

**SEC/Enforcement/666/2008/
June 11, 2008**

Daffodil Computers Ltd. (Issuer)
Head Office: 64/3, Lake Circus, Kalabagan (2nd - 5th Floor) Mirpur Road, Dhaka-1205

Directors
Daffodil Computers Ltd.
Head Office: 64/3, Lake Circus, Kalabagan (2nd - 5th Floor) Mirpur Road, Dhaka-1205

Managing Director
Daffodil Computers Ltd.
Head Office: 64/3, Lake Circus, Kalabagan (2nd - 5th Floor) Mirpur Road, Dhaka-1205

Company Secretary
Daffodil Computers Ltd.
Head Office: 64/3, Lake Circus, Kalabagan (2nd - 5th Floor) Mirpur Road, Dhaka-1205

Sub: Non-compliance of securities laws in connection with retention of auditor for a consecutive period exceeding three years: Warning

This refers to the Commission's show-cause-cum hearing notice No. SEC/Enforcement/666/2008/200 dated February 27, 2008, based on which the hearing was conducted on March 24, 2008, and your explanations submitted to the Commission vide letter dated March 24, 2008, in respect of the said notice.

The Commission, considering the issuer's explanations/submissions, has decided to dispose of the proceedings against yourselves, by placing on record the Commission's dissatisfaction on the default/contravention made by you, with a warning to ensure compliance of all securities related laws in future.

Please note that this disposal does not absolve you from your lawful responsibilities/obligations to any person, if affected, as a result of your above said default/contravention.

For Securities and Exchange Commission

**Md. Mizanur Rahman
Executive Director**

Copy for information:

Chief Executive Officer, Dhaka Stock Exchange Ltd.
Chief Executive Officer, Chittagong Stock Exchange Ltd.
Executive Director (R&D), SEC
Director (MIS), SEC
Director (CFD), SEC
Chairman's Office, SEC