"If you have any query about this document, you may consult issuer, issue manager and underwriter"

PROSPECTUS

of

C & A TEXTILES LIMITED

Head Office: House # 127 (2nd Floor), Road # 10,
Block # C, Niketon, Gulshan-1, Dhaka-1212
Tel: +880-02-9862611, Fax: +880-02-9862055
E-mail: info@cnatextiles.com
Web address: www.cnatextiles.com

Public Issue of 45,000,000 Ordinary Shares of Tk. 10.00 each at par amounting to Tk. 450,000,000.00

Subscription opening and closing date:

For Resident Bangladeshis: Opening Date: November 09, 2014; Closing Date: November 13, 2014
For Non-Resident Bangladeshis: Opening Date: November 09, 2014; Closing Date: November 22, 2014

MANAGERS TO THE ISSUE:

AFC CAPITAL LIMITED
Tanaka Tower (2nd Floor), 42/1/Gha,
Segun Bagicha, Dhaka-1000
Tel: +88-02-7120795; +88-02-7121348
Fax: +88-02-7121348, +88-02-9550040
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IMPERIAL CAPITAL LIMITED
Shaiham Sky View Tower (3rd Floor),
45 Bijoy Nagar, Dhaka-1000
Tel: +88-02-9361870
Fax: +88-02-9361870
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UNDERWRITERS:

AFC CAPITAL LIMITED
Tanaka Tower (2nd Floor), 42/1/Gha,
Segun Bagicha, Dhaka-1000.

MTB CAPITAL LIMITED
WW Tower (5th Floor)
68 Dilkusha C/A, Dhaka-1000.

BD FINANCE CAPITAL HOLDINGS LIMITED
64, Motijheel C/A, Dhaka-1000.

ICB CAPITAL MANAGEMENT LIMITED
BDBL Bhaban (Level - 16), 8 Rajuk Avenue, Dhaka 1000.

SBL CAPITAL MANAGEMENT LIMITED
Head Office-Metropolitan Chamber Building (Ground Floor), 122-124 Motijheel, C/A, Dhaka-1000.

AIBL CAPITAL MANAGEMENT LIMITED
Peoples Insurance Bhaban (7th Floor),
36 Dilkusha C/A, Dhaka-1000.

Issue date of the prospectus: ---------
The issue shall be placed in 'N' category

"CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969, AND THE SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2006. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE ISSUER COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS SECURITIES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ISSUER, ITS DIRECTORS, CHIEF EXECUTIVE OFFICER/CHIEF FINANCIAL OFFICER, ISSUE MANAGER, UNDERWRITER AND/OR AUDITOR"

AVAILABILITY OF PROSPECTUS

The Prospectuses of the Company shall be obtained from the following addresses:

NAME & ADDRESS	CONTACT PERSON	CONTACT NUMBER
COMPANY		
C & A TEXTILES LIMITED House # 127 (2nd Floor), Road # 10, Block # C, Niketon, Gulshan-1, Dhaka-1212.	**Md. Jamal Uddin Patwary** Chief Financial Officer	Tel: +880-02-9862611 Fax: +880-02-9862055 Email: cfo@cnatextiles.com
ISSUE MANAGERS		
AFC CAPITAL LIMITED Tanaka Tower (2nd Floor), 42/1/Gha, Segun Bagicha, Dhaka-1000.	**Md. Abul Basar Parvez** Senior Executive Officer	Tel: +88-02-7120795; 7121348 Fax: +88-02-7121348; 9550040 Email: capital.afc@gmail.com
IMPERIAL CAPITAL LIMITED Shaiham Sky View Tower (3rd Floor), 45 Bijoy Nagar, Dhaka-1000	**Md. Salauddin Sikder FCMA** CEO & Managing Director	Tel: +88-02-9361870 Fax: +88-02-9361870 E-mail: salauddin_sikder@yahoo.com
UNDERWRITERS		
AFC CAPITAL LIMITED Tanaka Tower (2nd Floor), 42/1/Gha, Segun Bagicha, Dhaka-1000.	**Mahbub H. Mazumdar FCMA** Chief Executive	Tel: +88-02-7120795; 7121348 Fax: +88-02-7121348; 9550040 Email: capital.afc@gmail.com
BD FINANCE CAPITAL HOLDINGS LIMITED 64, Motijheel C/A, Dhaka-1000.	**Mohammed Ahsan Ullah** Managing Director & CEO	Tel: +88-02-9588186-7 Fax: +88-02-9588185 Email: info@bdcapital.com.bd
ICB CAPITAL MANAGEMENT LIMITED BDBL Bhaban (Level - 16), 8 Rajuk Avenue, Dhaka 1000.	**Md. Moshiur Rahman** Chief Executive Officer	Tel: +88-02-7160326-7 Fax: +88-02-9555707 E-mail: ceocmcl@accesstel.net
MTB CAPITAL LIMITED WW Tower (5th Floor), 68 Dilkusha C/A, Dhaka-1000.	**Khairul Bashar A. T. Mohammed** Chief Executive Officer & SVP	Tel: +88-02-7170138-9, +88-02-7162943 Fax: +88-02-9555654 E-mail: info.mtbcap@mutualtrustbank.com
AIBL CAPITAL MANAGEMENT LIMITED Peoples Insurance Bhaban (7th Floor), 36 Dilkusha C/A, Dhaka-1000.	**Md. Golam Sarwar Bhuiyan** Chief Executive Officer	Tel: +88-02-9560198, +88-02-9568007 Fax: +88-02-9575379 E-mail: cml@al-arafahbank.com
SBL CAPITAL MANAGEMENT LIMITED Head Office-Metropolitan Chamber Building (Ground Floor), 122-124 Motijheel, C/A, Dhaka-1000.	**Mohammed Anisuzzaman Chowdury** First AVP	Tel: +88-02-7175698, +88-02-9515484 Fax: +88-02-9515627 Email:topu36@yahoo.com

STOCK EXCHANGES	AVAILABLE AT	CONTACT NUMBER
DHAKA STOCK EXCHANGE LTD. 9/F Motijheel C/A, Dhaka 1000	DSE Library	Tel: +88-02-9564601, 9576210-18 Fax: +88-02-9564727 9569755 Email: dse@bol-online.com
CHITTAGONG STOCK EXCHANGE LTD. CSE Building, 1080, Sheikh Mujib Road, Chittagong 4100	CSE Library	Tel: +88(0) 31-714632-3; 720871 Fax: +88(0) 31-714101 E-mail: info@cse.com.bd

Prospectus would also be available on the web site of BSEC (www.sec.gov.bd), DSE (www.dsebd.org), CSE (www.csebd.com), C & A Textiles Limited (www.cnatextiles.com) and AFC Capital Limited (www.afccapital.org) and Public Reference Room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and studying.

AUDITOR'S INFORMATION

Name	Address	Contact No.
Shiraz Khan Basak & Co. Chartered Accountants	R. K. Tower, Level-10 86, Bir Uttom C. R Datta Road, Hatirpool, Dhaka-1205.	Tel: +88-02-8651165 Fax: +88-02-8621575 Email: shirazkhanbasak@yahoo.com

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ACRONYMS

A

AGM	Annual General Meeting
Allotment	Allotment of shares
AFCCL	AFC Capital Limited

B

BAS	Bangladesh Accounting Standards
BDT	Bangladeshi Taka
BO A/C	Beneficiary Owner's Account
BOI	Board of Investment
BTMA	Bangladesh Textile Mills Association
BB	Bangladesh Bank
BSEC	Bangladesh Securities and Exchange Commission

C

CATL	C & A Textiles Limited
CDBL	Central Depository Bangladesh Limited
CFO	Chief Financial Officer
CIB	Credit Information Bureau
CSE	Chittagong Stock Exchange Limited
Certificate	Share Certificate

D

DSE	Dhaka Stock Exchange Limited

E

EPB	Export Promotion Bureau
EU	European Union
ETP	Effluent Treatment Plant
Exchanges	Stock Exchanges
EPS	Earnings Per Share

F

FC A/C	Foreign Currency Account
FDR	Fixed Deposit Receipt
FOB	Free on Board
FY	Fiscal Year

G

GBP	Great Britain Pound
GOB	Government of Bangladesh

I

IPO	Initial Public Offering
Issue Managers	AFC Capital Limited & Imperial Capital Limited
Issuer	C & A Textiles Limited
ICL	Imperial Capital Limited

L

L/C	Letter of Credit

N

NAV	Net Asset Value
NBR	National Board of Revenue
NRB	Non Resident Bangladeshi
NBFI	Non-Banking financial Institution

O

Offering Price	Price of the Securities of CATL

P

PE	Price to Earnings

R

RJSC	Registrar of Joint Stock Companies and Firms
RMG	Ready Made Garments

S

Sponsors	The sponsor shareholders of CATL
STD A/C	Short Term Deposit Account

U

USD	United States Dollar

V

VAT	Value Added Tax

GENERAL INFORMATION

AFC Capital Limited (AFCCL) & Imperial Capital Limited (ICL) (The Managers to the Issue) have prepared this Prospectus based on the information provided by **C & A Textiles Limited (CATL)** (The Issuer) and also upon several discussions with the Chairman, Managing Director and related executives of the Company. The Directors including Managing Director of the Issuer and that of the Issue Managers collectively and individually, having made all reasonable inquiries, confirm that to the best of their knowledge and belief, the information contained herein is true and correct in all material respect and that there are no other material facts, the omission of which, would make any statement herein misleading.

The form and content of the prospectus was developed under the guidelines of the Securities and Exchange Commission (Public Issue) Rules, 2006.

No person is authorized to give any information or to make any representation not contained in this Prospectus and if given or made, any such information or representation must not be relied upon as having been authorized by the Company or Issue Managers.

The Issue as contemplated in this document is made in Bangladesh and is subject to the exclusive jurisdiction of the courts of Bangladesh. Forwarding this Prospectus to any person resident outside Bangladesh in no way implies that the Issue is made in accordance with the laws of that country or is subject to the jurisdiction of the laws of that country.

This Prospectus should be read in conjunction with the Audited Financial Statements including Notes for the period ended December 31, 2013.

The proposed issue of capital of C & A Textiles Limited would only be executed upon obtaining necessary regulatory approvals.

A copy of this Prospectus may be obtained from the Head Office of **C & A Textiles Limited** (The Issuer), **AFC Capital Limited & Imperial Capital Limited** (The Managers to the Issue), the underwriters and the Stock Exchanges where the securities will be traded.

PART I: STATUTORY CONDITIONS AND DISCLOSURES

A. DISCLOSURES IN RESPECT OF ISSUANCE OF SECURITIES IN DEMATERIALIZED FORMAT

"As per provision of the Depository Act, 1999 and regulation made there-under, shares of the company will be issued in dematerialized form only and for this purpose C & A Textiles Limited has signed an agreement with the Central Depository Bangladesh Limited (CDBL). Therefore, all transfer/transmission/splitting will take place in the CDBL system and any further issuance of shares (rights/bonus) will be issued in dematerialized form only.

B. CONDITIONS UNDER 2CC OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969

PART–A

1. The company shall go for Initial Public Offer (IPO) for 45,000,000 ordinary shares of Tk. 10/- each at par totaling Tk. 45,00,00,000/- through IPO only following the Securities and Exchange Commission (Public Issue) Rules, 2006, the Depository Act, 1999 and regulations made there under.

2. The abridged version of the prospectus, as approved by the Commission, shall be published by the issuer in 4 (Four) national daily newspapers (two in Bangla and two in English), within **05 (Five) working days** of issuance of the consent letter. The issuer shall post the full prospectus, vetted by the Bangladesh Securities and Exchange Commission, in the issuer's website and shall also put on the websites of the Commission, stock exchanges, and the issue managers, within **5 (Five) working days** from the date of issuance of this letter and shall remain posted till the closure of the subscription list. The issuer shall submit to Bangladesh Securities and Exchange Commission, the stock exchanges and the issue managers a diskette containing the text of the vetted prospectus in "MS -Word" format.

3. Sufficient copies of prospectus shall be made available by the issuer so that any person requesting a copy may receive one. A notice shall be placed on the front of the application form distributed in connection with the offering, informing that interested persons are entitled to a prospectus, if they so desire, and that copies of prospectus may be obtained from the issuer and the issue managers. The subscription application shall indicate in bold type that no sale of securities shall be made, nor shall any money be taken from any person, in connection with such sale until 25 (**Twenty five) days** after the prospectus has been published.

4. The company shall submit **40 (Forty)** copies of the printed prospectus to the Bangladesh Securities and Exchange Commission for official record within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper.

5. The issuer company and the issue manager shall ensure transmission of the prospectus, abridged version of the prospectus and relevant application forms for NRBs through email, simultaneously with publication of the abridged version of the prospectus, to the Bangladesh Embassies and Missions abroad and shall also ensure sending of the printed copies of abridged version of the prospectus and application forms to the said Embassies and Missions within **05 (Five) working days** of the publication date by Express Mail Service (EMS) of the postal department. A compliance report shall be submitted in this respect to the Bangladesh Securities and Exchange Commission jointly by the issuer and the Issue Manager within **02 (Two) working** days from the date of said dispatch of the prospectus and the forms.

6. The paper clipping of the published abridged version of the prospectus, as mentioned at **condition no. 2 above**, shall be submitted to the Commission within 24 hours of the publication thereof.

7. The company shall maintain separate bank account(s) for collecting proceeds of the Initial Public Offering and shall also open Foreign Currency (FC) account(s) to deposit the application money of the Non Resident Bangladeshis (NRBs) for IPO purpose, and shall incorporate full particulars of said FC account(s) in the prospectus. The company shall open the above-mentioned accounts for IPO purpose; and close these accounts after refund of over-subscription money. Non-Resident Bangladeshi (NRB) means Bangladeshi citizens staying abroad including all those who have dual citizenship (provided they have a valid Bangladeshi passport) or those, whose foreign passport bear a stamp from the concerned Bangladesh Embassy to the effect that no visa is required for traveling to Bangladesh.

8. The issuer company shall apply to all the stock exchanges in Bangladesh for listing within **7 (Seven) working days** from the date of issuance of this letter and shall simultaneously submit the vetted prospectus with all exhibits, as submitted to the Bangladesh Securities and Exchange Commission, to the stock exchanges.

9. The following declaration shall be made by the company in the prospectus, namely: -

   "**Declaration about Listing of Shares with the stock exchange (s):**

   None of the stock exchange(s), if for any reason, grants listing within **75 (Seventy Five) days** from the closure of subscription, any allotment in terms of this prospectus shall be void and the company shall refund the subscription money within **15 (Fifteen) days** from the date of refusal for listing by the stock exchanges, or from the date of expiry of the said **75 (Seventy Five) days**, as the case may be.

   In case of non-refund of the subscription money within the aforesaid **15 (Fifteen) days**, the Directors of the company, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of **2% (Two Percent) per month** above the bank rate, to the subscribers concerned.

   The issue managers, in addition to the issuer company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within **07 (Seven) days** of expiry of the aforesaid **15 (Fifteen) days** time period allowed for refund of the subscription money."

10. The subscription list shall be opened and the sale of securities commenced after **25 (Twenty Five) days** of the publication of the abridged version of the prospectus and shall remain open for **5 (Five) consecutive banking days**.

11. A non-resident Bangladeshi shall apply either directly by enclosing a foreign demand draft drawn on a bank payable at Dhaka, or through a nominee by paying out of foreign currency deposit account maintained in Bangladesh or in Taka, supported by foreign currency encashment certificate issued by the concerned bank, for the value of securities applied for through crossed bank cheque marking "Account Payee only". The NRB applicants shall send applications to the issuer company within the closing date of the subscription so as to reach the same to the company by the closing date plus **09 (Nine) days.** Applications received by the company after the above time period will not be considered for allotment purpose.

12. The Company shall apply the spot buying rate (TT clean) in US Dollar, UK Pound Sterling and Euro of Sonali Bank Ltd, which shall be mentioned in the Prospectus, as prevailed on the date of opening of the subscription for the purpose of application of the NRBs and other non-Bangladeshi persons, where applicable.

13. The Company and the issue manager shall ensure prompt collection/clearance of the foreign remittances of NRBs and other non-Bangladeshi(s), if applicable, for allotment of shares.

14. Upon completion of the period of subscription for securities, the issuer and the issue manager shall jointly provide the Commission and the stock exchanges with the preliminary status of the subscription within **5 (Five) working days**, in respect of the following matters, namely: -

    a. Total number of securities for which subscription has been received;
    b. Amount received from the subscription; and
    c. Amount of commission paid to the bankers to the issue.

15. The issuer and the issue manager shall jointly provide the Commission and the stock exchanges with the list of valid and invalid applicants (i.e. final status of subscription) in electronic form in **02 (Two) CDs** and final status of subscription to the Commission within **03 (Three) weeks** after the closure of the subscription along with bank statement (original), branch-wise subscription statement. The list of valid and invalid applicants shall be finalized after examination with the CDBL in respect of BO accounts and particulars thereof.

16. The IPO shall stand cancelled and the application money shall be refunded immediately (but not later than **05 (Five) weeks** from the date of the subscription closure), if any of the following events occur:

    (a) Upon closing of the subscription list it is found that the total number of valid applications (in case of under subscription including the number of the underwriter) is less than the minimum requirement as specified in the listing regulations of the stock exchange(s) concerned; or

    (b) At least 50% of the IPO is not subscribed.

17. **20% of total public offering shall be reserved for ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারী, 10% of total public offering shall be reserved for non-resident Bangladeshi (NRB) and 10% for mutual funds and collective investment schemes registered with the Commission, and the remaining 60% shall be open for subscription by the general public. In case of under-subscription under any of the 20% and 10% categories mentioned above, the unsubscribed portion shall be added to the general public category and, if after such addition, there is over subscription in the general public category, the issuer and the managers to the issue shall jointly conduct an open lottery of all the applicants added together.**

18. All the applicants shall first be treated as applied for one minimum market lot of **500 shares worth Taka 5,000/- (Taka Five thousand only)**. If, on this basis, there is over subscription, then lottery shall be held amongst the applicants allocating one identification number for each application, irrespective of the application money. In case of over-subscription under any of the categories mentioned hereinabove, the issuer and the issue managers shall jointly conduct an open lottery of all the applications received under each category separately in presence of representatives from the issuer, the stock exchanges and the applicants, if there be any.

