evsjv‡`k wmwKDwiwUR A¨vÛ G·‡PÄ Kwgkb
Rxeb exgv UvIqvi (15, 16, 17 I 21 Zjv)
10 w`jKkv ev/G, XvKv-1000, evsjv‡`k|

bs-GmBwm/Gb‡dvm‡g›U/1068/2013/361 ZwiLt 17
Rb 2013 Bs

লংকাবাংলা ইনভেস্টমেন্ট লি:
BDbm †UW †m›Uvi
‡j‡fj-21
52-53, w`jKkv ev/G, XvKv-1000

welq: Av‡`k|

Kwgk‡bi 17 Rb 2013 Bs Zwi‡Li Av‡`k bs bs- bs-GmBwm/Gb‡dvm‡g›U/1068/2013/362 Gi mZ¨wqZ Abywjwc Avcbvi AeMwZ I c‡qvRbxq e¨e¯v Mn‡bi Rb¨ GZ`ms‡M msh³ Kiv n‡jv|

evsjv‡`k wmwKDwiwUR I G·‡PÄ Kwgk‡bi c‡¶

†gvnv¤§` †nv‡mb Lvb
Dc-cwiPvjK

weZibt

cavb wbevnx KgKZv, XvKv óK G·‡PÄ wjwg‡UW
cavb wbevnx KgKZv, PÆMvg óK G·‡PÄ wjwg‡UW

AeMwZi Rb¨ Abywjwc:

1| wbevnx cwiPvjK, AvBb, GmBwm
2| wbevnx cwiPvjK, GgAvBGm, GmBwm
3| wbevnx cwiPvjK, wmAvB, GmBwm
4| Bbw÷wUDU Ae PvUvW GKvDb‡U›U Ae evsjv‡`k
5| †Pqvig¨vb g‡nv`‡qi `ßi, GmBwm

‡dvb (wcGweG·) : 88 02 9568101-2, 88 02 9561525, d¨v· : 88 02 9563721, 7176604B-‡gBj : secbd@bdmail.net I‡qe : www.secbd.org

evsjv‡`k wmwKDwiwUR A¨vÛ G·‡PÄ Kwgkb
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10 w`jKkv ev/G, XvKv-1000, evsjv‡`k|

bs-GmBwm/Gb‡dvm©‡g›U/1068/2013/ ZvwiLt Rb 2013 Bs

Av‡`k

‡h‡nZ, 'Securities and Exchange Commission (Right Issue) Rules, 2006' Gi 3(h) Abhvqx "Profitability record in the immediate Proceeding year";

‡h‡nZ, gvBWvm dvBb¨vÝs wjwg‡UW (Bm¨vqvi) Gi 30 Rb, 2012 Zvwi‡L mgvß Avw_K erm‡i †jvKmvb (bxU ÿwZ) nIqv m‡Ë¡I LankaBangla Investments Limited, Midas Financing Limited Gi Manager to the issue wnmv‡e ivBU †kqvi Bm¨i Rb¨ Due diligence c`vb K‡i, hv Securities and Exchange Commission (Right Issue) Rules, 2006 Gi Rule 3(h) Gi m¯úó jsNb;

‡h‡nZ, Kwgkb Dc‡iwjwLZ AvBb cwicvj‡b e¨_Zvi `i"b LankaBangla Investments Limited Gi eivei GKwU show-cause-cum-hearing notice mÎ bs-SEC/Enforcement/1068/2013/130 ZvwiL 06 ‡de"qvix 2013 Bs †ciY K‡i Ges 25 ‡de"qvix 2013 Bs Zvwi‡L kbvbxi w`b avh¨ K‡i Ges avh¨KZ Zvwi‡L LankaBangla Investments Limited Gi cwZwbwa Dcw¯Z n‡q 25 ‡de"qvix 2013 Bs Zvwi‡Li c‡Îi gva¨‡g wjwLZ e³e¨ `wLj K‡ib| hv‡Z Ab¨v‡b¨i g‡a¨, wb‡bv³ welq¸wji D‡jL Av‡Q:-

LankaBangla Investments limited -manager to the issue submitted a written explanation vides letter No. Ref: 01/L-0085/2013 dated February 25, 2013 stating, among others, the following:-

"........we want to confirm that there has been no misrepresentation, false or overstated information in this regard.

