Av‡`k

‡h‡nZz, Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) Gi Section 2(g) ‡gvZv‡eK ev‡qvwbK wm dW G· ‡cvUm wjwg‡UW 'issuer' wnmv‡e AwfwnZ (AZtci ÔBm¨qviÕ e‡j DwjwLZ);

‡h‡nZz, Securities and Exchange Rules, 1987 Gi Rule 12(2) G D‡jL i‡q‡Q †h, "The financial statements of an issuer of a listed security shall be prepared in accordance with the requirements laid down in the Schedule and the International Accounting Standards as adopted by the Institute of Chartered Accountants of Bangladesh.";

‡h‡nZz, Securities and Exchange Rules, 1987 Gi Rule 12 Abhvqx Bm¨qvi wW‡m¤i 31, 2008 Bs Zvwi‡L mgvß erm‡ii Rb¨ c¯ZKZ Aw_K weeiYx Bm¨ K‡i‡Q hv M/S K. M. Alam & Co (wewae× wbix¶K), KZK wbix¶xZ n‡q‡Q Ges D³ wbix¶v cwZ©vb, wbix¶v msµvš— Kvhw` m¤úv`b ceK GZ`mswkó wbix¶v cwZ‡e`b Bm¨ K‡i‡Q;

‡h‡nZz, Av‡jvP¨ wbix¶K GZ`mswkó wbix¶v cwZ‡e`‡b, Ab¨v‡b¨i g‡a¨, wb‡æv³ AwfgZ e¨³ K‡i‡Q :

"(1) The value of closing stock was Tk.197, 962,108.24, which was mortgaged to Rupali Bank Ltd.
Shams Building Branch, Khulna for working capital and due to non-payment of Bank loan with
Interest, the Bank seized the stock. The entire product become in consumable as their validity date
has already expired. The company also did not follow the Bangladesh Accounting Standards
(BAS)–2 for valuation of stock and stores items. As a result company's assets are overstated by
Tk.197, 962,108.24;
(2) Insurance claim of Tk. 240,770,000.00 in 2002 to the Federal Insurance Co. Ltd. against damage of
stock by tidal bore has not been admitted by the Insurance Company, which was taken into account
as "Insurance Claim Receivable" as assets in that year. A court case is still pending against said
Insurance Company. If the court decision goes against Company, the Company will suffer a huge
loss. As a result the Company's going concern will be threatened;

(3) Advance to Parties and Advance to employees were Tk. 44,264,105.20 and 2,415,537.00
respectively. But no provision has been taken against the Advance to Parties and Advance to
employees due to old and doubtful of these advances; "

†h‡nZz, wbix¶K Gi Dc‡iv³ AwfgZ QvWvI , Abvb¨ wel‡qi g‡a¨ wb‡æv³ welq Kwgk‡bi `wó †MvPi n‡q‡Q;

" It also appears from the Note– 8.00: Inventories of Tk. 198,575,078.24 that most of the amounts of inventories have not been changed over the years but no provision has been made in this regard."

বর্ণিত অবস্থায় প্রতীয়মাণ হয় যে, Bm¨qv‡ii wW‡m¤i 31, 2008 Bs mgvß erm‡ii wbixw¶Z Aw_K weeibx‡Z Aw_K Ae¯'vi mwVK I mZ¨ Z_¨ cwZdwjZ nqwb, hv Kwgk‡bi wbKU fj Z_¨ c`vb Kiv n‡q‡Q e‡j MY¨ n‡q‡Q |