19. **An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case, an applicant submits more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**

20. **The applicant shall provide with the same bank account number in the application form as it is in the BO account of the application.**

21. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money too.**

22. Lottery (if applicable) shall be held within **4 (Four) weeks** from closure of the subscription date.

23. The company shall issue share allotment letters to all successful applicants within **05 (Five) weeks** from the date of the subscription closing. Within the same time, refund to the unsuccessful applicants shall be made in the currency in which the value of securities was paid for by the applicants without any interest, through direct deposit to the applicant's bank account as far as possible/ Account Payee Cheque/ refund warrants with bank account number, bank's name and branch as indicated in the securities application forms payable at Dhaka/ Chittagong/ Khulna/ Rajshahi/ Barisal/ Sylhet/ Bogra, as the case may be subject to condition no. 20 above.

    Refund money of the unsuccessful applicants shall be credited directly to their respective bank accounts, who have chosen the option in the IPO application forms, as maintained with the bankers to the issue or any other banks mentioned in the application.

    A compliance report in this regard shall be submitted to the Commission within **07 (Seven) weeks** from the date of closure of subscription.

24. The company shall furnish the List of Allotees to the Commission and the stock exchange(s) simultaneously in which the shares will be listed, within **24 (Twenty Four) hours** of allotment.

25. In the event of under-subscription of the public offering, the unsubscribed portion of securities shall be taken up by the underwriter(s) (subject to Para -16 above). The issuer must notify the underwriters to take up the underwritten shares within **10 (Ten) days** of the closing of subscription on full payment of the share money within **15 (Fifteen) days** of the issuer's notice. The underwriter shall not share any underwriting fee with the issue managers, other underwriters, issuer or the sponsor group.

26. All issued shares of the issuer at the time of according this consent shall be subject to a **lock-in period of 03 (Three) years** from the date of issuance of prospectus or commercial operation, whichever comes later.

    Provided that the persons (other than Directors and those who hold 5% or more shares in the company), who have subscribed to the shares of the company within immediately preceding two years of according consent shall be subject to a **lock-in period of 01 (One) year** from the date of issuance of prospectus or commercial operation, whichever comes later.

27. **In respect of shares of Sponsors/Directors/Promoters (if in paper format) shall be handed over to security custodian bank registered with the BSEC and shall remain till completion of lock in and the name and branch of the bank shall be furnished to the Commission jointly by the issuer and Issue Managers, along with a confirmation thereof from the custodian bank, within one week of listing of the shares with the stock exchange(s). Or they (shares of Sponsors/ Directors/ Promoters) can be demated and will remain in lock-in under CDBL system and issuer will submit a dematerialization confirmation report generated by CDBL and attested by Managing Director of the company along with lock-in confirmation with BSEC within one week of listing of the shares with the stock exchange(s). In respect of shares other than Sponsors/Directors/Promoters the issuer will ensure their lock-in of those shares and submit a statement to this effect to the Bangladesh Securities and Exchange Commission.**

28. The company shall apply to the stock exchanges for listing within **07 (Seven) working days** of issuance of this letter and shall simultaneously submit to the Commission attested copies of the application filed with the stock exchanges.

29. **The company shall not declare any benefit/dividend other than cash based on the financial statements for the period ended on 30 June, 2013 before listing of its capital with stock exchange(s).**

30. **Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of the application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.**

PART–B

1. In addition to the existing IPO application process, applicants can also apply through their Stockbroker/Merchant Bankers in the following process:

Step-1 (Applicant)

a. Applicants other than Non-resident Bangladeshi (NRB) and Foreign applicants for public issue of securities shall submit application/instruction, within the subscription period, to the Stockbroker/ Merchant Banker where the applicant maintains BO account.

b. The application/instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time the applicant shall make the application money available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. Application/instructions shall be preserved by the same Stockbroker/Merchant Banker up to 6 months from listing of the securities with exchange.

Step-2 (Intermediary)

a. The Stockbroker/Merchant Banker shall maintain separate bank account only for this purpose namely “Public Issue Application Account”. The Stockbroker/Merchant Banker shall verify the availability of fund and if find in order, block the customer account for an amount equivalent to the application money, accumulate all the application/instructions received up to the subscription closing date, deposit the amount in the “Public Issue Application Account” maintained with its bank, instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard. In case of application submitted by the Stock-dealer or the Merchant Banker’s own portfolio, the application amount should also be transferred to the “Public Issue Application Account”.

b. Banker of the Stockbroker/Merchant Banker shall block the account(s) as requested for, issue a certificate confirming the same and provide it to the respective Stockbroker/Merchant Banker. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and within 03 (three) working days from the subscription closing date, send it to the issuer both in electronic (text format with tilde ‘~’ separator) and printed format along with the certificate issued by its banker.

Step-3 (Issuer)

a. The issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text format with tilde '~' separator) format in a CDROM to CDBL for verification. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not. Along with the verification report, CDBL shall provide the issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account Information and Bank Account Information. After receiving verification report and information from CDBL, the issuer shall scrutinize the applications, prepare category wise consolidated lists of the valid and invalid applications, submit status reports of subscription to the Commission and the stock exchanges and conduct lottery in line with the conditions of the consent letter.

b. Within 02 (two) working days of conducting lottery, the issuer shall:
   i. send the lists of the successful and unsuccessful applicants (other than NRB and foreign) in electronic (text format with tilde '~' separator) and printed format to the Stockbroker/Merchant Banker, request them to unblock the amount blocked earlier and remit the amount of successful applicants to the issuers respective Escrow Account opened for subscription purpose.

   ii. issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Stockbroker/Merchant Bankers. To credit the allotted shares to the respective BO accounts, the issuer shall send consolidated allotment data (BOID and number of securities) in text format in a CDROM to CDBL.

Step-4 (Intermediary)

a. On the next working day of receiving the documents from the issuer and issue manager, the stockbroker/Merchant Banker shall request its banker to release the amount blocked earlier and remit the aggregate amount of successful applicants deducting service charge to the 'Escrow' account of the issuer opened for the subscription purpose.

b. On the next working day of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the issuer's 'Escrow' account. Simultaneously, the stockbrokers/Merchant Bankers shall unblock the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions.

Miscellaneous:

a. The issuer and Issue Manager(s) shall jointly ensure compliance of the above.

b. The Stockbroker/Merchant Banker shall be entitled to service charge at a rate of 0.05% on the total amount of application money received by them. The service charge shall be paid by the issuer and deducted by the Stockbroker/Merchant Banker from the amount of successful applicants while remitting to the issuer. In case of shortage of the service charge, the Stockbroker/Merchant Banker shall send a bill to the issuer and the issuer shall pay it within 02 (two) working days. The Stockbroker/Merchant Banker shall provide the issuer with a statement of the remittance amount and the processing fee.

2. The above application process is a pilot project and optional for investors, i.e. investors can apply either following new process through stockbroker/merchant banker or in existing process through banker to the issue.

3. List of the Stockbroker/Merchant Bankers participating in the pilot project shall be disclosed in the prospectus and abridged version thereof. Only the applicants maintaining accounts with the Stockbroker/Merchant Bankers name contained in the list can apply through the new process.

PART–C

1. The issuer and the issue manager shall ensure that the abridged version of the prospectus and the full prospectus is published correctly and in strict conformity with the conditions of this letter without any error/omission, as vetted by the Bangladesh Securities and Exchange Commission.

2. The issue manager shall carefully examine and compare the published abridged version of the prospectus on the date of publication with the copy vetted by the Bangladesh Securities and Exchange Commission. If any discrepancy/ inconsistency is found, both the issuer and the issue manager shall jointly publish a corrigendum immediately in the same newspapers concerned, simultaneously endorsing copies thereof to the Bangladesh Securities and Exchange Commission and the stock exchange(s) concerned, correcting the discrepancy/inconsistency as required under 'Due Diligence Certificates' provided with the Bangladesh Securities and Exchange Commission.

3. Both the issuer company and the issue manager shall, immediately after publication of the prospectus and its abridged version, jointly inform the Commission in writing that the published prospectus and its abridged version are verbatim copies of the same as vetted by the Commission.

4. The fund collected through Public Offering shall not be utilized prior to listing with stock exchanges and that utilization of the said fund shall be effected through banking channel, i.e. through account payee cheque, pay order or bank drafts etc.

5. The company shall furnish status report on utilization of public offering proceeds audited by foreign affiliated auditors and authenticated by the board of directors to the Commission and to the stock exchanges within **15 (Fifteen) days** of the closing of **each month** until such fund is fully utilized, as mentioned in the schedule contained in the prospectus, and in the event of any irregularity or inconsistency, the Commission may employ or engage any person, at issuer's cost, to examine whether the issuer has utilized the proceeds for the purpose disclosed in the prospectus. **While certifying fund utilization, the auditors have to confirm that assets have been procured / imported / constructed at reasonable price.**

6. All transactions, excluding petty cash expenses, shall be effected through the company's bank account(s).

7. Proceeds of the Public Offering shall not be used for any purpose other than those specified in the prospectus. Any deviation in this respect must have prior approval of the shareholders in the shareholders Meeting under intimation to Bangladesh Securities and Exchange Commission and stock exchanges.

8. Directors on the Company's Board will be in accordance with applicable laws, rules and regulations.

9. The financial statements should be prepared in accordance with Bangladesh Accounting Standards (BAS) and Bangladesh Financial Reporting Standards (BFRS) as required by the Securities and Exchange Rules, 1987.

10. **Up dated Corporate Governance Guideline has to be complied with and compliance report there of shall be submitted to the Commission before 07 (seven) days of the IPO subscription opening.**

11. If any quarter or half-year of the financial year ends after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the said quarterly/half yearly financial statements in accordance with the Commission's Notification SEC/CMRRCD/2008-183/admin/03-34 dated September 27, 2009 and the section 13 of the Securities and Exchange Rules, 1987.

12. In the event of arising issues concerning Price Sensitive Information as defined under **the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সুবিধাভোগী ব্যবসা নিষিদ্ধকরণ) বিধিমালা ১৯৯৫** after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the information as price sensitive in accordance with the Commission's Notification No. SEC/SRMI/200-953/1950 dated October 24, 2000.

13. While auditing the utilization of IPO proceeds, the auditors' shall perform their jobs under the following terms of references (TOR) and confirm the same in their report/certificate:

    (a) Whether IPO proceeds have been utilized for the purposes/heads as specified in the prospectus/rights share offer document;

    (b) Whether IPO proceeds have been utilized in line with the conditions (Condition No. may be specified) of the Commission's consent/approval letter for the IPO issue;

    (c) Whether utilization of IPO proceeds have been completed within the time schedule/implementation schedule as specified in the prospectus/rights share offer document;

    (d) Whether utilization of IPO proceeds is accurate and for the purpose of the company as mentioned/ specified in the prospectus/rights share offer document; and

    (e) The auditors should also confirm that: (i) assets have been procured/imported/constructed maintaining proper/required procedure as well as at a reasonable price; and (ii) auditors report has been made on verification of all necessary documents/papers/vouchers in support of utilization of IPO proceeds making reconciliation with Bank Statement.

PART-D

1. All the above conditions imposed under section 2CC of the Securities and Exchange Ordinance, 1969 shall be incorporated in the prospectus immediately after the page of the table of contents, with a reference in the table of contents, prior to its publication.

2. The Commission may impose further conditions/restrictions etc. from time to time as and when considered necessary which shall also be binding upon the issuer company.

PART-E

1. As per provision of the Depository Act, 1999 & regulations made there under, shares will only be issued in dematerialized condition. All transfer/transmission/splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (Including rights/bonus) will be made in dematerialized form only.

   An applicant (including NRB) shall not be able to apply for allotment of shares without Beneficial Owners (BO) account.

2. The company and the issue manager shall ensure due compliance of all the above conditions and the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2006.

C. DECLARATIONS AND DUE DILIGENCE CERTIFICATES

DECLARATION ABOUT THE RESPONSIBILITY OF THE DIRECTORS, INCLUDING THE MANAGING DIRECTOR OF THE ISSUER, "C & A TEXTILES LIMITED", IN RESPECT OF THE PROSPECTUS

This prospectus has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity and accuracy of the statements made, information given in the prospectus, documents, financial statements, exhibits, annexes, papers submitted to the Commission in support thereof, and confirm, after making all reasonable inquires that all conditions concerning this public issue and prospectus have been met and that there are no other information or documents the omission of which make any information or statements therein misleading for which the Commission may take any civil, criminal or administrative action against any or all of us as it may deem fit.

We also confirm that full and fair disclosure has been made in this prospectus to enable the investors to make a well informed decision for investment.

Sd/- **Gazi Golam Zakaria Jyoti** Chairman	Sd/- **Rukshana Morshed** Director & Managing Director
Sd/- **Iftekhar Abdul Hai** Director	Sd/- **Sharmin Akther Lovely** Director

Sd/-
Md. Jamal Uddin Patwary
Nominee Director of Bangladesh Shoes Ind. Limited

CONSENT OF THE DIRECTOR(S) TO SERVE AS DIRECTOR(S)

We hereby agree that we have been serving as Director(s) of "C & A Textiles Limited" and confirm to continue to act as Director(s) of the Company.

Sd/- **Gazi Golam Zakaria Jyoti** Chairman	Sd/- **Rukshana Morshed** Director & Managing Director
Sd/- **Iftekhar Abdul Hai** Director	Sd/- **Sharmin Akther Lovely** Director

Sd/-
Md. Jamal Uddin Patwary
Nominee Director of Bangladesh Shoes Ind. Limited

DECLARATION ABOUT FILING OF PROSPECTUS WITH THE REGISTRAR OF JOINT STOCK COMPANIES AND FIRMS

A vetted and signed copy of this Prospectus has been filed for registration with the Registrar of Joint Stock Companies and Firms (RJSC), Bangladesh as required under Section 138 (1) of the Companies Act, 1994 on or before the date of publication of this prospectus in the newspaper.

DECLARATION BY THE ISSUER ABOUT THE APPROVAL FROM BSEC FOR ANY MATERIAL CHANGES

In case of any material changes in any agreement, contract, instrument, facts and figures, operational circumstances and statement made in the Prospectus subsequent to the preparation of the Prospectus and prior to its publication shall be incorporated in the Prospectus and the said Prospectus should be published with the approval of the Commission.

For Issuer

Sd/-

Rukshana Morshed
Managing Director
C & A Textiles Limited

DECLARATION BY THE ISSUE MANAGERS ABOUT THE APPROVAL FROM BSEC FOR ANY MATERIAL CHANGES

In case of any material changes in any agreement, contract, instrument, facts and figures, operational circumstances and statement made in the Prospectus subsequent to the preparation of the Prospectus and prior to its publication shall be incorporated in the Prospectus and the said Prospectus should be published with the approval of the Commission.

For Managers to the Issue

Sd/-	Sd/-
Mahbub H. Mazumdar FCMA	**Md. Salauddin Sikder FCMA**
Chief Executive	CEO & Managing Director
AFC Capital Limited	Imperial Capital Limited

DUE DILIGENCE CERTIFICATE OF MANAGER(s) TO THE ISSUE

Sub: Public offer of 45,000,000 Ordinary Shares of BDT 10.00 each at par of C & A Textiles Limited.

We, the under-noted Manager(s) to the Issue to the above mentioned forthcoming Issue, state as follows:

1. We, while finalizing the draft Prospectus pertaining to the said Issue, have examined various documents and other materials as relevant for adequate disclosures to the investors; and

2. On the basis of such examination and the discussions with the issuer Company, it's directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company.

WE CONFIRM THAT:

a) the draft Prospectus forwarded to the Commission is in conformity with the documents, materials and papers relevant to the Issue;

b) all the legal requirements connected with the said Issue have been duly complied with; and

c) the disclosures made in the draft Prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue.

For Manager(s) to the Issue

Sd/-

Mahbub H. Mazumdar FCMA
Chief Executive
AFC Capital Limited

Sd/-

Md. Salauddin Sikder FCMA
CEO & Managing Director
Imperial Capital Limited

DUE DILIGENCE CERTIFICATE OF THE UNDERWRITER(S)

Sub: Public offer of 45,000,000 Ordinary Shares of BDT 10.00 each at par of C & A Textiles Limited.

We, the under-noted Underwriter to the above-mentioned forthcoming Issue, state individually and collectively as follows:

1. We, while underwriting the above mentioned issue on a firm commitment basis, have examined the draft Prospectus, other documents and materials as relevant to our underwriting decision; and

2. On the basis of such examination, and the discussions with the issuer company, it's directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer company;

WE CONFIRM THAT:

a) all information as are relevant to our underwriting decision have been received by us and that the draft Prospectus forwarded to the Commission has been approved by us;

b) we shall subscribe and take up the un-subscribed securities against the above-mentioned public issue within 15 (fifteen) days of calling up thereof by the issuer; and

c) this underwriting commitment is unequivocal and irrevocable.

For Underwriter(s)

Sd/-
Mahbub H. Mazumdar FCMA
Chief Executive
AFC Capital Limited

Sd/-
Md. Moshiur Rahman
Chief Executive Officer
ICB Capital Management Limited

Sd/-
Md. Golam Sarwar Bhuiyan
Chief Executive Officer
AIBL Capital Management Limited

Sd/-
Mohammed Ahsan Ullah
Managing Director & CEO
BD Capital Holdings Limited

Sd/-
Mufakhkharul Islam
Chief Executive Officer
SBL Capital Management Limited

Sd/-
Khairul Bashar Abu Taher Mohammed
Chief Executive Officer & SVP
MTB Capital Limited

PART II: RISK FACTORS AND MANAGEMENT'S PERCEPTION ABOUT THE RISKS

An investment in equity involves a high degree of risk. Investors should carefully consider all the information in this prospectus, including the risks and uncertainties described below, before making an investment in our equity shares. Any of the following risks as well as other risks and uncertainties discussed in this prospectus could have a material adverse effect on our business, financial condition and results of operations. In addition, the risks set out in this prospectus may not be exhaustive and additional risks and uncertainties, not presently known to us, or which we currently deem immaterial, may arise or become material in the future. Unless otherwise stated in the relevant risk factors set forth below, we are not in a position to specify or quantify the financial or other risks mentioned herein.

