

1. Phoenix Leather Complex Limited, 180-C, Sher-E-Bangla Road, Hazaribagh, Dhaka-1209.
2. Directors, Phoenix Leather Complex Limited, 180-C, Sher-E-Bangla Road, Hazaribagh, Dhaka-1209.
3. Managing Director, Phoenix Leather Complex Limited, 180-C, Sher-E-Bangla Road, Hazaribagh, Dhaka-1209.
4. Company Secretary, Phoenix Leather Complex Limited, 180-C, Sher-E-Bangla Road, Hazaribagh, Dhaka-1209.

Sub: Non-compliance of securities laws: In connection with the matter of non-compliance of SEC Directive dated January 19, 2009 in connection with the Corporate Governance Guidelines: Warning.

This refers to the Commission's show cause cum hearing notice No.SEC/Enforcement/665/2008/455 dated June 23, 2009 and submission of your explanation to the Commission vide letter dated June 30, 2009.

The Commission, considering your above mentioned letter dated June 30, 2009 that you have already complied with the requirement of our directive No.SEC/Enforcement/665/2008/69 dated January 19, 2009 has decided to dispose of the proceedings against Phoenix Leather Complex Limited and others concerned 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 the said default.

For Securities and Exchange Commission

Kamrul Anam Khan
Director

Copy for information:

Chief Executive Officer, Dhaka Stock Exchange Ltd.
Chief Executive Officer, Chittagong Stock Exchange Ltd.
P.O. to Director (MIS/R&D), SEC
P.O. to Director (CFD), SEC
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