

SEC/Enforcement/834/2010/464
May 30, 2010

By Special Messenger
Fax: N/A

1. Ever Smart Bangladesh Ltd. 14, Purana Paltan (3rd Floor), Dhaka-1000.
2. Directors, Ever Smart Bangladesh Ltd. 14, Purana Paltan (3rd Floor), Dhaka-1000.
3. Managing Director, Ever Smart Bangladesh Ltd. 14, Purana Paltan (3rd Floor), Dhaka-1000.
4. Company Secretary, Ever Smart Bangladesh Ltd. 14, Purana Paltan (3rd Floor), Dhaka-1000.

Sub: Show-cause cum notice for hearing: In connection with the matter of non-compliance of conditions imposed under 2CC of Securities and Exchange Ordinance, 1969 in the Commission's consent letter No. SEC/CI/CPLC (Pvt.)-186/2009-262 dated November 25, 2009.

Whereas, as per section 2(g) of the Securities and Exchange Ordinance, 1969 (ORDINANCE No. XVII of 1969) Ever Smart Bangladesh Ltd. is an issuer (herein after referred to as an "issuer");

Whereas, the Commission has imposed among others the following conditions under 2CC of Securities and Exchange Ordinance, 1969 in the Commission's consent letter No. SEC/CI/CPLC (Pvt.)-186/2009/262 dated November 25, 2009:

1. This Consent for raising of capital shall remain valid for one year from the date of issuance of this letter. The company shall submit a status report of the issue to the Commission within 30 days of issue of capital or expiry of the said period, whichever comes earlier;
2. The company shall submit RJSC certificated copy of Return of Allotment of shares of the amount of capital to be raised;
9. Any further issue of capital shall require Commission's prior consent;

But the company has failed to comply with the above- mentioned conditions.

Whereas, the aforesaid activities are tantamount to non-compliance with the above-mentioned conditions that appears deliberate and clear contravention of section 22 of the Securities and Exchange Ordinance, 1969; and

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 (14th floor), 10, Dilkusha C/A, Dhaka-1000 on **June 09, at 10.20 A.M** along with the list of directors as on December 31, 2009 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 (Enforcement), SEC
Director (CFD), SEC,
Director (R&D, MIS), SEC
Chairman's Office