Materiality

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality:

1. Some events may not be material individually but may be found material collectively.
2. Some events may have material impact qualitatively instead of quantitatively.
3. Some events may not be material at present but may be having material impact in the future.

(a) Interest Rate Risks:

CATL is exposed to the volatility of interest rate as it has Long Term Bank Loan. Any higher trend in interest rate in the future will definitely aggravate the adversity.

Management perception: *The management of **CATL** has decided to liquidate the major portion of Bank Loan with the IPO proceeds to make the Gearing Ratio at a satisfactory level which will significantly reduce the financial leverage and interest burden.*

(b) Exchange Rate Risks:

CATL is engaged in global trade as it procures its raw materials from overseas markets. Therefore, fluctuations in the related foreign currency rates may affect adversely to the Company's liquidity and profitability and expose a threat to the stability of the Company.

Management perception: CATL *settles its foreign transaction through US Dollars in case of both export and import. While the value of functional currency fluctuates, the loss or gain on currency fluctuation for export automatically sets off against the loss or gain on currency fluctuation for import. As the value of export is always greater than the value of import, some balance is created in the foreign currency transaction. Furthermore, the Company is contemplating about setting a system of hedging on foreign currency transactions in the future.*

(c) Industry Risks:

i. Rising of Raw Materials costs:

The cost of yarn/thread and other chemicals are rising drastically round the year. It may hamper the profitability of the Company significantly.

Management perception*: **CATL** is aware of the continuing market situation of its raw materials. The management of **CATL** believes that long term planning for raw material management, exploring number of global markets, job wise costing for its finished products and trustworthy relations with the suppliers and mitigate the risk of rising of materials cost.*

ii. Labor Unrest:

At present, textile and garments sector of Bangladesh is heavily affected by labor unrest. Any incident of labor unrest would adversely affect the operation of the company. More importantly, the company's reputation in the industry and among its buyers will be affected. This may affect its financial performance in the long run as well.

Management Perception: *Due to current labour crisis there may be a possibility of temporary shutdown of operation which can affect the shareholder's interest. However, C & A Textiles Limited's Compliance & Employee Relation Department is very much conscious, communicative and capable enough to handle every situation related to regulatory compliance.*

(d) Market Risk:

i. Market demand:

The products of **CATL** are sold in international markets. Any economic recession, changes in tastes and fashions of the consumers, national income and other related factors may cause to decline the market demand of the Company products.

Management perception*: **CATL** always gives values to its customers' satisfaction and changes in tastes and fashion. Therefore its expert team promptly dedicates their creativity and research work to respond any changes in customers demand and product diversifications.*

ii. Competition:

CATL is operating in a free market economy regime. The Company might have to face stiff competition from its competitors:

Management perception*: Bangladesh is the prime source of cheapest garments in the world, earning comparative advantages for its industries over their global competitors. In addition, the management of **CATL** employs their efficiencies; expertise and discretions to minimize the cost of its products.*

(e) Risks steaming from technological changes:

Changes in technologies may hamper the cost efficiency of the Company.

Management perception*: **CATL** applies the latest technology in the dyeing process in the production. **CATL** is very concerned using high performance and sophisticated equipments. Not only sophistication but also strength is one of our priorities. The machineries and equipments of the Company are the latest invention in this sector. In case of new technologies, we have mastered adaptation techniques without hampering the cost efficiency of the company.*

(f) **Potential or existing Govt. regulations:**

Unless any adverse policies are taken the business of the Company will not be affected. Government emphasizes on the growth of quality textiles industry to boost export. Promoters and sponsors from time to time endeavor to convince the policy makers for adopting favorable policies, which will help the textiles of Bangladesh to compete favorably in the global arena.

Management perception*: During this fiscal year 2012-2013, RMG export from Bangladesh contributed 48.69% of total export. Hence, RMG is a vital sector to the economy of Bangladesh. The government incentives and subsidiaries are also vital to the sustainability of this sector. The Government of Bangladesh is aware of this fact. Hence, it is expected that any undue tax or duty will not be imposed that may adversely affect the sector's sustainability. Rather, the Government is keen to support the industry.*

(g) **Potential changes in global or national policies***:*

Now a day, global and national policies do not change without prior notice. For potential changes in policies, local and global leaders consider different issues including industries opinion. We are optimistic that if any policies change unpredictably we can improvise with new policies without hampering our smooth operation.

Management perception*: Now a day, global and national policies do not change without prior notice. For potential changes in policies, local and global leaders consider different issues including industries opinion. We are optimistic that if any policies change unpredictably we can improvise with new policies without hampering our smooth operation.*

(h) **History of non-operation, if any:**

History of non-operation indicates weak operational management of the Company. Non-operation leads to negative cash flow, incurring of losses and bankruptcy in worst case scenario.

Management perception*: As a manufacturer we take our operation very seriously. We know, if operation is stopped for one day that can hamper supply to our customers. In any situation, we do not compromise with our operation. Our company started commercial operation from 7th February, 2003 and we are proud to declare that the company has never been non-operative till date. For the smooth operation, we are very serious about our responsibilities towards our employees and the society as a whole. In addition, we are self-sufficient with an uninterrupted power supply. To get this facility we have our own Gas and Diesel generators. We also have Power Development Board (PDB) and captive power supply facility as an alternative power source.*

(i) **Operational risks:**

There may have some risks in operating the machineries and equipment, damaging Company's assets and lives of its employees and workers.

Management perception: *CATL is always committed to ensuring congenial work environment and giving priority for the safety for its human resource. The Company also has insured its assets to minimize the degree of loss.*

(j) **Other risk factors:**

i. **Increasing labor cost:**

Labor cost is increasing day by day. Recently, Government fixed a minimum wage for the labor. It will definitely increase the labor cost. Increase in the labor cost will increase the product cost which may give the competitors a comparative advantage over the Company.

Management perception*: One United Nation study states that labor cost in Bangladesh is the cheapest one in the world. After the shift away of Quota regime, the export volume of Bangladesh to EU and USA has changed to a higher volume. This is mainly due to the fact that Bangladesh has the cheapest labor in the world.*

ii. **Political Unrest:**

Bangladesh is prone to serious unrest in the political condition which produces Hartal, Road-Block and many other barriers to the business. This could also propel the cost of the product upwards.

Management perception*: During the last forty years of post-independence period, Bangladesh has gone through a variety of political situations. But presently, a sound political atmosphere is prevailing in the country. Both the ruling and opposition parties are committed to the betterment of the country. Last democratic national assembly election and local council polls are instances of peaceful political situation in Bangladesh.*

iii. **Possible slowdown in economic growth in Bangladesh:**

Our performance and growth are dependent on the health of the Bangladesh economy. The economy could be adversely affected by various factors such as political or regulatory action, including adverse changes in liberalization policies, social disturbances, terrorist attacks and other acts of violence or war, natural calamities, commodity and hike commodity & energy prices and various other factors. Any significant change may adversely affect our business and financials.

Management perception: *Bangladesh economy is booming for last few years. Consistent industrial growth along with increased agricultural production has made the Per Capita Income higher than that of recent years. In addition, favorable government policies and industry friendly policies by other regulatory bodies have proved to be congenial to the economy of the country.*

iv. **Natural calamities:**

Bangladesh is a country where recurrent natural calamities take place every year. It is a serious threat to the business. The coverage of natural calamities like cyclone, flood by insurance may severely weaken the financial strength of the company by accruing heavy claims on its own retained account.

Management perception: *The estimated losses arising from natural calamities are covered by higher rates of premium and reinsurance coverage for such losses. Management has taken into consideration statistical assessment of occurrence of natural calamities in setting its rates of premium and reinsurance risks.*

PART III: ISSUE SIZE AND PURPOSE OF THE PUBLIC OFFERING

(a) CAPITAL STRUCTURE:

Particulars	Amount of Taka
Authorized Capital - 300,000,000 Ordinary Share Of Tk. 10.00 each	3,000,000,000
Issued Subscribed & Paid-up Capital-130,000,000 Ordinary Share of Tk. 10.00 each	1,300,000,000
Initial Public Offering (IPO)-Issue of 45,000,000 Ordinary Shares of Tk. 10.00 each	450,000,000
Total Paid-up Capital after IPO	**1,750,000,000**

Allotment Date	Basis (No. of Shares)		Paid-up Capital
	In cash	Other than in cash	
19.02.2001 (At the time of Incorporation)	5,000	-	500,000
25.11.2013 (1st Allotment)	992,000	-	99,200,000
30.12.2013 (2nd Allotment)	120,030,000	-	1,200,300,000
Total			**1,300,000,000**

(b) USE OF PROCEEDS AND IMPLEMENTATION SCHEDULE:

SL	Particulars	Amount in Tk.	Implementation Schedule
1	Re-Payment Bank Loan (First Security Islami Bank Limited, Agrabad Branch, Chittagong)	308,762,254	Within 15 days after receiving IPO fund
2	Construction of Building & Acquisition of Machinery	123,147,996	Within 18 months after receiving IPO fund
3	IPO Expenses (Page-33)	18,089,750	Within 1 month after receiving IPO fund
Total		**450,000,000**	

The Company did not enter into any contract for foreside utilization of IPO Proceeds.

Break down of planned Construction of Building & Acquisition of Machinery are as under: (Capital investment will be made in the existing line of business)

Particulars	Amount in Tk.
Construction of Building: Construction of 4 (four) storied factory building (Ten storied foundation)	85,406,790
Acquisition of Machinery & Equipment: One unit Korea made brand new automatic flat-bed printing machine with standard accessories.	37,741,206
Total Amount	**123,147,996**

Construction of Building:

Four Stored Factory Building (10 Storied Foundation) (56,000 sft) = Tk. 85,406,790

Total = **Tk. 85,406,790**

Four Stored Factory Building (10 Storied Foundation) (56,000 sft)

Detail Estimate & BOQ for Construction of proposed Four Storied Building at Plot- 49 & 50, BSCIC I/E, Kalurghat (Extn.), Chittagong.

Name of Work (Civil Work)	Item Name	Size	Quantity	Unit Rate (Tk.)	Amount (Tk.)
Earth Cutting			56000 cft	40	2,240,000
Pile	M.S. Rod	16 mm	42100 kg	65	2,736,500
		8 mm	28900 kg	65	1,878,500
	Cement		5460 bag	430	2,347,800
	Sand	Sylhet Sand	10,000 cft	55	550,000
		Local Sand	18650 cft	28	522,200
	C. Aggregate	Shingle	29300 cft	135	3,955,500
Pile Cap	M.S.ROD	20 mm	10800 kg	65	702,000
		16 mm	10600 kg	65	689,000
		12 mm	21700 kg	65	1,410,500
	Cement		1200 bag	430	516,000
	Sand	Sylhet Sand	1800 cft	55	99,000
		Local Sand	2800 cft	28	78,400
	C. Aggregate	Stone chips	4200 cft	160	672,000
	B.F.S	Bricks	27000 nos.	8	216,000
	C.C. Aggregate	Cement	195 bag	430	83,850
		Sand	850 cft	28	23,800
		Brick Chips	14700 cft	17	249,900
		Picket Bricks	18000 nos.	7	126,000
Column	M.S.ROD	20 mm	18785 kg	65	1,221,025
		16 mm	21060 kg	65	1,368,900
		12 mm	23600 kg	65	1,534,000
		10 mm	14800 kg	65	962,000
		8 mm	00 kg		
	Cement		1200 bag	430	516,000
	Sand	Sylhet Sand	1740 cft	55	95,700
		Local Sand	1740 cft	28	48,675
	C. Aggregate	Stone chips	3960 cft	160	633,600
		Brick Chips	850 cft	28	23,800
Beam & Slab	M.S.ROD	20 mm	22600 kg	65	1,469,000
		16 mm	17200 kg	65	1,118,000
		12 mm	23500 kg	65	1,527,500
		10 mm	30750 kg	65	1,998,750
	Cement		5200 bag	430	2,236,000
	Sand	Sylhet Sand	2100 cft	55	115,500
		Local Sand	14800 cft	28	414,400
	C. Aggregate	Stone chips	4100 cft	160	656,000
		Brick Chips	14700 cft	7	102,900
	Bricks	Picket	2,31,800 nos.	7	1,622,600
Septic Tank, U.G.W.R. & Stair	M.S.ROD	12 mm	11400 kg	65	741,000
		10 mm	11500 kg	65	747,500
	Cement		540 bag	430	232,200
	Sand	Sylhet Sand	1200 cft	160	192,000
		Local Sand	1900 cft	28	53,200

	C. Aggregate	Stone chips	1500 cft	160	240,000
		Brick Chips	750 cft	120	90,000
	Bricks	Picket	19000 nos.	7	133,000
Brick Work					
	1st class Brick		3,80,000 nos.	8	3,040,000
	Cement		330 bag	430	141,000
	Sand(Local)		2800 cft	35	98,000
Ceiling Plaster, Inner &Outer Plaster	Cement		270 bag	430	116,100
	Sand(Local)		900 cft	28	25,200
Finishing Work:					
Tiles		Floor	35420 sft	90	3,187,800
		Wall	19800 sft	95	1,881,000
Thai Glass	including labor cost		5900 sft	300	1,770,000
Grill			3900 sft	180	702,000
Door			190 nos.	8000	1,520,000
Paint	Distemper		50 drum	2500	125,000
	Plastic Paint		120 drum	4000	480,000
	Weather Coat		45 drum	5500	247,500
	Sealer		160 drum	3200	512,000
	Putty		80 drum	2000	160,000
Ceramic Bricks			6000 sft	60	360,000
Sanitary	Toilet		40 Nos.	25,000	1,000,000
	Kitchen		12 Nos.	12,000	144,000
Electrical					1,200,000
Tiles (Roof Top & Parking)			14000*2 Sft	60	840,000
Railing (Verandah & Stair)				4,00,000	400,000
Lift			02 Nos.	40,00,000	8,000,000
Generator			02 Nos.	30,00,000	6,000,000
Substation			01 Nos.	25,00,000	2,200,000
Labor Cost	Civil		14000*20	200	5,100,000
	Electrical				1,200,000
	Sanitary				500,000
	Tiles				700,000
	Paint				500,000
Total Cost of Construction				=	**81,339,800**
		(+) Additional Cost: 5%		=	4,066,990
Grand Total for 4 storied factory building				=	**8,54,06,790**

Machinery & Equipment:

Particular	Amount in Tk.
L/C Value Euro 320,000 @ Tk. 105.00	33,600,000
L/C Commission & Other Bank Charges	873,606
Insurance	80,800
Other Customs related charge	12,600
C & F Commission & other Charges	245,000
Installation Charge	2,688,000
Carrying Charge	241,200
Total	**37,741,206**

DETAILS DESCRIPTION OF AUTOMATIC FLAT-BED PRINTING MACHINE:

SN.	QTY	Description	Unit Price EURO	Amount BDT
1.	01	**One unit Korea made brand new automatic flat-bed printing m achine with standard accessories, Model:GP-6800, 80", 10C (34 040 mm * 4180 mm *3 350 mm),** Working width : Max2, 030mm No. of colors : 10 (based on 24" repeat), Printing accuracy: +/-0.2mm Printing speed : 26~27 str okes/min, Electric source: AC 3 phase 380V/50Hz, Total power required: 94.19Kw, Driving method: AC Servo system with co mputer (Single drive), Blanket: Endless rubber blanket (S Type ,2.7T, 7Ply), AC Servo squeegee system, AC Servo up & down s ystem, Air shaft change system, Standard spare parts for one y ear running, Steam heated Dryer (3pass/4chamber/ tension less type/top type)	320,000	33,600,000.00

Technical data:

