

No. SEC/Enforcement/783/2009/166
January 31, 2010

By Special Messenger

1. Federal Insurance Company Limited (Issuer)
Chamber Building (2nd Floor), 122-124 Motijheel C/A, Dhaka-1000
2. Directors
Federal Insurance Company Limited
Chamber Building (2nd Floor), 122-124 Motijheel C/A, Dhaka-1000
3. Managing Director
Federal Insurance Company Limited
Chamber Building (2nd Floor), 122-124 Motijheel C/A, Dhaka-1000
4. Company Secretary
Federal Insurance Company Limited
Chamber Building (2nd Floor), 122-124 Motijheel C/A, Dhaka-1000

Sub: Non-compliance with the securities related 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/783/2009/611 dated August 05, 2009 and subsequent notice No. SEC/Enforcement/783/2009/744 dated October 05, 2009, based on which the hearing was conducted on October 14, 2009 and your explanations submitted to the Commission vide letter No. FIC/HO/CS-23/2009/6548 dated October 14, 2009, in respect of the said notice.

The Commission, considering your explanations, 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 the Securities and Exchange Commission

Md. Monsur Rahman
Deputy Director

CC:

1. CEO, Dhaka Stock Exchange Ltd.
2. CEO, Chittagong Stock Exchange Ltd.
3. Director (R & D), SEC
4. Director (MIS) SEC
5. Director (CFD), SEC
6. Chairman's Office, SEC