for the year ended on September 30, 2009 as well as has failed to take any decision regarding dividend based on the said audited financial statements;

Whereas, the issuer’s aforesaid activities tantamount to non-compliance of the securities related laws which appeared to be deliberate and clear contravention of the provision of the above mentioned Notification attracting penal provision of section 22 of the Securities and Exchange Commission Ordinance, 1969;

Now, therefore, you are requested to appear for hearing personally or through any person authorized **(written authorization need to be submitted during hearing from each director)** at the Commission’s Board Room at Jiban Bima Tower (15^{th} floor), 10, Dilkusha C/A, Dhaka-1000 on **May 12, 2010 at 10:20 A.M** along with the list of directors as on December 31, 2008 and written explanation, if any, showing cause as to why appropriate action should not be taken by the Commission against you/issuer, as provided in section 22 of the Securities and Exchange Commission Ordinance, 1969 failing which the Commission will be constrained to take decision exparte in this respect.

For Securities and Exchange Commission

Md. Hossain Khan
Assistant Director

Copy for information:
Chief Executive Officer, Dhaka Stock Exchange Limited
Chief Executive Officer, Chittagong Stock Exchange Limited
Member (Enforcement), SEC
Executive Director (SRMIC), SEC
P.O to Director (R&D), SEC
Chairman’s office, SEC
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