1. Basic structure:

a. **Cloth feeding entrance device (Woven & Knit system)** **1 Set**
- Centering guider & drive motor(Individual drive) 1 Set
- Expander roller & drive motor(Individual drive) 1 Set
- Knit edge expander & Air nozzle unit 1 Set
- Tension bar 1 Set
- Non-stop automatic control device for continuous cloth feeding system 1 Set
- Dust suction unit 1 Set
- Textar guider 1 Set
- Un-roll system 1 Set
- Cloth feeding roller brake system (EMG System)

b. **Gluing device at entrance** **1 Set**
- Rubber coated cloth pressing roller 1 Piece
- Wax coating unit 1 Set

c.	**Printing device**	**1 Set**
	• Squeegee holder unit(Holder & plate &rubber 24" working)	10 Units
	• Main printing table of steel plate	1 Set
	• Endless rubber conveyor blanket(NBK/Japan)	1 Set
	• Endless rubber conveyor blanket control roller	1 Set
	• Rubber conveyor blanket driving drums	2 Sets
	• Worm reducer & servo motor unit (Mitsubishi/Japan)	1 Set
	• Cast iron frame	1 Set
	• Belt support roller	1 Set
	• Dust removal knife	4 Set
	• Blanket heater	1 Set
d.	**Squeezing Device**	**1 Set**
	• Screen support angle & Side cover (Dust cover)	10 Sets
	• Timming pulley box for squeegee & squeegee carrier	9 Sets
	• Squeegee shaft & rotation support angle	2 Sets
	• Squeegee drive unit (bracket & pulley &cover)	2 Sets
	• Airline (Cylinder in pipe)	1 Set
	• Airline & sound arrester(Cylinder exhaust pipe)	1 Set
e.	**Rubber conveyor blanket washing device**	**1 Set**
	• Special nylon brush roller	2 Pieces
	• Rubber doctor	1 Piece
	• Press mangle of bottom Ni-Cr coated steel roller and top Ni-Cr coated roller	1 Set
	• Water spray shower	2 Piece
	• Geared motor (1.5kw 1:15)	1 Set
f.	**UP & DOWN UNIT**	**2 Set**
	• Worm reducer	2 Sets
	• Ac servo motor & fixing unit	2 Sets
	• Lifting unit (Link system)	2 Sets
g.	**Electric control panel of full automatic P.C control with AC servo control computer system**	**1 Set**
	• Blanket drive pack (Yaskawa/Japan)	1 pieces
	• Squeegee drive pack (Yaskawa/Japan)	2 pieces
	• Lifting drive pack (Yaskawa/Japan)	2 pieces
	• Motion & plc (Yaskawa/Japan)	1 Set
	• N.F.B &M.C (Telemecanique/France)	1 Set
	• Inverter (LG/Korea)	1 Set
	• Touch screen (Pro-face /Japan)	1 Set
	• Dryer fan inverter	2 Set

h. **Hot air dryer (Working temperature : 150-180)** **1 Set**

• Net conveyor &drive motor	2 Set
• Oil heated t exchanger	4 Pieces
• Hot air blowing fan unit	4 Pieces
• Exhaust fan	2 Set
• Tension control unit	1 Set
• Automatic photo cell speed controller	1 Piece
• Air nozzle	1 Set
• Capacity : 400,000Kcal/h	

i. **Electric motors (3 phase 380V 50Hz basis)**

• Speed change geared motor for cloth feeding roller	0.75kw	1 Set
• Speed change geared motor for centering guider drive motor	0.75kw	1 Set
• Speed changed geared motor for expander motor	0.75kw	1 Set
• Motor for dust suction	3.7kw	1 Set
• Motor for textar guider	0.75kw	2 Sets
• Motor for centering guider(D.C Servo motor)	0.09kw	1 Set
• Knit edge expander	0.75kw	2 Sets
• Ac servo motor for up & down	5.5 kw	2 Sets
• Geared motor for belt washing brush roller (Reducing speed 1:15)	0.75kw	1 Set
• Motor for blanket heater fan	0.75kw	1 Set
• AC Servo motor for belt driving	11kw	1 Set
• Ac servo motor for squeegee driving	11kw	2 Sets
• Motor for dryer conveyor driving(Geared motor)	0.75kw	2 Set
• Motor for cloth pass roller	0.75kw	1 Set
• Motor for plait down	1.5kw	1 Set
• Motor for Exhaust fan	3.7kw	2 Sets
• Motor for Hot air blowing fan	7.5kw	4 Sets

2. Standard spare parts for one year running:

a. **Main body**

6201 AL H-Beam fixing bracket	2 Pieces
6202 AL H-Beam fixing bracket pin	4 Pieces
6203 Snap Ring (C Type #12)	20 Pieces
6204 Oil seal for belt washer (42*65*12)	2 Pieces

b. **Printing part**

6301 Squeegee timming belt turn-buckle	4 Sets
6302 Fixing screw & nut	8 Pieces
6303 Screen frame fixing bracket (L)	2 Pieces
6304 Screen frame fixing bracket (R)	2 Pieces
6305 Screen frame support. Angle fixing bracket	2 Pieces
6306 Squeegee timming belt	2 Pieces
6307 Squeegee cylinder cushion	2 pieces
6308 Air hose (spring type)	2 Pieces
6309 Tools	1 Set

c. **Electric part**

6601 Cam switch	Local parts	4 pieces
6602 Proximity switch	PRN30-10DN	1 Pieces
6603 Proximity switch	PRN18-8DN	1 pieces
6604 Push button switch	(KH-3081 GRN)	2 Pieces
6605 Volume	(B 2KOHM/2W)	1 Piece
6606 Fuse (Glass)	(250V/5A SMALL)	10 Pieces
6607 Centering guide PCB	(KE-101)	1 Piece
6608 Centering guide PCB	(KE-102)	1 Piece
6609 Centering guide PCB	(CG-1000)	1 Piece

The price stated includes remuneration of the personnel deputed by the SUPPLIER and its LOCAL AGENT to undertake supervision, commissioning, training for trial run of the PLANT.

Sd/-
Md. Jamal Uddin Patwary
Chief Financial Officer

Sd/-
Rukshana Morshed
Managing Director

PART IV: DESCRIPTION OF BUSINESS

(a) Information of the Company

Incorporation:

C & A Textiles Limited (CATL) was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-3912 of 2001 dated on February19, 2001 by the Registrar of Joint Stock Companies & Firms. The Company Converted into public Limited Company and split of Share value from Tk. 100 to Tk. 10 dated on December 22, 2013.

Inception of commercial operation:

The Company started its commercial operation in 7th February, 2003.

Factory Location:

The factory premise of CATL is located at Plot # 61, 62, 66, 67, 68, 72 & 73, BSCIC Industrial Estate (Extn.), Kalurghat, Chittagong, Bangladesh.

Nature of business:

C & A Textiles Limited is a 100% Export oriented knit composite Textiles industries to carry out Business of Knitting, Dyeing, Printing and Manufacturing of various types of RMG such as T- Shirt, Polo Shirt, Tang Tops, Shorts, Sweet Shirt, Boxer, Skints, Bottom, Fleece Jacket etc., and Export to the Europe, America, Canada, UK, Italy and Germany.

(b) Business operation

(1) Principal products or services and the market for such products or services:

Our main products and services are:

Area	Productive Goods	Market
Textiles Division	Gray Fabric Woven Fabric	Consumtion in the C & A's Garments Division & also sell against back to back L/c to other Garments.
Garments Division	Knit Product: Men's, Ladis & Kids Item ▪ T- Shirt, Polo Shirt ▪ Tank Top, Top's ▪ Sweet Shirt, Boxer ▪ Fleece Jaket, Bottom, Cami ▪ Panty, Skirt, Shorts Etc	Europe, U.S.A, Canada, Germany.

(2) Product or service contributing more than 10% of the Company's total revenues:

According to product category we are serving below percentage:

Area	Productive Goods	Market	%
Textiles Division	Gray Fabric Woven Fabric	Consumtion in the C & A's Garments Division & also sell against back to back L/c to other Garments.	32%
Garments Division	Knit Product: Men's, Ladis & Kids Item ▪ T- Shirt, Polo Shirt ▪ Tank Top, Top's ▪ Sweet Shirt, Boxer ▪ Fleece Jaket, Bottom, Cami ▪ Panty, Skirt, Shorts etc.	Europe, U.S.A, Canada, Germany.	68%

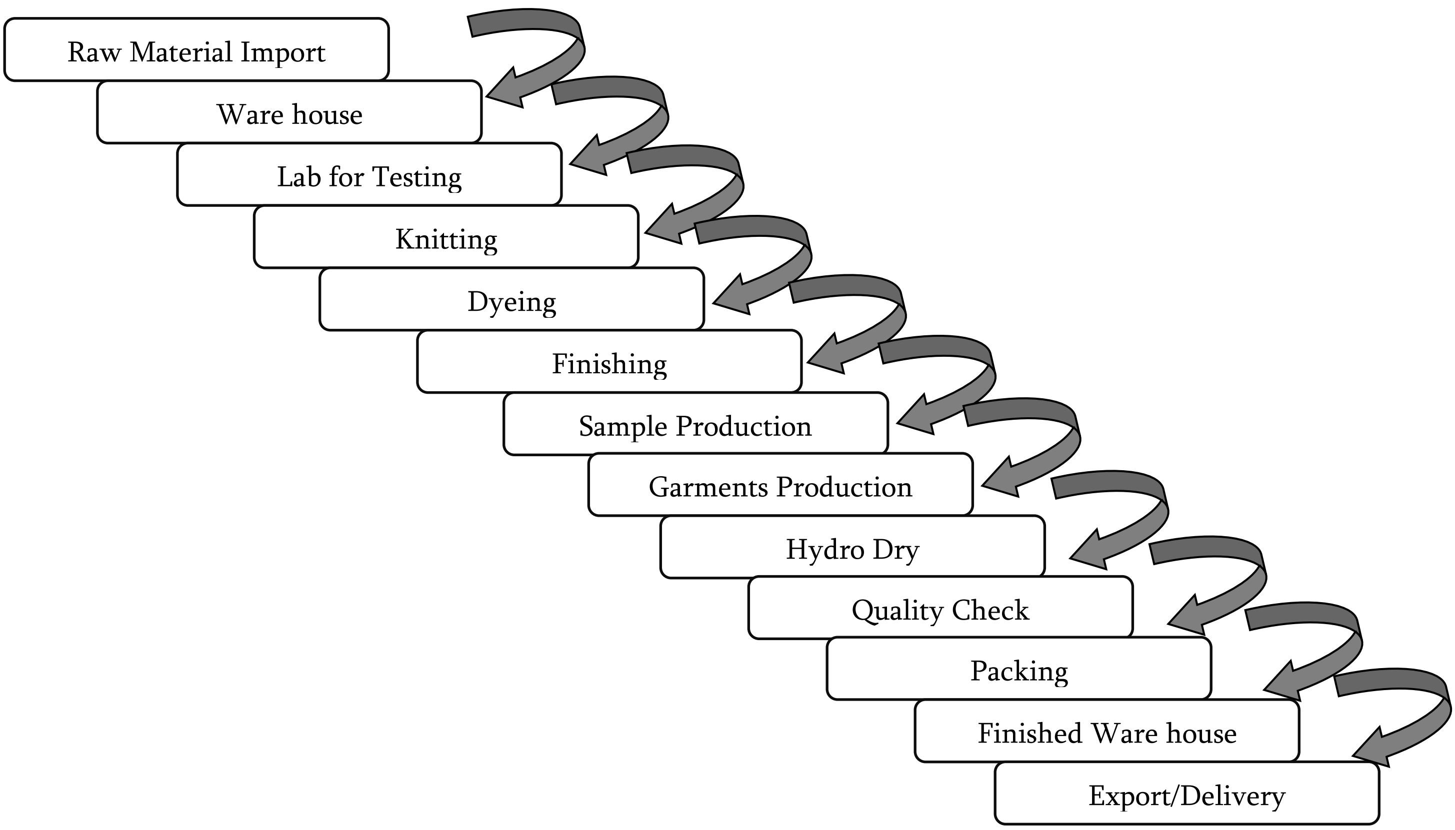
(3) Name of Associates, Subsidiary/Related Holding Company and their core areas of business:

C & A Textiles Limied (CATL) has no associates, subsidiary/related holding company.

(4) Distribution of the products or services:

C & A Textiles Limited is a 100% Export Oriented Composite Textiles Industry. Its product marketed based on buyer's requirement. Besides, CATL also supply its dyed fabrics to other Export Oriented Garments Industry against local Back to Back L/C. That means CATL marketed its Product directly to foreign buyer's and also local export house.

The distribution process may demonstrate as follows:



(5) Competitive conditions in the business:

In Bangladesh a number of firms are engaged in Dyeing and Conning Industries since Bangladesh is one of the prime sources of knit fabrics in the world. Major competitors:

1. Envoy Textiles Limited;
2. Desh Garments Limited;
3. Familytex (BD) Limited;
4. Shaiham Textiles Limited;
5. Sqaure Fashions Limited.

(6) Sources and availability of raw materials and the names of the principal suppliers:

Main raw materials of the CATL are yarn, dyes and chemicals, which the Company procures from overseas market. The Company has some trusted suppliers of its raw materials. Some examples are given below:

SL	Name of Supplier	Address	Product
1.	Ginni Filaments Ltd.	H-6, Sector-63, Noida, India	Yarn
2.	Resas Teksil	Teknolojikimya Sanyi, Turkey	Chemical
3.	Huntsmam (Singapore) Pte. Ltd.	Gateway East, Singapore.	Dice & Chemical
4.	Taiwan Surfactant Corp.	Chung Shan North Road, Taipei, Taiwan R.O.C	Softner & Chemical
5.	J & C Industry Corp. Ltd.	1410, Ruihua Building, 315, Zhongshen South Road, Nanjing, China.	Goladar Solt
6.	Orient Agency	232/B, Acharaya Prafullah Chandra Road, Kolkatta-700004, India.	Yarn
7.	GTN Engineering (India) Ltd.	GTN House, Plot-29, Nagarjuna Hills, Punjagutta, Hyderabad.	Yarn
8.	Jamuna Spinning Mills Ltd.	Jamuna Future Park, Porgati Sarani, Kuril, Baridhara, Dhaka	Yarn
9.	J. K Cotton Mills Ltd.	Mouza Kodda, Nanduna, Gazipur, Dhaka.	Yarn
10.	Anwara Mannan Textiles Mills Ltd.	Boiragichala, Mouza Keoa & Sreepur, Gazipur.	Yarn

(7) Sources of, and requirement for, power, gas and water; or any other utilities:

Power:

Company has 1500 KVA Power Development Board (PDB) Connections and captive power supply facilities by 4 diesel generator and 2 Gas Generators of 3270 KVA capacities are used to avoid interruption of power supply.

Water:

Presently, *CATL* maintain the standard purity and hardness of the water; we are using Iron free soft water below 4 ppm hardness. To ensure constant supply of Iron free soft water we have the facility of a modern 180 m^3/hr WTP (Water Treatment Plant).

GAS:

C & A Textiles Limited has the connections of Bakharabad Gas Systems Ltd. (BGSL) with the capacity of 430 PSI which sufficiently meets the requirements of the company.

(8) Names of customers who purchase 10% or more of the Company's products/services:

The customers who purchase 10% or more of the Company's products are as follows:

Productive Goods	Customers	Country	Percentage
T- Shirt, Polo Shirt, Tank Top, Top's, Sweet Shirt, Boxer, Fleece Jaket, Bottom, Cami, Panty, Skirt, Shorts etc.	M/s. US Polo	USA	16.33%
	M/s. Bonnie Togs	Canada	12.35%
	M/s. Trinity	Italy	15.62%
	M/s. Peacocks store	UK	10.10 %
	M/s. Carter's	Brazil	11.16 %
	M/s. Chalkmark	UK	10.35 %
	M/s. Bonmarche	UK	13.33 %
	M/s. Sainsbury	UK	10.76%

(9) Description of any contract with its principal suppliers and customers:

The Company has not entered into any contract with any of its suppliers or customers.

(10) Description of any material patents, trademarks, licenses or royalty agreements:

The Company neither obtained any patent right/trademarks nor signed any royalty agreement with any party, though the Company has the following licenses necessary for business operations:

1. Trade License.
2. BGMEA & BKMEA Membarship Certificates.
3. Special Bonded Warehouse License.

(11) Number of total employees and number of total full-time employees:

Salary Range	Officer & Staff		Worker	Total Employee
	Factory	Head Office		
Below 4500	15	9	650	674
Above 4500	32	39	674	745
Total	**47**	**48**	**1324**	**1419**

(12) Production or services rendering capacity and current utilization:

(As per audit report)

Productive Area	Production Capacity	Actual Production	Capacity Utilization in %
Production of Knitting Division	2,520 M. Ton.	1,975 M. Ton.	78.37 %
Production of Fabric Dyeing in dyeing Division	3,240 M. Ton.	2,655 M. Ton.	81.95 %
Production Line in Garments Division	12,00,000 Doz.	9,36,200 Doz.	78.01 %

PART V: DESCRIPTION OF PROPERTY

A. The Company has following fixed assets as on December 31, 2013:

Particulars	**Written Down Value as at 31.12.2013**
Leasehold Land & Land Development	52,830,666
Buildings	270,325,271
Plant & Machinary	1,388,251,102
Furniture and Fixture	58,998,370
Gas Instalation	5,721,856
Electrical Installation	78,486,212
Electrical Equipment	12,784,136
Generator	78,695,149
Fire Equipment	4,887,730
Vehicle	1,462,250
Office Equipment	5,659,111
Air Conditions	2,432,993
Total	**1,960,534,844**

B. The entire above mentioned asset are located at the Company's factory premises at Plot # 61, 62, 66, 67, 68, 72 & 73, BSCIC Industrial Estate (Extn.), Kalurghat, Chittagong and head office at House # 127 (2nd Floor), Road # 10, Block # C, Niketon, Gulshan-1, Dhaka-1212.

C. All the assets of the Company are in its own name.

D. 215.19 Decimals land along with 3 nos. of Buildings (One building at Plot -61 & 62 with 6 storied building measuring of 59,966 sft, 2nd Building at Plot-72 & 73 with 3 storied building measuring of 30,150 sft and 3rd Building at Plot-66, 67 & 68 with 2 storied building measuring of 13,500 sft), including land along with 4 nos. of building & sheds (One building & shed at B.S Plot-570 with building & goodwan shed measuring of 16,750 sft, 2nd building & shed at Plot-49 with building & goodwan shed measuring of 13,590 sft, 3rd building & shed at Plot-A-94, A-95, A-96 with building & goodwan shed measuring of 1,000 sft, 4th building & shed at Plot-50 with building & goodwan shed measuring of 9,450 sft) are mortgaged to **First Security Islami Bank Limited, Agrabad Br., Chittagong** as collateral for long term loan.

E. All the assets are in good condition and no re-conditioned or second hand assets or machinery is used by the Company. Mentionable here that, 215.19 decimals land of the company at BSCIC I/E, KALURGHAT, CHITTAGONG are 99 years lease from Govt. as per Govt. rules.