চলমান............পাতা- ২

bs- GmBwm/Gb‡dvm©‡g›U/641/2007/ ZvwiLt †g 31, 2010 Bs

‡h‡nZz, Dc‡iv³ welqmg‡ni Dci e¨vL¨v c`v‡bi Rb¨ Kwgkb KZK c`Ë cÎ bs SEC/CFD/2:34/99/494 ZvwiL Rb 10, 2009 Bs Gi Rev‡e Bm¨qvi KZK c`Ë cÎ bs bvB ZvwiL Rb 30, 2009 Bs Gi gva¨‡g †h e¨vL¨v c`vb Kiv nq Zv Kwgk‡bi wbKU m¤úb Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZz, Dc‡iv³ welqmg‡ni djk"wZ‡Z †`Lv hvq †h, Bm¨qvi wW‡m¤i 31, 2008 Bs Zvwi‡L mgvß erm‡ii Aw_K weeiYx IAS Abhvqx c¯Z Ki‡Z e¨_ n‡q‡Q weavq D³ Aw_K weeiYx‡Z Bm¨qv‡ii ev¯e Ae¯v mwVK I ¯"Q (true and fair) fv‡e cwZdwjZ nqwb Z_v D³ i¦c KgKv‡Ûi gva¨‡g Bm¨qvi Av‡jvP¨ Rules Gi mswkó weavb jsNb K‡i‡Q, hv Av‡jvP¨ Ordinance Gi Section 18 Gi m¯úó jsNb;

‡h‡nZz, Bm¨qv‡ii Dc‡iv³ e¨_Zvi Rb¨ Kwgkb KZK cÎ mÎ bs- SEC/Enforcement/641/2007/316 ZvwiL gvP 07, 2010 Bs Gi gva¨‡g Bm¨qvi I Dnvi cwiPvjKMY‡K Securities and Exchange Ordinance, 1969 Gi section 22 Gi Aaxb KviY `k©‡bv I ïbvbxi †bvwUk Rvwi Kiv nq Ges gvP 21, 2010 Bs Zvwi‡L D³ ïbvbx AbwôZ nq;

‡h‡nZz, D³ ïbvbx‡Z `vwLjKZ Bm¨qv‡ii cÎ bs: bvB ZvwiL gvP 21, 2010 Bs Gi gva¨‡g DwjwLZ e¨_Zv Z_v weavb jsNb msµvš— e¨vL¨v c`vb m‡švlRbK bv nIqvq Kwgk‡bi wbKU Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZz, Av‡jvP¨ Bm¨qvi GKwU cvewjK wjwg‡UW †Kv¤úvbx Ges Dnvi cwiPvjKgÊjxi m`m¨MY †Kv¤úvbxi cwZwbwaZKvix hvIv wmwKDwiwUR msµvš— AvBb I Dnvi Aaxb RvixKZ wewa-weavb cwicvj‡bi Rb¨ `vqx;

‡h‡nZz, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b D³ Bm¨qvi Gi e¨e¯vcbv cwiPvjKmn mKj cwiPvj‡Ki D³ i¦c e¨_Zv Securities and Exchange Ordinance, 1969 Gi Section 22 Gi Aaxb kw¯‡hvM¨ Aciva; Ges

‡h‡nZz, Kwgk‡bi we‡ePbvq, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b DwjwLZ e¨_Zvi Rb¨, cwRevRv‡ii ksLjv, ¯"QZv Ges Rb¯v‡_ D³ Bm¨qv‡ii mKj cwiPvj‡K Rwigvbv Kiv c‡qvRb I mgxPxb;

AZGe, †m‡nZz, Kwgkb, DwjwLZ hveZxq welq we‡ePbvceK, Securities and Exchange Ordinance, 1969 Gi Section 22 [hv The Securities and Exchange (Amendment) Act, 2000 Øviv ms‡kvwaZ] ‡Z c`Ë ¶gZve‡j ev‡qwbK wm dW G·‡cvUm wjwg‡UW Gi cwiPvjK Rbve ‡gv: AwZqvi ingvb Gi Dci 03 (wZb) j¶ UvKv Rwigvbv avh¨ Kij hv AÎ Av‡`‡ki 15 (c‡bi) w`‡bi g‡a¨ ÔwmwKDwiwUR I G·‡PÄ Kwgkb Õ Gi AbK‡j Bm¨KZ e¨vsK WvdU/†c-AW©v‡ii gva¨‡g Kwgk‡b Rgv Ki‡Z n‡e |

wmwKDwiwUR I G·‡PÄ Kwgk‡bi Av‡`kµ‡g-

†gvt wRqvDj nK ‡Lv›`Kvi
‡Pqvig¨vb

weZibt

Rbve †gv: AwZqvi ingvb , cwiPvjK, ev‡qwbK wm dW G·‡cvUm wjwg‡UW

Av‡`k

‡h‡nZz, Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) Gi Section 2(g) ‡gvZv‡eK ev‡qvwbK wm dW G·‡cvUm wjwg‡UW 'issuer' wnmv‡e AwfwnZ (AZtci ÔBm¨qviÕ e‡j DwjøwLZ);

