

**No. SEC/Enforcement/645/2007/
May 25, 2008**

Prime Insurance Company Limited (Issuer)
63, Dilkusha C/A, Dhaka-1000

Directors
Prime Insurance Company Limited, 63, Dilkusha C/A, Dhaka-1000

Managing Director
Prime Insurance Company Limited, 63, Dilkusha C/A, Dhaka-1000

Company Secretary
Prime Insurance Company Limited, 63, Dilkusha C/A, Dhaka-1000

Sub: Alleged non-compliance with securities related laws in connection with the audited financial statements for the year ended on December 31, 2006: Warning.

This refers to the Commission's show cause cum hearing notice No. SEC/Enforcement/645/2007/46 dated January 17, 2008, based on which the hearing was conducted on April 16, 2008 and your explanations submitted to the Commission vide letter dated April 16, 2008, in respect of the said notice.

The Commission, considering the issuer's explanations/submissions, has decided to dispose of the proceedings against Prime Insurance Company Limited by placing on record the Commission's dissatisfaction on the default/contravention made by the issuer and its directors as well, with a warning to ensure compliance of all securities related laws in future.

Please note that this disposal does not absolve the issuer or any of its director or officers concerned from their lawful responsibilities/obligations to the persons, if any, affected as a result of the issuer's above said default/contravention.

For the Securities and Exchange Commission

Md. Mizanur Rahman
Executive Director

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