F. Description of Land:

Sl. No.	Location	BSCIC Plot no./SA/RS	Area in Decimals	Expiration date
01	BSCIC I/E, KALURGHAT, CHITTAGONG	66, 67 & 68	30.99	23.10.2086
02	BSCIC I/E, KALURGHAT, CHITTAGONG	72 & 73	20.66	30.10.2088
03	BSCIC I/E, KALURGHAT, CHITTAGONG	S-49	20.23	28.12.2090
04	BSCIC I/E, KALURGHAT, CHITTAGONG	A-94 (Ao), A-95 & A-96 (Ao)	22.96	14.02.2088
05	BSCIC Heavy I/E, KALURGHAT, CHITTAGONG	27/C	78.00	03.05.2078
06	BSCIC I/E, KALURGHAT, CHITTAGONG	A-62	10.33	28.10.2092
07	BSCIC I/E, KALURGHAT, CHITTAGONG	A-61	10.33	02.09.2095
08	BSCIC I/E, KALURGHAT, CHITTAGONG	S-50	21.69	07.01.2091
	Total		**215.19**	

Major lease lerms & conditions:

- That the lessee shall keep the demised property and all buildings, structures and erections from time to time standing therein clean, sanitary and in good order, condition and repair to the satisfaction of the lessor, and in default the lessor may after one month's previous notice in writing carry out all necessary repairs and the cost thereof shall be paid by the lessee on demand and may recovered from the lessee under the Bengal public demands Recovery Act. 1913.

- That the lessee shall preserve intact the boundaries of the demised property and shall keep the same well demarcated and shall point them out when required by the lessor to do so to any officer duly authorized by him in writing to inspect them. Should any boundary mark be missing the lessee shall report the fact to the lessor, if it is found that any boundary pillars are demolished or lost due to any action of the lessee the cost of replacement of such boundary pillars may be realized from the lessee by the lessor.

- That the lessee shall construct a pacca culvert over the road side drains connecting approach to building of the lessee.

- That the lessee shall not without the previous written permission of the lessor use the demised property of any buildings, structure, etc. therein for any purpose other than the declared industrial purpose of the lessee as set forth in this indenture or for allied industries.

- Provided that if it shall be necessary for the lessee for the purpose of development of the industrial project to obtain loans or advance from any loan giving agency, constituted under a Statute, the demised property may be charged or mortgaged as security for such loans or advances without any reference being made to the lessor and / without any fees being paid therefor.

- That the lessee shall not without the previous written permission and sanction of the lessor, sell exchange, gift away, charge mortgage, assigned, sub-let or otherwise dispose of part with or encumber the demised property or any part thereof or any buildings of structures therein and in the event such sanction being given by the lessor, the Lessee shall make a prior payment to the lessor a fee equivalent to 50% of the market value of the demised property or part thereof so sold. Exchanged or gifted away or changed, mortgaged, assigned sublet or encumbered for a period of 10 years or more and if the period shall be of less than 10 years the fee shall be calculated at the rate of one month's rent for each two years period of the charge, mortgage assignment, sub-lease or other encumbrances.

PART VI: PLAN OF OPERATION AND DISCUSSION OF FINANCIAL CONDITION

(1) **Internal and external sources of cash:**

Particulars	31-Dec-13	30-Jun-13	30-Jun-12	30-Jun-11
Internal Sources of Cash				
Share capital	1,300,000,000	500,000	500,000	500,000
Retained Earnings	1,089,299,084	858,360,726	602,534,259	392,822,689
Total	**2,389,299,084**	**858,860,726**	**603,034,259**	**393,322,689**
External Sources of Cash				
Long Term Loan	236,762,254	302,549,854	-	-
Total	**236,762,254**	**302,549,854**	**-**	**-**
Grand Total	**2,626,061,338**	**1,161,410,580**	**603,034,259**	**393,322,689**

(2) **Any material commitments for capital expenditure and expected sources of funds for such expenditure:**
There is no material commitments for expenditure.

(3) **Causes for any material changes from period to period in income, cost of goods sold, other operating expenses and net income:**
The Company's revenue and other income as well as operating expenses and net income have continued to change due to increasing business volume.

(As per Audited Accounts)

Particular	31-Dec-13	30-Jun-13	30-Jun-12	30-Jun-11
Sales	1,145,628,742	1,652,546,716	1,205,216,854	994,521,908
Less: Cost of Goods sold	828,681,971	1,299,845,397	934,535,249	791,541,496
Gross Profit	**316,946,771**	**352,701,319**	**270,681,605**	**202,980,412**
Less: Operating Expenses	28,339,773	43,065,707	32,462,669	27,117,175
Profit from operations	**288,606,998**	**309,635,612**	**238,218,936**	**175,863,237**
Less: Financial Expenses	37,073,519	41,707,055	21,302,458	23,254,187
Add: Other Income	176,425	176,425	145,267	99,587
Profit before WPPF	**251,709,904**	**268,104,982**	**217,061,745**	**152,708,637**
Less: Provision for WPPF	11,986,186	-	-	-
Net Profit before Tax	**239,723,719**	**268,104,982**	**217,061,745**	**152,708,637**
Less: Provision for Taxation	8,785,360	12,278,515	7,350,175	5,003,392
Net Profit after Tax	**230,938,358**	**255,826,467**	**209,711,570**	**147,705,245**

(4) **Any seasonal aspects of the Company's business**
No seasonal aspects can adversely affect the business of CATL.

(5) **Any known trends, events or uncertainties that shall have a material effect on the Company's future business**
At present there are no known trends, events and/or uncertainties that shall have a material impact on the Company's future business except for those which are natural and beyond control of human being.

(6) Any change in assets of the Company used to pay off any liabilities

None of the operating assets of the Company has been disposed off to liquidate any liabilities of the Company.

(7) Any loan taken by the Issuer from its Holding/Parent Company or Subsidiary Company or loan given to aforesaid Company:

The Company did not take any loan from its Holding/Parent Company or Subsidiary Company or give to aforesaid.

(8) Any future contractual liabilities the Company might enter into within next one year, and the impact:

The Company has no plan to enter into any contract creating future liabilities for the Company except for those which are created in the normal course of business activities.

(9) Future capital expenditure:

The Company does not have any plan for future capital expenditure except for those mentioned in the "Use of IPO Proceeds" section above in this prospectus.

(10) Any VAT, Income Tax, Customs Duty or other tax liability including any contingent liabilities:

(i) VAT: There is no VAT Liability of the Company as on 31 December, 2013;

(ii) Income Tax: Year wise Income Tax status of the Company is depicted below:

Accounting year	Assessment Year	Assessment Status
June 2008	2008-2009	As per certificate given by DCT of Tax Circle-12 (Companies), Taxes Zone -3, Chittagong dated 16.02.2009, that the Companies income tax case has been settled for the assessment year 2008-2009 under Universal Self Assessment and tax payment paid in full.
June 2009	2009-2010	As per certificate given by DCT of Tax Circle-12 (Companies), Taxes Zone -3, Chittagong dated 30.03.2010, that the Companies income tax case has been settled for the assessment year 2009-2010 and tax payment paid in full.
June 2010	2010-2011	As per certificate given by DCT of Circle-12 (Coy's), Taxes Zone -3, Chittagong dated 16.06.2011 that CATL bearing tax payer's ID no. 378-200-4561. The assessment of the assessee has been completed for the assessment year 2010-2011 and tax payment paid in full.
June 2011	2011-2012	As per certificate given by DCT of Circle-68 (Companies), Taxes Zone -4, Chittagong dated 18.04.2012 that CATL bearing tax payer's ID no. 378-200-4561. Her assessment has been completed for the assessment year 2011-2012 under Universal Self Assessment (U/S: 82 BB) scheme and taxes thereon paid in full.
June 2012	2012-2013	As per certificate given by DCT of Circle-68 (Companies), Taxes Zone -4, Chittagong dated 08.01.2013 that CATL is an assessee company of this circle bearing tax payer's ID no. 378-200-4561. The assessee company has been assessed upto assessment year 2012-2013 & tax payment paid in full.
June 2013	2013-2014	Assessment is under process.

(iii) Customs Duty: There is no custom duty of the Company as on 31 December, 2013.

(11) Any Operating Lease the Company has entered into during the last five years:

There is no operating lease agreement the Company has entered into during the five years preceding the issuance of the prospectus.

(12) Any Financial commitment, including lease commitment, the Company had entered into during the past five years:

The Company has no financial commitment except land and bank loan. Details of land lease are given under the head "Discription of Property" and bank loan are as follows:

SL	Name of The Bank & Branch	Account No	Types of Loan	Loan Amount (Tk)
01	First Security Bank Ltd., Agrabad Br, Ctg.	0104 73400000002	HPSM- Industrial	23,532,965.00
02	First Security Bank Ltd., Agrabad Br, Ctg.	0104 73400000003	HPSM- Industrial	117,641,279.00
03	First Security Bank Ltd., Agrabad Br, Ctg.	0104 73400000004	HPSM- Industrial	136,001,342.00
04	First Security Bank Ltd., Agrabad Br, Ctg.	0104 73400000005	HPSM- Industrial	17,793,822.00
05	First Security Bank Ltd., Agrabad Br, Ctg.	0104 73400000006	HPSM- Industrial	13,792,844.00
Total Amount				**308,762,252.00**

(13) All Personnel related Schemes:

The Company has established a provident fund, short-term employee benefits, contribution to workers profit participation/welfare funds & insurance scheme for the welfare of its workers. The Company has also established group insurance.

(14) Break down of all expenses connected with the public issue:

Sl. No.	Particulars	Basis	Amount in BDT (approx.)	
A.	MANAGERS TO THE ISSUE FEES			2,300,000
1	Managers to the Issue fee [AFCCL-12.00 Lac & ICL-8.00 Lac]	1% of public offering, Maximum 2,000,000 (Twenty Lac)	2,000,000	
2	VAT against Issue Management Fees	15% of issue management fees	300,000	
B.	FEES RELATED TO LISTING WITH THE STOCK EXCHANGES			4,205,000
3	Prospectus Submission Fee to DSE	Fixed	5,000	
4	DSE and CSE Annual Fee	Fixed	200,000	
5	Fees related to Listing with the stock exchanges	@ 0.25% on Tk. 10 Crore and 0.15% on the rest amount of paid up capital range; (minimum 10 thousand maximum Tk. 20 Lac for each exchanges)	4,000,000	
C.	BSEC FEES			685,000
6	Application fee	Fixed	10,000	
7	Consent fee	fee @ 0.15% on entire offer	675,000	
D.	IPO RELATED FEES			5,500,000
8	Underwriting commission (0.40%)	Commission @ 0.40% on Underwritten Amount	900,000	
9	Bankers to the Issue commission	Commission @ 0.1% of Collected Amount (Assumed 10 Times)	4,500,000	
10	Auditors Certification fees	At Actual	100,000	
E.	CDBL FEES AND EXPENSES			914,750
11	Security Deposit	At Actual	500,000	
12	Documentation fee	At Actual	2,500	
13	Annual fee	At Actual	100,000	
14	Connection Fee (TK. 500 per month* 12)	At Actual	6,000	
15	Initial Public Offering fee	@.0175% of issue size+.0175% of Pre-IPO paid up capital	306,250	
F.	PRINTING AND POST PUBLIC OFFER EXPENSES			4,485,000
16	Publication of prospectus	Estimated (to be paid at actual)	485,000	
17	Abridge Version of Prospectus and Notice in 4 daily news paper	Estimated (to be paid at actual)	450,000	
18	Notice for prospectus, Lottery, Refund etc .in 4 daily news paper	Estimated (to be paid at actual)	200,000	
19	Printing of forms	Estimated (to be paid at actual)	400,000	
20	Lottery related expenses including BUET fee	Estimated (to be paid at actual)	750,000	
21	Data Processing, Distribution	Estimated (to be paid at actual)	1,500,000	
22	Courier Expenses	Estimated (to be paid at actual)	300,000	
23	Allotments & Refunds	Estimated (to be paid at actual)	100,000	
24	Administrative & Stationary Expense	Estimated (to be paid at actual)	300,000	
	Grand Total			18,089,750

(15) Information regarding revaluation of assets:

The Company has not revalued any of its assets since its incorporation.

(16) Transaction between Holding/subsidiary/associate Company and the Issuer within the last five years:

There is no transaction between holding/subsidiary/associate Company and the Issuer within the last five years.

(17) Auditors certificate regarding any allotment of shares to the directors and subscribers to the Memorandum of Association and Articles of Association for any consideration otherwise than for cash

This is to certify that paid-up capital of C & A Textiles Limited as of 31 January 2014 was Tk. 1,300,000,000 divided into 130,000,000 ordinary shares of Tk. 10.00 each. Details of allotment and mode of allotment are as follows:

Date of Allotment	Basis (No. of Shares)			Total Amount (BDT)
	In cash	Other than in cash	Bonus Share	
19.02.2001 (At the time of Incorporation)	5,000	-	-	500,000
25.11.2013 (1st Allotment)	992,000	-	-	99,200,000
30.12.2013 (2nd Allotment)	120,030,000	-	-	1,200,300,000
Total				**1,300,000,000**

The company has changed the face value of its ordinary share from Tk. 100.00 to Tk. 10.00 by passing a special resolution in its extra ordinary general meeting held on December 22, 2013 and necessary amendments in capital clause of the Memorandum and Articles of Association where made accordingly. Thus, the paid up capital of the company comes to Tk. 1,300,000,000.00 divided into 130,000,000 ordinary shares of Tk. 10.00 each.

Dated: February 06, 2014
Dhaka

Sd/-
Shiraz Khan Basak & Co.
Chartered Accountants

(18) Declaration regarding suppression of material information

This is to declare that to the best of our knowledge and belief no information, facts, circumstances, that are material have not been suppressed that can change the terms and conditions under which the offer has been made to the public.

Sd/-
Rukshana Morshed
Managing Director

PART VII: DIRECTORS AND OFFICERS

(1) Name, age, qualification, experience and position of all Directors of the Company:

SL	Name	Designation	Qualification	Age	Experience
1	Rukshana Morshed	Managing Director	B. A	38 Years	12 Years
2	Gazi Golam Zakaria Jyoti	Chairman	M. B. A (Management)	32 Years	8 Years
3	Iftekhar Abdul Hai	Director	M. Com. (Management)	31 Years	10 Years
4	Sharmin Akther Lovely	Director	B. Com (Hon's)	36 Yrs	5 Years
5	Md. Jamal Uddin Patwary	Nominee Director of Bangladesh Shoes Industries Ltd.	M. Com & CACC	37 Yrs	12 Years

(2) Information regarding Directors and Directorship:

SL	Name of the Director	Position	Date of first Directorship	Date of Expiration of Current term
1	Rukshana Morshed	Managing Director	01/09/2013	31/08/2018
2	Gazi Golam Zakaria Jyoti	Chairman	01/09/2013	31/08/2018
3	Iftekhar Abdul Hai	Director	25/11/2013	24/11/2016
4	Sharmin Akther Lovely	Director	25/11/2013	24/11/2016
5	Md. Jamal Uddin Patwary	Nominee Director of Bangladesh Shoes Industries Ltd.	25/11/2013	24/11/2016

(3) Involvement of Directors in other organization

SL	Name	Designation in CATL	Directorship/Sponsorship/Ownership with other companies	Position
1	Rukshana Morshed	Managing Director	C & A Fashion Limited	Director
			Knit Express Limited	Director
			Sonar Cotton Mills (BD) Limited	Director
2	Gazi Golam Zakaria Jyoti	Chairman	C & A Fashion Limited.	Chairman
			Knit Express Ltd.	Chairman
3	Iftekhar Abdul Hai	Director	Microcraft Host Limited.	MD
			Microcraft Traders (BD) Ltd.	MD
4	Sharmin Akther Lovely	Director	Global Max Packaging Industries Ltd.	MD
5	Md. Jamal Uddin Patwary	Nominee Director of Bangladesh Shoes Industries Ltd.	-	-

(4) Family Relationship among Directors and top five officers:

i. Family relationship among directors

SL	Name	Designation	Relationships
1	Rukshana Morshed	Managing Director	No family relationship with other Directors
2	Gazi Golam Zakaria Jyoti	Chairman	
3	Iftekhar Abdul Hai	Director	
4	Sharmin Akther Lovely	Director	
5	Md. Jamal Uddin Patwary	Nominee Director of Bangladesh Shoes Industries Limited	

ii. Family relationship among directors and top five officers of the company

There is no family relationship between and among any of the directors and any of the top five employees of the company.

(5) Short bio-data of eachdirector:

RUKSHANA MORSHED:

Managing Director, C & A Textiles Limited

Mrs. Rukshana Morshed was born in 1975 in an illustrious family of Chittagong. Her father is Md. Abdur Gaffar Dovash, Mother is Khursida Begum & spouse of Mohammed Morshed. Her Residential address: Equity Sylvestra, Flat No: E-9, Road No: 1, House No: 05, North Khulshi, Chittagong and permanent address is 592/B, Mehedibag Road, Post office- Dampara, P.S- Kotwali, Chittagong, Bangladesh.

Mrs. Morshed obtained her B. A from Chittagong Commerce College, Chittagong. in 2000,

Mrs. Morshed is the Managing Director of C & A Textiles Limited and Director of the Company of C & A Fashion Limited, Knit Express Limited, Sonar Cotton Mills (BD) Limited.

GAZI GOLAM ZAKARIA JYOTI:

Chairman, C & A Textiles Limited

Mr. Gazi Golam Zakaria Jyoti was born in September 10, 1981 in a Dovash family of Chittagong. His father is Major (Ret.) Gazi Golam Kibria, Mother is Nurun Nahar Begum & Spouse of Sharmina Begum. His Residential address: Rabbini House, 1398 Haji Abdul Kader Road, Khulshi, Chittagong and permanent address is 87 Agrabad Access Road, Chotopool, Agrabad, Chittagong, Bangladesh.

Mr. Jyoti obtained his B. Com (Hon's) from Chittagong Commerce College, Chittagong in 2004 and MBA from Chittagong University, Chittagong. He has lot of Experience of Shipping business with multinational Company.

Mr. Gazi Golam Zakaria Jyoti is the Chairman of C & A Textiles Limited and Managing Director of C & A Fashion Limited and Knit Express Limited.

IFTEKHAR ABDUL HAI:

Director, C & A Textiles Limited

Mr. Iftekhar Abdul Hai was born in January 01, 1982 in illustrious family of Chittagong. His father is Md. Shamsul Karim, Mother is Nurjahan Begum. His Residential address: House: 63/C, East Firozshah, P.o: Firozshah, Khulshi, Chittagong, and permanent address is Vill: Laxminarayanpur, P.O: Setu Vanga, P.S: Begumganj, Dist: Noakhali. Bangladesh.