- As the primary regulator of MIDAS, Bangladesh Bank (BB) issued an **order** to raise paid-up capital up to Tk. 100 Crore (ref: DFIM(C) 1054/41/ 2012-487, dated July 11, 2012, attached herewith) by mentioning the particular mode of capital raising i.e. **issuing rights share** within stipulated time. BB also periodically asked for the progress of the right issuance process.
- Under this circumstances, MFL was compelled to propose a rights offer as per BB directive, for being a listed company and considering existing shareholders benefit, it had no other means to raise capital; even incurring a loss in the immediate preceding year.
- The particular declaration in the due diligence certificate contains two parts, the first one referring full and fair disclosures and second part referring to requirements. Being the issue manager, as stated in the Due Diligence Certificate, we prepared the Draft Rights Offer Document (ROD) with full and fair disclosures about the Rights Issue. Moreover, we have not made any false or incorrect information in the Draft ROD. Rather, we have reasonably disclosed the profitability records (which is negative for the preceding year) of the Issuer in the Draft Rights Offer Document.
- We assumed that since failing to comply its Primary Regulator's requirements to increase capital meant risk of losing license as an NBFI, and BB has specifically ordered to issue right shares and in addition, being MFL is a listed company and having no other means to raise capital, BSEC would consider exemption from the requirement (Rule 3-h).

However, now we understand that our assumption was wrong and BSEC strictly followed its rules. Under these circumstances, we seek consideration from BSEC in a sympathetic manner and we assure you that we should be more careful as this has been a lesson for us."

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10 w`jKkv ev/G, XvKv-1000, evsjv‡`k|

Aci c„ôvq `ªóe¨-

côv-02

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2013 Bs

‡h‡nZ, LankaBangla Investments Limited Gi wjwLZ e³e¨ †_‡K m¯úó cZxqgvb nq †h, ïbvbxi †bwU‡ki Awf‡hvMmgn LankaBangla Investments Limited ¯xKvi K‡i‡Q hv wmwKDwiwUR AvBb cwicvj‡b e¨_Zv weavq section 22 of the Securities and Exchange Ordinance, 1969 Abhvqx kvw¯‡hvM¨ Aciva, hv †Kvbfv‡eB ¶gv‡hvM¨ b‡n;

‡h‡nZ, Kwgk‡bi we‡ePbvq, wmwKDwiwUR AvBb cwicvj‡b DwjwLZ e¨_Zvi Rb¨, Z_v cwRevRv‡ii Dbq‡bi cvkvcwk evRv‡ii ksLjv I ¯”QZv i¶vi ¯v‡_ D³ Bm¨g¨v‡bRvi†K Rwigvbv Kiv c‡qvRb I mgxPxb;

AZGe, †m‡nZ, Kwgkb, DwjwLZ hveZxq welq we‡ePbvceK, Securities and Exchange Ordinance, 1969 (Ordinance No. XVII of 1969) Gi section 22 [hv The Securities and Exchange (Amendment) Act, 2000 Øviv ms‡kwaZ] G c`Ë ¶gZve‡j LankaBangla Investments Limited Gi Dci 2 (`B) j¶ UvKv Rwigvbv avh¨ Kij hv AÎ Av‡`‡ki ZwiL n‡Z 15 (c‡bi) w`‡bi g‡a¨ ÔwmwKDwiwUR I G·‡PÄ KwgkbÕ Gi AbK‡j Bm¨KZ e¨vsK WªvdU/†c-AW©v‡ii gva¨‡g Kwgk‡b Rgv Ki‡Z n‡e|

wmwKDwiwUR I G·‡PÄ Kwgk‡bi
Av‡`kµ‡g,

Aa¨vcK W: Gg Lvqi“j †nv‡mb
‡Pqvig¨vb

weZibt

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10 w`jKkv ev/G, XvKv-1000, evsjv‡`k|

‡dvb (wcGweG·) : 88 02 9568101-2, 88 02 9561525, d¨v· : 88 02 9563721, 7176604B-‡gBj : secbd@bdmail.net I‡qe : www.secbd.org