

**No. SEC/Enforcement/740/2008/
April 15, 2009**

Padma Printers and Color Ltd. (Issuer)
Printers Building, 5, Rajuk Avenue Extn., Dhaka-1000.

Directors,
Padma Printers and Color Ltd., Printers Building, 5, Rajuk Avenue Extn., Dhaka-1000.

Managing Director
Padma Printers and Color Ltd., Printers Building, 5, Rajuk Avenue Extn., Dhaka-1000.

Company Secretary
Padma Printers and Color Ltd., Printers Building, 5, Rajuk Avenue Extn., Dhaka-1000.

Sub: Alleged non-compliance with the securities related laws in connection with the audited financial statements for the year ended on June 30, 2007: Warning.

This refers to the Commission's show cause cum hearing notice No. SEC/Enforcement/740/2008/1447 dated November 09, 2008 and subsequent notice No. SEC/Enforcement/740/2008/97 dated January 26, 2009, based on which the hearing was conducted on February 11, 2009 and your explanations submitted to the Commission vide letter dated February 10, 2009 and February 24, 2009, in respect of the said notice.

The Commission, considering your explanations/submissions and assurance that the auditor's qualifications will be addressed in the next year's accounts, 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. Executive Director (R & D), SEC
4. Director (MIS) SEC
5. Director (CFD), SEC
6. Chairman's Office, SEC