Mr. Iftekhar obtained her B. Com (Hon's) from Chittagong Commerce College, Chittagong and M.Com. (Management) from Chittagong University, Chittagong, Bangladesh in 2008.

Mr. Iftekhar is the Chairman of C & A Textiles Limited and Knit Express Limited and Managing Director of Microcarft Host Limited and Microcarft Traders (BD) Limited.

SHARMIN AKTHER LOVELY:

Director, C & A Textiles Limited

Mrs. Sharmin Akther Lovely was born in October 11, 1977 in illustrious family of Dhaka. Her father was Late; Moin Uddin Ahmed, Mother is Shahina Ahmed & Spouse of Md. Nasar Uddin. Her Residential address: 24 Arjot Para, Mohakhali, Dhaka - 1212 and permanent address is Vill: Sonagazi, P.O: Varib Chowdhury Bazar, P.S: Sonagazi, Dist: Feni, Bangladesh.

Mrs. Lovely obtained her B. Com (Hon's) from Dhaka City College, Dhaka in 2002.

Mrs. Sharmin Akther Lovely is the Managing Director of Global Max Packaging Industries Limited, & Director of C & A Textiles Limited.

(6) CIB Information

Neither the Company nor any of its directors and shareholders who holds 5% or more shares in the paid up capital of the Issuer is loan defaulter as per the CIB report of the Bangladesh Bank.

(7) Name with position, educational qualification, date of joining in the Company, last five years experience of the CEO, CFO,CS, Advisors, Consultants, Additional and Deputy MD and all Departmental Heads:

SL	Name	Position	Educational Qualification	Date of Joining	Last Five Years Experience
1	Rukshana Morshed	MD	B. Com	01-09-2013	Familytex (BD) Ltd.
2	Md Jamal Uddin Patwary	CFO	M. Com & CACC	02-05-2008	OLI Group, RCRA Textiles
3	Farhana Zaman Liana	Company Secretary	MBA (Marketing)	15-03-2014	Oriental Bank Limited
4	Mridul Kumar Sen Gupta	Finance Director	MBA, LLB	01-03-1989	Ret. DGM of Purabi General Insurance Co. Ltd.
5	Ripon Kanti Biswas	GM (Finance)	BBA, MBA	15-07-2008	Desh Garments Ltd.
6	Mr. Mohammed Wahed	Marketing Director	MBA (Marketing)	22-10-2006	Mika Fashion Ltd.
7	Mr. Fahim Rana	GM (Textiles Division)	Textile Engineer	02-10-2008	C & A Textiles Ltd.
8	Mr. Dipok Kanti Chy	GM (Garments Division)	BBA	10-06-2007	OLI Group
9	Mr. Binoy Bhushan Chy	GM (Production)	MBA (Merchandising)	18-07-2011	Well Apparels Ltd.
10	Mr. Iftekhar Abdul Hai.	Manager (IT)	Software Engineer	01-07-2009	Microcarft
11	Mr. Mohammad Zakaria	GM (HRD)	BBA (HR)	12-02-2008	C & A Textiles Ltd.
12	Mr. Md. Mostafa Shamim	Manager (Accounts)	M.Com, CACC	18-10-2009	C & A Textiles Ltd.
13	Mr. Mobarak Hossain	Manager (Technical)	Diploma Engineer	25-07-2002	C & A Textiles Ltd.
14	Mr. Md. Ferdous Hasan	Manager (Compliance)	M. Com	12-01-2007	Well Group
15	Mr. Md. Moazzem Hossain	Manager (Commercial)	M. Com.	01-01-2009	Sufi Apparels Ltd.

PART VIII: INVOLVEMENT OF DIRECTORS AND OFFICERS IN CERTAIN LEGAL PROCEEDINGS

None of the Directors or Officers of C & A Textiles Limited was involved in any of the following types of legal proceedings in the last 10 (ten) years:

a. Any bankruptcy petition filed by or against any Company of which any officer or director of the Issuer Company filing the prospectus was a director, officer or partner at the time of the bankruptcy.

b. Any conviction of director, officer in a criminal proceeding or any criminal proceeding pending against him.

c. Any order, judgment or decree of any court of competent jurisdiction against any director, officer permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any director or officer in any type of business, securities or banking activities.

d. Any order of the Bangladesh Securities and Exchange Commission, or other regulatory authority or foreign financial regulatory authority, suspending or otherwise limiting the involvement of any director or officer in any type of business, securities or banking activities.

PART IX: CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

The Company does not have any transaction during the last two years, or any proposed transaction, between the issuer and any of the following persons:

(a) Any director or executive officer of the issuer

(b) Any director or officer

(c) Any person owning 5% or more of the outstanding shares of the issuer

(d) Any member of the immediate family (including spouse, parents, brothers, sisters, children, and in-laws) of any of the above persons

(e) Any transaction or arrangement entered into by the issuer or its subsidiary for a person who is currently a Director or in any way connected with a Director of either the Issuer Company or any of its subsidiaries/holding company or associate concerns, or who was a Director or connected in any way with a Director at any time during the last three years prior to the issuance of the prospectus, except for the disclosure under caption **'Disclosure as per requirement of Schedule XI, part II, para 4 of Companies Act, 1994' in Note-29** of Audited Financial Statements, transaction between related companies within last five years, '**transaction with the directors and subscribers to the memorandum**' and "**Executive Compensation"** part of this prospectus.

(f) **Loan Given/Taken:**

The company did not take or give any loan from or to any Director or any person connected with any Director nor did any Director or any person connected with any Director.

(g) Any director holding any position, apart from being a director in the Issuer Company, in any Company, society, trust, organization, or proprietorship or partnership firm is already disclosed in involvement of directors with other organizations.

(h) **Directors' Facilities:**

Facilities whether pecuniary or non-pecuniary enjoyed by the Directors will remain unchanged during the publication period of the Prospectus. Interest and facility is already disclosed in Executive Compensation of the Prospectus.

PART X: EXECUTIVE COMPENSATION

(a) Remuneration paid to the top five salaried officers in the last accounting year and the name & designation of each:

SL	Name	Designation	Salaries for last accounting year 30 June, 2013 (Taka)
1	Md. Jamal Uddin Patwary	CFO	480,000
2	Ms. Farzana Rahman	Executive Director	-
3	Farhana Zaman Liana	Company Secretary	-
4	Mr. Mridul Kumar Sen Gupta	Finance Director	600,000
5	Mr. Ripon Kanti Biswas	GM (Finance)	360,000
6	Mr. Mohammed Wahed	Marketing Director	840,000
7	Mr. Fahim Rana	GM (Textiles Division)	720,000
Total			**3,000,000**

• Ms. Farzana Rahman (Executive Director) and Farhana Zaman Liana (Company Secretary) have joined into the Company in 2014. That's why they had not taken any salary for the year ended June 30, 2013.

(b) Aggregate amount paid to all directors and officers as a group during the last accounting year:

(As per audit report)

Sl.	Particular	Nature of Payments	Remuneration for last accounting year 30 June, 2013 (Taka)
1.	Directors	Board Meeting Fees	2,500
2.	Managing Director	Remuneration	1,30,000
3.	Officers	Salary and Allowances	36,31,542
Total			**37,64,042**

(c) Remuneration paid to director who was not an officer of the Company during the last accounting year:

The Company did not pay any remuneration any director who was not an officer of the Company during the last accounting year.

(d) Any contract with any director or officer providing for the payment of future compensation:

The Company has not entered into any contract with any of its Directors or Officers for any future compensation packages.

(e) Any Plan to substantially increase remunerations/salaries of Officers and Directors

The Company has no plan for substantially increasing remuneration to its directors and/or officers except for those that are paid as annual increment to their salaries.

PART XI: OPTIONS GRANTED TO DIRECTORS, OFFICERS AND EMPLOYEES

The Company has no options granted to Directors, Officers or any other employees of the Company or to any other person who was not involved in the Company.

PART XII: TRANSACTIONS WITH THE DIRECTORS AND SUBSCRIBERS TO THE MEMORANDUM

(a) The Directors and subscribers to the memorandum have not received any benefits except remuneration and board meeting fees (in note 29.00 of the audited accounts) received by directors, directly or indirectly during the last five years.

(b) The issuer also has not received any assets, services or other considerations from its Directors and subscribers to the memorandum except fund against allotment of shares.

PART XIII: TANGIBLE ASSETS PER SHARE

Net Tangible Asset backing per unit of the securities being offered as at December 31, 2013:

(as per audited report)

Particulars	Amount in Taka
Non-Current Assets (A)	1,961,832,283
Current Assets (B)	957,855,315
Current Liabilities (C)	293,626,260
Long Term Liabilities (D)	236,762,254
Net Assets (E=A+B-C-D)	**2,389,299,084**
Number of Shares (F)	130,000,000
Net Tangible Assets Value Per Share (G=E/F)	**18.38**

Net Tangible Asset backing per unit of the securities being offered as at June 30, 2013:

(as per audited report)

Particulars	Amount in Taka
Non-Current Assets (A)	1,712,930,099
Current Assets (B)	696,477,740
Current Liabilities (C)	753,091,849
Long Term Liabilities (D)	230,549,854
Share Money Deposit (E)	566,905,410
Net Assets (F=A+B-C-D-E)	**858,860,726**
Number of Shares (F)	50,000
Net Tangible Assets Value Per Share (G=E/F)	**17,177.21**

PART XIV: OWNERSHIP OF THE COMPANY'S SECURITIES

(1) Ownership of the Company's securities:

Sl.	Name of Shareholder	Address	Position	No. of Shares	%
1	Rukshana Morshed	592/B, Mehedibag Road, Kotowali, Chittagong.	MD	32,500,000	25.000%
2	Gazi Golam Zakaria Jyoti	Rabbani House, 1398 Gaji Abdul Kader Road, Khulshi, Chittagong.	Chairman	3,500,000	2.692%
3	Iftekhar Abdul Hai	74/B, Shake Mujib Road, Chittagong.	Director	3,500,000	2.692%
4	Bangladesh Shoes Industries Ltd.	Kawnia, BSCIC Road, Barisal.	Director	8,250,000	6.346%
5	Sharmin Akther Lovely	Vill: Sonapur, P.O: Bairab chy. Bazer, P.S: Sonagazi, Feni.	Director	5,250,000	4.038%
6	Sayed Golam Wadud	C - 5/5, House-17, Road-79, Gulshan-2, Dhaka.	Shareholder	3,000,000	2.308%
7	M/s Orion Capital Ltd	Orion House 153-154 Tajgaon I/A, Dhaka.	Shareholder	4,870,000	3.746%
8	M/s Orion Infusion Limited	Orion House, 153-154 Tajgaon I/A, Dhaka.	Shareholder	5,000,000	3.846%
9	M/s Orion Pharma Limited	Orion House, 153-154 Tajgaon I/A, Dhaka.	Shareholder	5,000,000	3.846%
10	Global Shoes Ltd	House-127,Road-10, Block-C, Niketon, Gulshan-1, Dhaka	Shareholder	3,570,000	2.746%
11	Mohammad Obaidul Karim	H-12, R-18, Block-J, Banani, Dhaka.	Shareholder	5,000,000	3.846%
12	Salman Obaidul Karim	H-12, R-18, Block-J, Banani, Dhaka.	Shareholder	5,000,000	3.846%
13	Mrs. Arzuda Karim	H-12, R-18, Block-J, Banani, Dhaka.	Shareholder	5,000,000	3.846%
14	Samaresh Banik	154/1, Cresent Road, Dhanmondi, Dhaka.	Shareholder	250,000	0.192%
15	Ferdous Jaman	Iqbal Road, Mohammadpur, Dhaka-1207	Shareholder	500,000	0.385%
16	Ms. Nazia Akter	36/1. Uttar Bagun Bari, Dhaka-1208.	Shareholder	250,000	0.192%
17	Mohammed Morshed	592/B, Mehedibag Road, Kotowali, Chittagong.	Shareholder	2,000,000	1.538%
18	Md. Arshed	592/B, Mehedibag Road, Kotowali, Chittagong.	Shareholder	2,000,000	1.538%
19	Md. Abdul Wahed	592/B, Mehedibag Road, Kotowali, Chittagong.	Shareholder	2,000,000	1.538%
20	Bangladesh Finance And Investment Company Ltd.	Baitul Hossain Building, (2nd Floor) 27 Dilusha, Dhaka-1000.	Shareholder	4,750,000	3.654%
21	BD Finance Securities Limited	64, Motijheel C/A. (2nd Floor), Dhaka-1000.	Shareholder	4,880,000	3.754%
22	BD Finance Capital Holdings Ltd	64, Motijheel C/A. (2nd Floor), Dhaka-1000.	Shareholder	5,000,000	3.846%
23	Anwar Ispat Limited	Baitul Hossain Building (14th Floor), 27, Dilkusha C/A, Dhaka-1000.	Shareholder	5,000,000	3.846%
24	Tasren Mujib	172 Shaheed Belayet Road, P.O:-Dhaka Cantonment, Dhaka-1206	Shareholder	900,000	0.692%
25	Aswat Aksir Mujib Wasi	172 Shaheed Belayet Road, P.O:-Dhaka Cantonment, Dhaka-1206	Shareholder	900,000	0.692%
26	Shammi Akter (Shibli)	74/4, North Bashabo, Dhaka.	Shareholder	1,000,000	0.769%
27	Farzana Rahman	Green Delta Ins. Co Ltd., 2, Dilkusha C/A. Hadi Mansion, Dhaka-1000.	Shareholder	2,600,000	2.000%
28	Md. Matiur Rahman	Vill: Bahadurpur, P.O: Sujabad, P.S: Muladi, Dist: Barisal.	Shareholder	930,000	0.715%
29	Mrs. Nurjahan	G-25, Eastern Housing, North Banasree, Goran, Dhaka.	Shareholder	450,000	0.346%
30	Howa Nur Begum	Vill: Bahadurpur, P.O: Sujabad, P.S: Muladi, Dist: Barisal.	Shareholder	2,800,000	2.154%
31	Rafiqul Islam	Haji. Mostofa Market, Aracan Road, C & B Square, Ctg.	Shareholder	200,000	0.154%
32	Ruma Kum Kum	Siddique House,vil: Noyagaon,Himer dhighi,P.O: Mannu Nagar,-1710, Tongi-Gazipur	Shareholder	100,000	0.077%
33	Md. Rasiduzzaman	Vill: Bahadurpur, P.O: Sujabad, P.S: Muladi, Dist: Barisal.	Shareholder	100,000	0.077%
34	Salena Akter (Poly)	Razar Hat Nadirpar P.O: Pirojpur sadar, Pirojpur-8500, Pirojpur.	Shareholder	100,000	0.077%
35	Farhana Zaman Liana	Eastern Arena, Flat-101, New Easkaton Road, Dhaka.	Shareholder	100,000	0.077%
36	Md. Jamal Uddin Patway	Plot-41, 42, 56, 57, Road-1, BSCIC Industrial Estate, Kalurghat, P.O:4212, Chandgaon, Chittagong.	Shareholder	100,000	0.077%
37	Mrs. Farjana Foiz	Haji. Mostofa Market, Aracan Road, C & B Square, Ctg.	Shareholder	100,000	0.077%
38	Md. Shamsuzzaman	Asian University of Bangladesh, Uttara, Dhaka-1230	Shareholder	100,000	0.077%
39	Ripan Kanti Biswas	Royal Trade, 11, K.M. Bhaban (2nd Floor) Anderkilla, Dawan Bazer, PO: 4000, Kotowali, Chittagong.	Shareholder	50,000	0.038%
40	Mridul Kumer Sen Gupta	Plot: 47- 48, Sector: 04, Road: 05 CEPZ, Chittagong.	Shareholder	50,000	0.038%
41	Sharif Hossain	39 Mufti Din Mohammad Road, Lalbagh, Dhaka	Shareholder	50,000	0.038%
42	Md. Nizam Uddin	Haji. Mostofa Market, Aracan Road, C & B Square, Ctg.	Shareholder	100,000	0.077%
43	Shahriar Dastgir	House: 35, Road:5,Shamoly, Dhaka	Shareholder	950,000	0.731%
44	Mohammad Tohidul Islam	112/Ka, Central Road, Dhanmondy, PO- 1205, Dhaka.	Shareholder	200,000	0.154%
45	Md. Mosharraf Uddin Khaled	RF-Johora Tower, 1401, Sk. Mujib Road, Agrabad, Ctg.	Shareholder	200,000	0.154%
46	Roksana Aktar	C/O: Abul Khair Tabacco Co. Ltd., D.T Road, Pahartali, Chittagong	Shareholder	50,000	0.038%