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‡h‡nZz, Securities and Exchange Rules, 1987 Gi Rule 12 Abhvqx Bm¨qvi wW‡m¤^i 31, 2008 Bs Zvwi‡L mgvß erm‡ii Rb¨ c¯'ZKZ Avw_K weeiYx Bm¨ K‡i‡Q hv M/S K. M. Alam & Co (wewae× wbix¶K), KZK wbix¶xZ n‡q‡Q Ges D³ wbix¶v cwZ‡ebb, wbix¶v msµvšZ Kvhw` m¤úv`b ceK GZ`mswkó wbix¶v cwZ‡e`b Bm¨ K‡i‡Q;

‡h‡nZz, Av‡jvP¨ wbix¶K GZ`mswkó wbix¶v cwZ‡e`‡b, Ab¨v‡b¨i g‡a¨, wb‡æv³ AwfgZ e¨³ K‡i‡Q :

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stock by tidal bore has not been admitted by the Insurance Company, which was taken into account
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(3) Advance to Parties and Advance to employees were Tk. 44,264,105.20 and 2,415,537.00
respectively. But no provision has been taken against the Advance to Parties and Advance to
employees due to old and doubtful of these advances; "

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" It also appears from the Note– 8.00: Inventories of Tk. 198,575,078.24 that most of the amounts of inventories have not been changed over the years but no provision has been made in this regard."

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চলমান............পাতা– ২

bs- GmBwm/Gb‡dvm©‡g›U/641/2007/ ZvwiLt †g 31, 2010 Bs

‡h‡nZ, Dc‡iv³ weIqmg‡ni Dci e¨vL¨v c`v‡bi Rb¨ Kwgkb KZK c`Ë cÎ bs SEC/CFD/2:34/99/494 ZvwiL Rb 10, 2009 Bs Gi Rev‡e Bm¨qvi KZK c`Ë cÎ bs bvB ZvwiL Rb 30, 2009 Bs Gi gva¨‡g †h e¨vL¨v c`vb Kiv nq Zv Kwgk‡bi wbKU m¤úb Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZ, Dc‡iv³ weIqmg‡ni djk"wZ‡Z †`Lv hvq †h, Bm¨qvi wW‡m¤i 31, 2008 Bs Zvwi‡L mgvß erm‡ii Avw_K weeiYx IAS Abhvqx c¯Z Ki‡Z e¨_ n‡q‡Q weavq D³ Avw_K weeiYx‡Z Bm¨qv‡ii ev¯e Ae¯v mwVK I ¯"Q (true and fair) fv‡e cwZdwjZ nqwb Z_v D³ i|c KgKv‡Ûi gva¨‡g Bm¨qvi Av‡jvP¨ Rules Gi mswkó weavb jsNb K‡i‡Q, hv Av‡jvP¨ Ordinance Gi Section 18 Gi m¯úó jsNb;

‡h‡nZ, Bm¨qv‡ii Dc‡iv³ e¨_Zvi Rb¨ Kwgkb KZK cÎ mÎ bs- SEC/Enforcement/641/2007/316 ZvwiL gvP 07, 2010 Bs Gi gva¨‡g Bm¨qvi I Dnvi cwiPvjKMY‡K Securities and Exchange Ordinance, 1969 Gi section 22 Gi Aaxb KviY `kv‡bv I ïbvbxi †bwUk Rvwi Kiv nq Ges gvP 21, 2010 Bs Zvwi‡L D³ ïbvbx AbwôZ nq;

