

No. SEC/Enforcement/620/2007/436
May 09, 2010

By Registered with A/D
By Fax: 880-2-7171833, 9566555

Power Grid Company of Bangladesh Ltd. (Issuer)
Institute of Engineers Bangladesh (IEB) Bhaban (New), Ramna, Dhaka-1000

Managing Director
Power Grid Company of Bangladesh Ltd.
Institute of Engineers Bangladesh (IEB) Bhaban (New), Ramna, Dhaka-1000

Directors
Power Grid Company of Bangladesh Ltd.
Institute of Engineers Bangladesh (IEB) Bhaban (New), Ramna, Dhaka-1000

Company Secretary
Power Grid Company of Bangladesh Ltd.
Institute of Engineers Bangladesh (IEB) Bhaban (New), Ramna, Dhaka-1000

Sub: Non-compliance with the securities related laws in connection with auditor's qualifications on the audited financial statements for the year ended on June 30, 2009: Warning.

This refers to the Commission's show cause cum hearing notice No. SEC/Enforcement/620/2007/317 dated March 07, 2010, based on which the hearing was conducted on March 28, 2010 and your explanations submitted to the Commission vide letter dated March 28, 2010.

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:

(Mohammad Abul Hasan)
Deputy Director

CC:
CEO, Dhaka Stock Exchange Ltd.
CEO, Chittagong Stock Exchange Ltd.
Director (R & D), SEC
Director (CFD), SEC
5. Chairman's Office, SEC