47	Md. Nurul Haque Talukder	13/1, North Brook Hall Road, Dhaka	Shareholder	50,000	0.038%
48	Syed Iqbal Hossain	House-8/1, Block-D, Lalmatia, Dhaka-1207	Shareholder	100,000	0.077%
49	Mir Md. Jainul Abedin Shebly	Zia Villa, 63/1, West Dhanmondi, Sankor, Dhaka-1207	Shareholder	100,000	0.077%
50	Mrs. Rafeza Akhter	House-8/1, Block-D, Lalmatia, Dhaka-1207	Shareholder	100,000	0.077%
51	Kazi Abu Taher	Anti Corruption Commission, 1, Segumbagicha, Ramna, Dhaka	Shareholder	100,000	0.077%
52	Md. Jahangir Alam	Anti Corruption Commission, 1, Segumbagicha, Ramna, Dhaka	Shareholder	100,000	0.077%
53	Golam Shahriar Chowdhury	48/4-B, Cirkit House Road, Dhaka-1000	Shareholder	100,000	0.077%
54	Md. Habibur Rahman Sikder	PBL Tower, 13th Floor, 17(New), Gulshan North C/A, Dhaka.	Shareholder	100,000	0.077%
55	Mohd. Habibur Rahman Khan	A-9, Uttaran, Aziz Palli, Dhaka Cantonment, Dhaka-1206	Shareholder	150,000	0.115%
56	Sabina Rahman Khan	A-9, Uttaran, Aziz Palli, Dhaka Cantonment, Dhaka-1206	Shareholder	150,000	0.115%
57	Md. Shafiqul Islam	House- 363/1, Wasiruddin Khan Road, West Ahmednagor, Mirpur-1, Dhaka.	Shareholder	50,000	0.038%
58	Mohammad Arshed Adanan	House-88/1, Shib Rampur, Pubna Sadar, Pabna-6600	Shareholder	200,000	0.154%
59	Md. Jahangir Alam	South Torpurchandi, P.O-Babur Hat, Chandpur Sadar, Chandpur-3602	Shareholder	100,000	0.077%
60	A. B. M Tanvir Hossain	128, Mohanagor R/A, Rampura, Dhaka.	Shareholder	50,000	0.038%
61	Md. Mahfuzur Rahman	46 New Eskaton, Ramna, Dhaka-1000	Shareholder	50,000	0.038%
62	Fatama Akter	431/15, Malibag, Santinagar, Motijheel, Dhaka-1217.	Shareholder	20,000	0.015%
63	Sailful Azam	House- 97, Dhania Rasulpure, Dhania- 1236, Jatrabari, Dhaka.	Shareholder	50,000	0.038%
64	Serajul Mostofa Al-Faruquie	House:25,Road:2, Sector:3, Uttara,Dhaka	Shareholder	100,000	0.077%
65	Md. Ashiqur Rahman	4/4, Block-C, Flat-1A, Lalmatia, Dhaka-1207	Shareholder	100,000	0.077%
66	Md. Ashfaqul Alam	239/1/Kha, North Kafrul, Dhaka Cantonment, Dhaka-1206	Shareholder	5,000	0.004%
67	Md. Abdur Rahman	1254/A, East Monipur, Mirpur, Dhaka-1216	Shareholder	5,000	0.004%
68	Md. Sazed Karim	92/10, Ram Gopal, Thana Para, Kustia	Shareholder	5,000	0.004%
69	Md. Abbas Ali Khan	House-2/8/M, Tolar Bagh, Mirpur, Dhaka-1216	Shareholder	5,000	0.004%
70	Sathi Banik	Flat-504, House-153, Cresent Road, Dhanmondi, Dhaka.	Shareholder	5,000	0.004%
71	Md. Mamun Ahammed	36/1, North Begun Bari, Tejgoan, Dhaka-1208	Shareholder	5,000	0.004%
		Total		**130,000,000**	**100%**

(2) Securities Owned by each Director:

SL	Name	Position	No of Shares Held	% of Holdings
1	Rukshana Morshed	MD	32,500,000	25.00%
2	Gazi Golam Zakaria Jyoti	Chairman	3,500,000	2.69%
3	Iftekhar Abdul Hai	Director	3,500,000	2.69%
4	Sharmin Akther Lovely	Director	5,250,000	4.04%
5	Bangladesh Shoes Ind. Ltd.	Director	8,250,000	6.35%
	Total		**53,000,000**	**40.77%**

(3) List of Sponsors/Directors and/or Shareholders who hold 5% or more shares of the Company:

SL	Name	Position	No of Shares held	%
1.	Rukshana Morshed	Managing Director	32,500,000	25.00%
2.	Bangladesh Shoes Ind. Ltd.	Director	8,250,000	6.35%

Except for those shown in the above list, no directors or shareholders individually hold 5% or more shares of the Company's paid up capital.

(4) Securities owned by the Officers of the Company:

There is no officer holding any securities of the Company except Rukshana Morshed (Managing Director), Md. Jamal Uddin Patwary (CFO), Farhana Zaman (Company Secretary), Mridul Kumar Sen Gupta (Finance Director) & Ripon Kanti Biswas (GM-Finance).

(5) Post IPO Shareholding by the Sponsors/Directors:

Details	No of Shares	Amount (Tk.)
Post IPO Share Capital	175,000,000	1,750,000,000

SL	Name	Position	No of Shares Held	% of Holdings
1	Rukshana Morshed	MD	32,500,000	18.57%
2	Gazi Golam Zakaria Jyoti	Chairman	3,500,000	2.00%
3	Iftekhar Abdul Hai	Director	3,500,000	2.00%
4	Sharmin Akther Lovely	Director	5,250,000	3.00%
5	Bangladesh Shoes Ind. Ltd.	Director	8,250,000	4.71%
Total			**53,000,000**	**30.29%**

NB: Post IPO capital structure of the Sponsors/Directors complies with the requirements as imposed by the Bangladesh Securities and Exchange Commission vide Notification No. SEC/CMRRCD/ 2009-193/119/Admin/34, dated November 22, 2011.

PART XV: DETERMINATION OF OFFERING PRICE

The issue price at Tk. 10.00 each at par is justified as details below:

Particulars	Amount (in Tk.)
Method 1: Net Asset Value (NAV) per share/Equity based value per share	
1: Price based on Net Asset Value per share	18.38
Method 2: Historical Earnings based value per share	
2: Earnings based Value per share based on Overall Market P/E	19.86
Average of Net Asset Value (NAV) per share/Equity based value per share and Historical Earnings based value per share	19.12

Calculation of Methodologies

Method 1: Share price on Net Asset Value (NAV)/Equity based value per share:

1: Price based on Net Asset Value per share/Equity based Value:

Sl. No.	Particulars	Amount
a)	Share Capital	1,300,000,000
b)	Retained Earnings	1,089,299,084
Total Shareholders' Equity		**2,389,299,084**
Number of Shares		130,000,000
Net Asset Value per share as per Audited Report as on 31 December, 2013		**18.38**

Method 2: Historical Earnings based value per share:

Average Price Earnings of Market & Sectoral		
Month	**Sectoral**	**Market**
May-14	13.23	15.96
Apr-14	14.33	16.41
Mar-14	16.32	15.89
Average	**14.63**	**16.09**
Considering Lesser P/E of 14.63 & 16.09 is 14.63		

Source: DSE Monthly Review.

Period	No. of Share	Net Profit after tax	Weight of No. of Shares	Weighted Average of Net Profit after tax
30-Jun-09	50,000	61,241,024	0.20	12,248,205
30-Jun-10	50,000	107,213,141	0.20	21,442,628
30-Jun-11	50,000	147,705,245	0.20	29,541,049
30-Jun-12	50,000	209,711,570	0.20	41,942,314
30-Jun-13	50,000	255,826,467	0.20	51,165,293
Total	**250,000**	**781,697,447**	**1.00**	**156,339,489**
No. of shares outstanding before IPO				130,000,000
Diluted EPS based on weighted Average of Net Profit after Tax				1.20
3 Months average P/E(Lesser of 14.63 & 16.09)				14.63
Earnings based Value per share based on overall Market P/E				**17.59**

Therefore, the management of the company believes that the offering price of Tk. 10.00 per share is justified.

PART XVI: MARKET FOR THE SECURITIES BEING OFFERED

The Issuer shall apply to the following Stock Exchanges in Bangladesh for listing shares within 7 (seven) working days from the date of consent accorded by the Commission to issue the prospectus:

Dhaka Stock Exchange Limited (DSE)
9/F Motijheel C/A, Dhaka-1000;

Chittagong Stock Exchange Limited (CSE)
CSE Building, 1080 Sheikh Mujib Road, Chittagong.

PART XVII: DESCRIPTION OF SECURITIES OUTSTANDING OR BEING OFFERED

(1) Dividend, voting, pre-emption rights:

In case of any declaration of cash/stock dividend by the Company or distribution of any property of the Company, all the shareholders shall be entitled to it in proportion to their shareholdings on the date of the book closure or record date for the purpose. The Company will follow a dividend policy, which will allow it to provide a fair return on its shareholders' investment and simultaneously allow for building up of the retained earnings and reserves as a rule that would sustain growth of the Company.

The share capital of the Company is divided into Ordinary Shares, carrying equal rights to vote and receive dividend in terms of the relevant provisions of the Companies Act 1994 and the Articles of Association of the Company. All shareholders shall have the usual voting right in person or by proxy in connection with, among others, election of Directors and Auditor(s) and other usual agenda of General Meeting – Ordinary or Extra Ordinary. On a show of hand, every shareholder present in person and every duly authorized representative of a shareholder present at a General Meeting shall have one vote and on a poll every shareholder present in person or by proxy shall have one vote for every share held by him or her.

In case of any additional issue of shares for raising further capital the existing shareholders shall be entitled to Rights Issue of shares in terms of the guidelines issued by the Bangladesh Securities and Exchange Commission from time to time.

(2) Conversion and liquidation rights:

The Company in its General Meeting may convert paid-up shares to any denomination. No special preferences or privileges shall be attached to this conversion.

If the Company at any time issues Preference Shares or Debentures or Bonds with the consent of BSEC, such holders of securities shall be entitled to convert such securities into ordinary shares if it is so determined by the Company.

In case of winding- up or liquidation of the Company, all shareholders have the same privileges and advantages as ordinary shareholder as regards participation in profits and voting at meetings of the Company.

(3) Right for Transfer:

In terms of the provisions of the Companies Act 1994, Articles of Association of the Company and other relevant rules in force, the shares of the Company are transferable. The Company shall not charge any fee other than Government duties for registering transfer of shares. No shares shall be transferred to an infant or a person of unsound mind.

(4) Dividend policy:

(a) The profits of the Company, subject to any special right relating thereto created or authorized to be created by the Memorandum of Association and subject to the provision of the Articles of Association, shall be divisible among the members in proportion to the amount of capital paid -up on the shares held by them respectively.

(b) No larger dividend shall be declared than is recommended by the directors, but the Company in its General meeting may declare a smaller dividend.

(c) The declaration of directors as to the amount of net profit of the company shall be conclusive.

(d) No dividends shall be paid otherwise than out of the profits of the year or any other undistributed profits and general reserves. Dividend shall not carry interest as against the Company.

(e) The Directors may from time to time pay off the members such interim dividend as appear to the Directors to be justified by the profits of the Company.

(f) A transfer of shares shall not pass the right to any dividend declared thereon after such transfer and before the registration of the transfer.

(g) There is no limitation on the payment of dividends to the common Stockholders.

(5) Other rights of Stockholders:

The shareholders shall have the right to receive all periodic reports and statements, audited as well as unaudited, published by the Company from time to time. The directors shall present the financial statements as required under the law and international Accounting Standards and International Financial Reporting Standards as adopted by the Institute of Chartered Accountants of Bangladesh. Financial statements will be prepared in accordance with International Financial Reporting/Accounting Standards, consistently applied throughout the subsequent periods and present with the objective of providing maximum disclosure as per law and international Financial Reporting/Accounting Standard to the shareholders regarding the Financial and operational position of the Company.

In case of any declaration of stock dividend through issue of Bonus Shares, all shareholders shall be entitled to it in proportion to their shareholdings on the date of book closure or record date for the purpose.

The shareholders holding not less than 10% of the issued/fully paid up capital of the Company shall have the right to requisition Extra-Ordinary General Meeting (EGM) of the Company as provided under Section 84 of the Companies Act, 1994.

PART XVIII: DEBT SECURITIES

The Company has not issued or is planning to issue any debt security within six months.

PART XIX: INDEPENDENT AUDITORS' REPORT AND RELATED CERTIFICATES

A. Auditors' report for the period ended December 31, 2013:

Independent Auditor's Report
Of
C & A TEXTILES LIMITED

We have audited the accompanying Statement of Financial Position of C & A Textiles Limited as on December 31, 2013 and the related Statement of Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the period then ended. The preparation of the financial statements is the responsibility of the Company's management. Our responsibility is to express an independent opinion on these financial statements based on our audit.

We have conducted the audit in accordance with Bangladesh Standard of Auditing (BSA). Those standards require that we plan and perform the audit in obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidences supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management as well as evaluating over all financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements, prepared in accordance with Bangladesh Accounting Standard (BAS), give a true and fair view of the state of the company's affairs as of December 31, 2013 and of the results of its operation and its cash flow for the period then ended and comply with applicable section of the Companies Act 1994, The Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that:

a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
b. In our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;
c. The company's Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity dealt with by the report are in agreement with the books of accounts; and
d. The expenditure incurred was for the purposes of the company's business.

Sd/-
Dated: Dhaka, February 04, 2014 **Shiraz Khan Basak & Co.**
Chartered Accountants

C & A TEXTILES LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2013

Particulars	Notes	Amount in Taka	
		31-12-2013	30-06-2013
ASSETS			
Non Current Assets			
Property, Plant & Equipment	Annexure-A	1,960,534,844	1,558,760,660
Security Deposit	3	1,297,439	1,297,439
Investment in Associate Company	4	-	152,872,000
Total Non-Current Assets		**1,961,832,283**	**1,712,930,099**
Current Assets:			
Inventories	5	494,349,511	288,282,575
Trade and other receivables	6	438,371,367	379,211,351
Advance, Deposits and Prepayments	7	18,398,821	27,524,484
Cash and Cash Equivalent	8	6,735,616	1,459,330
Total Current Asset		**957,855,315**	**696,477,740**
Total Assets		**2,919,687,598**	**2,409,407,839**
EQUITY AND LIABILITIES			
Capital and Reserves			
Share Capital	9	1,300,000,000	500,000
Share Money Deposit	10	-	566,905,410
Retained Earnings	11	1,089,299,084	858,360,726
		2,389,299,084	**1,425,766,136**
Current Liabilities			
Trade and other payables	12	114,011,461	111,187,527
Short Term Borrowings	13	59,991,556	24,695,629
Directors & Others Loan	14	-	514,043,126
Provision for expenses	15	47,623,243	31,165,567
Currrent portion of long term loan	16	72,000,000	72,000,000
Total Current Liabilities		**293,626,260**	**753,091,849**
Non Current Liabilites			
Long Term Loan	17	236,762,254	230,549,854
Total Long Term Liabilities		**236,762,254**	**230,549,854**
Total Equity and Liabilities		**2,919,687,598**	**2,409,407,839**
Net Asset Value (NAV)		**18.38**	**285,153.23**

The annexed notes form an integral part of these financial statements.

Sd/-	Sd/-	Sd/-
Chairman	Managing Director	Chief Financial Officer
C & A TEXTILES LIMITED	C & A TEXTILES LIMITED	C & A TEXTILES LIMITED

Sd/-
Shiraz Khan Basak & Co.
CHARTERED ACCOUNTANTS

Dated: Dhaka, February 04, 2014.

COMPARATIVE FINANCIAL POSITION

PARTICULARS	Amount in Taka		
	31.12.2013	30.06.2013	30.06.2012
APPLICATION OF FUND			
NON-CURRENT ASSETS			
Properties, Plant & Eqipment	1,960,534,844	1,558,760,660	1,576,933,276
Security Deposit	1,297,439	1,297,439	1,297,439
Investment in Associate Company	-	152,872,000	-
Total Non-Current Assets	**1,961,832,283**	**1,712,930,099**	**1,578,230,715**
CURRENT ASSETS			
Inventories	494,349,511	288,282,575	154,237,259
Trade and Other receivables	438,371,367	379,211,351	201,852,587
Advance, Deposits and Prepayments	18,398,821	27,524,484	11,972,372
Cash and Bank balances	6,735,616	1,459,330	5,157,902
Total Current Asset	**957,855,315**	**696,477,740**	**373,220,120**
TOTAL ASSETS	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**
SOURCES OF FUND			
EQUITY & LIABILITIES			
CAPITAL AND RESERVES			
Share Capital	1,300,000,000	500,000	500,000
Share Money Deposit	-	566,905,410	352,859,030
Retained Earnings	1,089,299,084	858,360,726	602,534,259
Total Equity	**2,389,299,084**	**1,425,766,136**	**955,893,289**
CURRENT LIABILITIES			
Trade and other payables	114,011,461	111,187,527	193,685,556
Short Term borrowings	59,991,556	24,695,629	125,654,908
Liabilities for Capital Machineries	-	-	421,254,897
Directors and Other Loan	-	514,043,126	220,300,235
Provision for expenses	47,623,243	31,165,567	34,661,950
Current portion of long term loan	72,000,000	-	-
Total Current Liabilities	**293,626,260**	**681,091,849**	**995,557,546**
LONG TERM LIABILITIES			
Long term Loan	236,762,254	302,549,854	-
Total Long term Liabilities	**236,762,254**	**302,549,854**	**-**
TOTAL EQUITY AND LIABILITIES	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**

C & A TEXTILES LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED DECEMBER 31, 2013

Particulars	Notes	Amount in Taka	
		31-12-2013	31-12-2012
Sales		1,145,628,742	826,273,358
Less: Cost of goods sold	18	828,681,971	578,282,085
Gross Profit		**316,946,771**	**247,991,274**
Less: Operating expenses	19	28,339,773	21,532,850
Operating Income		**288,606,998**	**226,458,424**
Financial expenses	20	37,073,519	20,853,527
Net operating Profit		**251,533,479**	**205,604,897**
Add: Other non-operating income	21	176,425	88,212
Profit before Contribution to WPPF		**251,709,904**	**205,693,109**
Less:Provision to Workers' profit participation/Welfare fund	22	11,986,186	-
Profit befor tax		**239,723,719**	**205,693,109**
Less:Provision for taxation	23	8,785,360	12,245,436
Net Profit after tax		**230,938,358**	**193,447,673**
Basic Earning Per Share (EPS)		**303.05**	**38,689.53**

The annexed notes form an integral part of these financial statements.

Sd/-
Chairman
C & A TEXTILES LIMITED

Sd/-
Managing Director
C & A TEXTILES LIMITED

Sd/-
Chief Financial Officer
C & A TEXTILES LIMITED

Sd/-
Shiraz Khan Basak & Co.
CHARTERED ACCOUNTANTS

Dated: Dhaka, February 04, 2014.