‡h‡nZ, D³ ïbvbx‡Z `wLjKZ Bm¨qv‡ii cÎ bs: bvB ZvwiL gvP 21, 2010 Bs Gi gva¨‡g DwjwLZ e¨_Zv Z_v weavb jsNb msµvš— e¨vL¨v c`vb m‡švIRbK bv nIqvq Kwgk‡bi wbKU Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZ, Av‡jvP¨ Bm¨qvi GKwU cvewjK wjwg‡UW †Kv¤úvbx Ges Dnvi cwiPvjKgÊjxi m`m¨MY †Kv¤úvbxi cwZwbwaZKvix hvi wmwKDwiwUR msµvš— AvBb I Dnvi Aaxb RvixKZ wewa-weavb cwicvj‡bi Rb¨ `vqx;

‡h‡nZ, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b D³ Bm¨qvi Gi e¨e¯vcbv cwiPvjKmn mKj cwiPvj‡Ki D³ i|c e¨_Zv Securities and Exchange Ordinance, 1969 Gi Section 22 Gi Aaxb kwv¯‡hvM¨ Aciva; Ges

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wmwKDwiwUR I G·‡PÄ Kwgk‡bi Av‡`kµ‡g-

†gvt wRqvDj nK ‡Lv›`Kvi
‡Pqvig¨vb

weZibt

Rbve Gg. G. mvËvi, e¨e¯vcbv cwiPvjK, evsjv‡`k wm dW G·‡cvUm wjwg‡UW

Av‡`k

‡h‡nZ, Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) Gi Section 2(g) ‡gvZv‡eK ev‡qvwbK wm dW G·‡cvUm wjwg‡UW 'issuer' wnmv‡e AwfwnZ (AZtci ÔBm¨qviÕ e‡j DwjøwLZ);

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‡h‡nZ, Av‡jvP¨ wbix¶K GZ`mswkó wbix¶v cwZ‡e`‡b, Ab¨v‡b¨i g‡a¨, wb‡æv³ AwfgZ e¨³ K‡i‡Q :

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bs- GmBwm/Gb‡dvm©‡g›U/641/2007/ ZvwiLt †g 31, 2010 Bs

‡h‡nZz, Dc‡iv³ welqmg‡ni Dci e¨vL¨v c`v‡bi Rb¨ Kwgkb KZK c`Ë cÎ bs SEC/CFD/2:34/99/494 ZwiL Rb 10, 2009 Bs Gi Rev‡e Bm¨qvi KZK c`Ë cÎ bs bvB ZwiL Rb 30, 2009 Bs Gi gva¨‡g †h e¨vL¨v c`vb Kiv nq Zv Kwgk‡bi wbKU m¤úb Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZz, Dc‡iv³ welqmg‡ni djk"wZ‡Z †`Lv hvq †h, Bm¨qvi wW‡m¤i 31, 2008 Bs Zwi‡L mgvß erm‡ii Aw_K weeiYx IAS Abhvqx c¯Z Ki‡Z e¨_ n‡q‡Q weavq D³ Aw_K weeiYx‡Z Bm¨qv‡ii ev¯e Ae¯v mwVK I ¯"Q (true and fair) fv‡e cwZdwjZ nqwb Z_v D³ i/c KgKv‡Ûi gva¨‡g Bm¨qvi Av‡jvP¨ Rules Gi mswkó weavb jsNb K‡i‡Q, hv Av‡jvP¨ Ordinance Gi Section 18 Gi m¯úó jsNb;

‡h‡nZz, Bm¨qv‡ii Dc‡iv³ e¨_Zvi Rb¨ Kwgkb KZK cÎ mÎ bs- SEC/Enforcement/641/2007/316 ZwiL gvP 07, 2010 Bs Gi gva¨‡g Bm¨qvi I Dnvi cwiPvjKMY‡K Securities and Exchange Ordinance, 1969 Gi section 22 Gi Aaxb KviY `k©v‡bv I ïbvbxi †bwUk Rwi Kiv nq Ges gvP 21, 2010 Bs Zwi‡L D³ ïbvbx AbwôZ nq;

