

1. Dhaka Bank Limited, Biman Bhaban,100, Motijheel C/A, Dhaka-1000.
2. Directors, Dhaka Bank Limited, Biman Bhaban,100, Motijheel C/A, Dhaka-1000.
3. Managing Director, Dhaka Bank Limited, Biman Bhaban,100, Motijheel C/A, Dhaka-1000.
4. Company Secretary, Dhaka Bank Limited, Biman Bhaban,100, Motijheel C/A, Dhaka-1000.

Sub: Non-compliance of securities laws: In connection with non-submission of our deficiency letter no. SEC/CI/RPO-03/2008/475 dated 23/10/08 related to Repeat Public Offer of subordinate convertible bonds of Dhaka Bank Limited: Warning.

As per section 2(g) of the Securities and Exchange Ordinance, 1969 (ORDINANCE No. XVII of 1969) Dhaka Bank Limited is an issuer (herein after referred to as an "issuer");

Whereas, it appears that Dhaka Bank Limited applied to the Commission as 25.09.2008 (through issue manager, IDLC Finance Limited) for the issuance of prospectus for repeat public offering of Tk. 200.00 crore subordinate convertible bonds, of which Tk. 100.00 crore would supposed to issue through private placement and Tk.100.00 crore through repeat public offering;

Whereas, the Commission on 23.10.2008 issued deficiency letter to Dhaka Bank Limited in connection with repeat public offer application;

Whereas, it appears that the Bank without providing any reply to the aforesaid deficiency letter requested to extend time upto 31.01.2009 resulting the issuance of rejection letter by the Commission on 23.12.2008;

Whereas the Commission issued a show cause cum hearing notice No.SEC/Enforcement/767/2009/361 dated May 14, 2009 based on which a hearing was conducted on May 20, 2009 and your explanations submitted to the Commission vide letter dated May 20, 2009;

The Commission, considering your explanation, has decided to dispose of the proceedings against Dhaka Bank Limited and others concerned 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 the said default.

For Securities and Exchange Commission

Kamrul Anam Khan
Director

Copy for information:

Chief Executive Officer, Dhaka Stock Exchange Limited
Chief Executive Officer, Chittagong Stock Exchange Limited
P.O. to Executive Director (CI), SEC
P.O. to Director (CFD), SEC
Chairman's Office