‡h‡nZz, D³ ïbvbx‡Z `wLjKZ Bm¨qv‡ii cÎ bs: bvB ZwiL gvP 21, 2010 Bs Gi gva¨‡g DwjwLZ e¨_Zv Z_v weavb jsNb msµvš— e¨vL¨v c`vb m‡švIRbK bv nIqvq Kwgk‡bi wbKU Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZz, Av‡jvP¨ Bm¨qvi GKwU cvewjK wjwg‡UW †Kv¤úvbx Ges Dnvi cwiPvjKgÊjx m`m¨MY †Kv¤úvbxi cwZwbwaZKvix hviv wmwKDwiwUR msµvš— AvBb I Dnvi Aaxb RvixKZ wewa-weavb cwicvj‡bi Rb¨ `vqx;

‡h‡nZz, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b D³ Bm¨qvi Gi e¨e¯vcbv cwiPvjKmn mKj cwiPvj‡Ki D³ i/c e¨_Zv Securities and Exchange Ordinance, 1969 Gi Section 22 Gi Aaxb kw¯‡hvM¨ Aciva; Ges

‡h‡nZz, Kwgk‡bi we‡ePbvq, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b DwjwLZ e¨_Zvi Rb¨, cwRevRv‡ii ksLjv, ¯"QZv Ges Rb¯v‡_ D³ Bm¨qv‡ii mKj cwiPvj‡K Rwigvbv Kiv c‡qvRb I mgxPxb;

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wmwKDwiwUR I G·‡PÄ Kwgk‡bi Av‡`kµ‡g-

†gvt wRqvDj nK ‡Lv›`Kvi
‡Pqvig¨vb

weZibt

Rbve Kvgvj Avn‡g` kvn` †bIqvR, cwiPvjK, ev‡qwbK wm dW G·‡cvUm wjwg‡UW

Av‡`k

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(2) Insurance claim of Tk. 240,770,000.00 in 2002 to the Federal Insurance Co. Ltd. against damage of
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†h‡nZ, wbixÿK Gi Dc‡iv³ AwfgZ QvWvI, Abvb¨ wel‡qi g‡a¨ wb‡æv³ welq Kwgk‡bi `wó †MvPi n‡q‡Q;

" It also appears from the Note– 8.00: Inventories of Tk. 198,575,078.24 that most of the amounts of inventories have not been changed over the years but no provision has been made in this regard."

বর্ণিত অবস্থায় প্রতীয়মাণ হয় যে, Bm¨qv‡ii wW‡m¤i 31, 2008 Bs mgvß erm‡ii wbixwÿZ Aw_K weeibx‡Z Aw_K Ae¯vi mwVK I mZ¨ Z_¨ cwZdwjZ nqwb, hv Kwgk‡bi wbKU fj Z_¨ c`vb Kiv n‡q‡Q e‡j MY¨ n‡q‡Q |

Pjgvb............cvZv- 2

bs- GmBwm/Gb‡dvm©‡g›U/641/2007/ ZvwiLt †g 31, 2010 Bs

‡h‡nZ, Dc‡iv³ wel‡q mgg‡qi Dc‡i e¨vL¨v c`v‡bi Rb¨ Kwgkb KZK c`Ë cÎ bs SEC/CFD/2:34/99/494 ZvwiL Rb 10, 2009 Bs Gi Rev‡e Bm¨y‡i KZK c`Ë cÎ bs bvB ZvwiL Rb 30, 2009 Bs Gi gva¨‡g †h e¨vL¨v c`vb Kiv nq Zv Kwgk‡bi wbKU m¤úb Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZ, Dc‡iv³ wel‡q mgg‡qi djk"wZ‡Z †`Lv hvq †h, Bm¨y‡qi wW‡m¤i 31, 2008 Bs Zvwi‡L mgvß erm‡ii Avw_K weeiYx IAS Abhvqx c¯Z Ki‡Z e¨_ n‡q‡Q weavq D³ Avw_K weeiYx‡Z Bm¨y‡qi ev¯e Ae¯v mwVK I ¯”Q (true and fair) fv‡e cwZdwjZ nqwb Z_v D³ i/c KgKv‡Ûi gva¨‡g Bm¨y‡qi Av‡jvP¨ Rules Gi msw‰kó weavb jsNb K‡i‡Q, hv Av‡jvP¨ Ordinance Gi Section 18 Gi m¯úó jsNb;

‡h‡nZ, Bm¨y‡qi Dc‡iv³ e¨_Zvi Rb¨ Kwgkb KZK cÎ mÎ bs- SEC/Enforcement/641/2007/316 ZvwiL gvP 07, 2010 Bs Gi gva¨‡g Bm¨y‡qi I Dnvi cwiPvjKM‡K Securities and Exchange Ordinance, 1969 Gi section 22 Gi Aaxb KviY `k©v‡bv I ïbvbxi †bvwUk Rvwi Kiv nq Ges gvP 21, 2010 Bs Zvwi‡L D³ ïbvbx AbywôZ nq;

‡h‡nZ, D³ ïbvbx‡Z `vwLjKZ Bm¨y‡qi cÎ bs: bvB ZvwiL gvP 21, 2010 Bs Gi gva¨‡g DwjwLZ e¨_Zv Z_v weavb jsNb msµvš— e¨vL¨v c`vb m‡šÍvlRbK bv nIqvq Kwgk‡bi wbKU Mnb‡hvM¨ e‡j we‡ewPZ nqwb;

‡h‡nZ, Av‡jvP¨ Bm¨y‡qi GKwU cvewjK wjwg‡UW †Kv¤úvbx Ges Dnvi cwiPvjKgÊjx m`m¨MY †Kv¤úvbxi cwZwbwaZKvix hvi wmwKDwiwUR msµvš— AvBb I Dnvi Aaxb RvixKZ wewa-weavb cwicvj‡bi Rb¨ `vqx;

‡h‡nZ, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b D³ Bm¨y‡qi Gi e¨e¯vcbv cwiPvjKmn mKj cwiPvj‡Ki D³ i/c e¨_Zv Securities and Exchange Ordinance, 1969 Gi Section 22 Gi Aaxb kv¯—‡hvM¨ Aciva; Ges

‡h‡nZ, Kwgk‡bi we‡ePbvq, wmwKDwiwUR msµvš— AvBb I Dnvi wewa-weavb cwicvj‡b DwjwLZ e¨_Zvi Rb¨, cwRevRv‡ii ksLjv, ¯”QZv Ges Rb¯v‡_ D³ Bm¨y‡qi mKj cwiPvjK‡K Rwigvbv Kiv c‡qvRb I mgxPxb;

AZGe, †m‡nZ, Kwgkb, DwjwLZ hveZxq wel q we‡ePbvceK, Securities and Exchange Ordinance, 1969 Gi Section 22 [hv The Securities and Exchange (Amendment) Act, 2000 Øviv ms‡kvwaZ] ‡Z c`Ë ¶gZve‡j ev‡qwbK wm dW G·‡cvUm wjwg‡UW Gi cwiPvjK, Rbve †gv: †Rvqvi`vi Ave nwbd Gi Dci 03 (wZb) j¶ UvKv Rwigvbv avh¨ Kij hv AÎ Av‡`‡ki 15 (c‡bi) w`‡bi g‡a¨ ÔwmwKDwiwUR I G·‡PÄ Kwgkb Õ Gi AbK‡j Bm¨KZ e¨vsK WvdU/†c-AW©v‡ii gva¨‡g Kwgk‡b Rgv Ki‡Z n‡e |

wmwKDwiwUR I G·‡PÄ Kwgk‡bi Av‡`kµ‡g-

†gvt wRqvDj nK ‡Lv›`Kvi
‡Pqvig¨vb

wеZibt

Rbve †gv: †Rvqvi`vi Ave nwbd, cwiPvjK, ev‡qwbK wm dW G·‡cvUm wjwg‡UW