COMPARATIVE INCOME SUMMARY

PARTICULARS	Amount in Taka		
	31.12.2013	30.06.2013	30.06.2012
Sales	1,145,628,742	1,652,546,716	1,205,216,854
Less: Cost of Godds Sold	828,681,971	1,299,845,397	934,535,249
Gross Profit	**316,946,771**	**352,701,319**	**270,681,605**
Less: Operating expences	28,339,773	43,065,707	32,462,669
Operating Income	**288,606,998**	**309,635,612**	**238,218,936**
Less: Financial expenses	37,073,519	41,707,055	21,302,458
Net Operating Profit	**251,533,479**	**267,928,557**	**216,916,478**
Add: Other non-operation income	176,425	176,425	145,267
Profit before Contribution to WPPF	**251,709,904**	**268,104,982**	**217,061,745**
Provision to Workers' profit participation/ welfare fund	11,986,186	-	-
Net profit before tax	**239,723,718**	**268,104,982**	**217,061,745**
Less: Provision for taxation	8,785,360	12,278,515	7,350,175
Net Profit after tax	**230,938,358**	**255,826,467**	**209,711,570**

C & A TEXTILES LIMITED
STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED DECEMBER 31, 2013

Particulars	Amount in Taka 31-12-2013	Amount in Taka 31-12-2012
A .Cash Flow From Operating Activities:		
Collection from Turnover	1,086,468,726	765,102,689
Collection from other non-operating income	176,425	85,419
Payment for Cost of Expenses	(953,969,707)	(697,541,865)
Paid for operating Expenses	(23,716,839)	(23,165,280)
Payment for financial Expenses	(37,073,519)	(20,864,287)
Net cash flow from Operating activities	**71,885,086**	**23,616,676**
B. Cash Flow From Investing Activities:		
Purchase of Fixed Assets	(479,540,591)	(32,658,453)
Investment in Associate Company	152,872,000	-
Net cash flow from Investing activities	**(326,668,591)**	**(32,658,453)**
C. Cash Flow From Financing Activities:		
Increase/ Decrease in Short term loan from bank	35,295,927	(110,985,428)
Decrease in Long term loan from bank	6,212,400	313,521,580
Increas in Share Capital	732,594,590	-
Decrease in Share money deposit	-	115,287,451
Decrease in Liabilities for Capital Machinery	-	(330,598,741)
Increase in Directors Loan	(514,043,126)	21,589,854
Net Cash flow from financing activities	**260,059,791**	**8,814,716**
D.Increase/(Decrease) cash and cash equivalents (A+B+C)	5,276,286	(227,061)
E.Opening cash and cash equivalents	1,459,330	5,157,902
F.Closing cash and cash equivalents (E + D)	**6,735,616**	**4,930,841**

Sd/-
Chairman
C & A TEXTILES LIMITED

Sd/-
Managing Director
C & A TEXTILES LIMITED

Sd/-
Chief Financial Officer
C & A TEXTILES LIMITED

Sd/-
Shiraz Khan Basak & Co.
CHARTERED ACCOUNTANTS

Dated: Dhaka, February 04, 2014.

C & A TEXTILES LIMITED
STATEMENT OF CHANGES OF EQUITY
FOR THE PERIOD ENDED DECEMBER 31, 2013

Particulars	Ordinary Share Capital	Retained Earnings	Share Money Deposit	Total
As at July 01, 2013	500,000	858,360,726	566,905,410	**1,425,766,136**
Addtion during the period	1,299,500,000	-	733,094,590	**2,032,594,590**
Transfer to Share Capital			(1,300,000,000)	**(1,300,000,000)**
Net Profit during the period	-	230,938,358	-	**230,938,358**
Total	**1,300,000,000**	**1,089,299,084**	**-**	**2,389,299,084**

C & A TEXTILES LIMITED
STATEMENT OF CHANGES OF EQUITY
FOR THE PERIOD ENDED DECEMBER 31, 2012

Particulars	Ordinary Share Capital	Retained Earnings	Share Money Deposit	Total
As at July 01, 2012	500,000	602,534,259	352,859,030	**955,893,289**
Addtion during the period	-	-	150,000,000	**150,000,000**
Net Profit during the period	-	193,447,673	-	**193,447,673**
Total	**500,000**	**795,981,932**	**502,859,030**	**1,299,340,962**

Sd/-
Chairman
C & A TEXTILES LIMITED

Sd/-
Managing Director
C & A TEXTILES LIMITED

Sd/-
Chief Financial Officer
C & A TEXTILES LIMITED

Sd/-
Shiraz Khan Basak & Co.
CHARTERED ACCOUNTANTS

Dated: Dhaka, February 04, 2014.

C & A TEXTILES LIMITED
SCHEDULE OF FIXED ASSETS
AS AT DECEMBER 31,2013

Annexure-A

Particulars	Cost			Rate of Dep. / Amortization (%)	Depreciation			Written Down Value as at 31-12-2013	Written Down Value as at 30-06-2013
	Balance as on 1st July 2013	Addition during the period	Balance as on 31st December 2013		Balance as on 1st July 2013	Charge during the period	Balance as on 31st December 2013		
Leasehold Land & Land Development	63,716,620	-	63,716,620	5%	9,293,039	1,592,916	10,885,954	52,830,666	54,423,581
Buildings	406,408,026	20,548,760	426,956,786	10%	143,485,383	13,146,132	156,631,515	270,325,271	262,922,643
Plant & Machinery	1,331,171,757	425,421,890	1,756,593,647	10%	317,667,323	50,675,222	368,342,545	1,388,251,102	1,013,504,434
Furniture and Fixture	77,963,388	4,251,608	82,214,996	10%	20,111,449	3,105,177	23,216,626	58,998,370	57,851,939
Gas Installation	7,367,053	785,490	8,152,543	10%	2,129,537	301,150	2,430,687	5,721,856	5,237,516
Electrical Installation	86,779,342	18,765,238	105,544,580	10%	23,915,159	3,143,209	27,058,368	78,486,212	62,864,183
Electrical Equipment	19,994,393	653,294	20,647,687	10%	7,190,702	672,849	7,863,551	12,784,136	12,803,691
Generator	114,542,665	7,452,169	121,994,834	10%	39,157,835	4,141,850	43,299,685	78,695,149	75,384,830
Fire Equipment	5,760,833	745,198	6,506,031	10%	1,361,052	257,249	1,618,301	4,887,730	4,399,781
Vehicle	8,537,502	-	8,537,502	20%	6,912,780	162,472	7,075,252	1,462,250	1,624,722
Office Equipment	7,815,696	495,345	8,311,041	10%	2,354,082	297,848	2,651,930	5,659,111	5,461,614
Air Conditions	8,549,845	421,599	8,971,444	20%	6,268,119	270,333	6,538,451	2,432,993	2,281,726
Total	**2,138,607,120**	**479,540,591**	**2,618,147,711**		**579,846,460**	**77,766,407**	**657,612,867**	**1,960,534,844**	**1,558,760,660**

Allocation of depreciation

Manufacturing Expenses	93.00%	72,322,758
Administrative Expenses	6.00%	4,665,984
Selling & Distribution Expenses	1.00%	777,665
	100%	**77,766,407**

C & A TEXTILES LIMITED
Notes to the Financial Statements
For the period ended December 31, 2013

1.00 The Company and its operations

1.01 Legal form of the Company

The Company was incorporated on February 19, 2001 as a 'Private' Limited Company by Shares Registered under the Companies Act 1994 as adopted in Bangladesh vide certificate of incorporation No. C-3912/2001. The Company converted into Public Limited Company along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each dated on 22.12.2013.

1.02 Address of the Registered and Corporate office

The registered office of the company is located at House-127 (2nd Floor), Road-10, Block-C, Niketon, Gulshan-1, Dhaka.

1.03 Nature of Business activities

The principal activities of the Company to carry on the business of Composite Textile unit to produce fabrics and Clothing item under 100% export oriented garments industry and export thereof.

1.04 Capital Structure of the Company

Company's capital structure consist of fully paid up ordinary shares. Mrs. Rukhsana Morshed owns 25.00% of the fully paid up ordinary shares of C & A Textiles Limited as detailed at note # 9.02.

1.05 Production Unit

Production unit of the company is situated at Plot No. 61, 62, 66, 67, 68, 72 & 73 BISIC Industrial Estate (Extension), Kalurghat . Chittagong.

2.00 Summary of significant accounting as per rules

2.01 Basis of preparation and presentation of the financial statements

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the Companies Act 1994, the Securities and Exchange Rules 1987 as applicable, and BAS's adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), & Bangladesh Financial Reporting Standard (BFRS) as long as applicable for the company. The Balance Sheet and Income Statement have been prepared According to BAS 1 Presentation of Financial Statements based on accrual basis of Accounting following going concern assumption under generally accepted accounting Principles and practices in Bangladesh and cash flow statement according to BAS 7.

2.02 Accounting convention and assumption

The financial statements are prepared under the historical cost convention.

2.03 Principal accounting policies

The specific accounting policies have been selected and applied by the company's management for significant transactions and events that have a material effect within the Framework for the preparation and presentation of financial Statements. Financial

Statements have been prepared and presented in compliance with applicable BAS. Previous year's figures were re-arranged for companies, there were no significant changes in the accounting policies and valuation policies affecting the financial position and performance of the Company. However, changes made to the presentation are explained in the note for each respective item.

Accounting and valuation methods are disclosed for reasons of clarity. The company classified the expenses using the function of expenses method as per BAS 1.

2.04 Application Accounting Standards of the company

The following BAS are applicable to the financial statements for the period under review:

BAS	1	Presentation of Financial Statements
BAS	2	Inventories
BAS	7	Cash Flow Statements
BAS	8	Accounting policies, Changes in Accounting Estimates and Errors
BAS	10	Events after the Balance sheet Date
BAS	16	Properties, Plant and Equipment
BAS	17	Leases
BAS	18	Revenue
BAS	19	Employee Benefits
BAS	21	The effects of Changes in Foreign Exchange Rates
BAS	23	Borrowing Costs
BAS	24	Related Party Disclosures
BAS	26	Accounting and reporting by retirement benefit plans
BAS	27	Consolidated Financial Statements and accounting for Investment in Subsidiary
BAS	33	Earnings per Share
BAS	37	Provisions, Contingent liabilities and Contingent Assets
BAS	38	Intangible Assets

2.05 Property, Plant and equipment

Tangible fixed assets are accounted for according to BAS 16 Property, Plant and Equipment at Historical cost less accumulated depreciation and the Capital work-in-progress is stated at cost. Both tangible and intangible assets are depreciated/ amortized according to the Straight-line & Reducing balance depreciation method.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized as non operating income and reflected in the profit and loss account.

2.06 Depreciation of fixed assets

Depreciation is provided on reducing balance method except Leasehold land and Land Development (BSCIC, Chittagong) on the cost at which the asset is carried in the books of account over the lease term of 20 years.

Depreciation is provided on Leasehold land and Land Development (BSCIC, Chittagong) on straight-line method.

Depreciation has been charged on additions on the basis of period starting utilization of production process.

The depreciation /amortization rate(s) are as follows:

Category of fixed assets	Rate %
Leasehold land & Land Development (BSCIC Chittagong)	5
Buildings	10
Plant & Machinery	10
Furniture & Fixtures	10
Water and Gas Installation	10
Electrical Installation	10
Electrical Equipment	10
Generator	10
Fire Equipment	10
Vehicles	20
Office equipments	10
Air Conditions	20

2.07 Valuation of stocks

Inventories are stated at the lower of cost or net realizable value in compliance with the requirements of Para 21 and 25 of BAS 2.

Category of stocks	Basis of valuation
Raw & packing materials including w-i-p	: Moving average (Weighted) Cost
Finished Goods at Factory	: At lower of cost or net estimated Realizable value
At warehouses	: At cost
Stores Items	: At cost
Materials in-transit incurred	: Book value i.e. cost so far

Cost comprises of the value of materials and attributable direct labor, depreciation & production overheads.

2.08 Bills Receivable

Bills Receivable is carried at invoice amount without making any provision for doubtful debts, because of the fact that sales / export are being based on 100% confirmed letter of credit basis with fixed maturity dates and confirmed by Letter of credit opening bank.

2.09 Cash and cash equivalents

Cash and cash equivalents include cash in hand, cash at banks, term deposits, etc which are available for use by the company without any restrictions. There is an insignificant risk of change in value of the same.

2.10 Foreign currency transaction

Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date in accordance with BAS 21 (the Effects of changes in Foreign Exchange Rates). Foreign currency transaction are translated at the balance sheet date are charged/credited to the profit and loss account whenever arise.

2.11 Creditors and accrued expenses

2.11.1 Trade and other payables

Liabilities are recorded at the amount payable for settlement in respect of goods and services received by the company.

2.11.2 Provision

The preparation of financial statements in conformity with Bangladesh accounting standard BAS 37 Provisions, Contingent Liabilities and Contingent Assets requires management to make estimates and Assumption that affect the reported amounts of revenues and expenses, assets and liabilities, and the Disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

In accordance with the guidelines as prescribed by BAS 37 provisions were recognized in the following situations:

- When the Company has a present obligation as a result of past event;
- When it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- Reliable estimates can be made of the amount of the obligation.

We have shown the provisions in the balance sheet at an appropriate level with regard to an adequate provision for risks and uncertainties. An amount recorded as a provision represents the best estimate of the probable expenditure required to fulfill the current obligation on the balance sheet date.

2.12 Taxation

2.12.1 Current Tax

As per section 53BB of the Income Tax Ordinance 1984 tax has been deducted at source from export proceeds @ 0.80% and the deducted amount is treated as the final settlement as final discharge of income tax liability of the company under the provision of section 82(c) vide SRO NO. 205-AAIN/AYKOR/2005 dated July 7, 2005.

Taxes on non operating income charged @ 37.5%. Since it is not related with final settlement.

2.12.2 Deferred tax

Deferred tax arises due to temporary difference deductible or taxable for the events or transaction which is recognized in the income statement. A temporary difference is the difference between the tax base of an asset or liability and its carrying amount/reported amount in the balance sheet. Deferred tax assets or liability is the amount of income tax recoverable or payable in future period's) recognized in the current period as per "BAS 12: Income Tax".

The income of the company is being assessed under section 82(C) of Income Tax Ordinance, 1984, as final tax liability. Hence, no temporary difference arise between the tax base tax and accounting base tax. So, no deferred tax has been charged.

2.13 Contingent liabilities and assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with BAS 37 Provisions, Contingent Liabilities and Contingent Assets are disclosed in the notes to the financial statements.

2.14 Revenue recognition

In compliance with the requirements of BAS 18 Revenue, revenue is recognized only when;

a) Income from export is recognized at delivery of the consignment on accrual basis.
b) Interest income is accrued on a time basis by reference to the principal outstanding at the effective interest rate applicable;
c) The products are invoiced and dispatched to the customers;

2.15 Borrowing costs

In compliance with the requirements of BAS 23 Borrowing Costs, borrowing costs of operational. Period on short term loan and overdraft facilities from The First Security Islami Bank Limited, Agrabad branch, Chittagong was charged off as revenue expenditure as they incurred.

2.16 Employee Benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees. The eligibility is determined according to the terms and conditions set forth in the respective deeds.

The company has accounted for and disclosed employee benefits in compliance with the provisions of IAS 19: Employee Benefits.

The cost of employee benefits is charged of as revenue expenditure in the period to which the contributions relate.

The company's employee benefits include the following:

(a) Defined Contribution Plan (Provident Fund)

The company has a registered provident fund scheme (Defined Contribution Plan) for employees of the company eligible to be members of the fund in accordance with the rules of the provident fund constituted under an irrevocable trust. All permanent employees contribute 10% of their basic salary to the provident fund and the company also makes equal contribution.

The company recognizes contribution to defined contribution plan as an expense when an employee has rendered services in exchange for such contribution. The legal and constructive obligation is limited to the amount it agrees to contribute to the fund.

(b) **Short-term employee benefits**

Short-term employee benefits include salaries, bonuses, house rent, medical fees etc. Obligations for such benefits are measured on an undiscounted basis and are expensed as the related service is provided.

(c) **Contribution to Workers' Profit Participation/ Welfare Funds**

This represents 5% of net profit before tax contributed by the company as per provisions of the Bangladesh Labor Law, 2006 and is payable to workers as defined in the said law.

(d) **Insurance Scheme**

Employees of the company are covered under insurance schemes.

2.17 Intangible Assets

In compliance with the requirements of BAS 38 intangible assets are usually absorbed as revenue charges as and when incurred, as being not that material in the company's and / or local context.

2.18 Repairs, upkeep and maintenance charges

These are usually charged out as revenue expenditure in the period in which it is incurred.

2.19 Bad and doubtful debts

We are not making any provision for bad and doubtful debts because our sales / export are based on 100% confirm letter of credit doing with fixed maturity date and Letter of Credit opening bank confirmed maturity date.

2.20 Advertising and promotional expenses

All costs associated with advertising and promotional activities are charged in the period they were incurred.

2.21 Cash flow statement

Statement of Cash Flows is prepared principally in accordance with BAS 7 Cash Flow Statement and the cash flows from operating activities have been presented under direct method as required by the Securities and Exchange Rules 1987 and considering the provisions that 'Enterprises are Encouraged to Report Cash Flow From Operating Activities Using the Direct Method".

2.22 Earning per shares

The Company calculates Earning per Share (EPS) in accordance with BAS 33 Earning per share, which has been shown on the face Profit and Loss account the same has been calculated dividing surplus available for ordinary share holders by weighted average number of ordinary shares outstanding at the end of the period.

2.23. Basic earnings

This represents earnings for the period attributable to the ordinary shareholders. As there was no minority interest or extra ordinary items, the net profit after tax for the period has been considered as fully attributable to ordinary shareholders.

2.24 Reporting period:

The financial period of the Company covers six months from 1st July 2013 to 31st December 2013.

3.00 Security Deposit

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Bakhrabad Gas System Ltd.(BGSL) - Gas Line	1,057,439	1,057,439
Electricity (PDB)	240,000	240,000
Total:	**1,297,439**	**1,297,439**

4.00 Investment in Associate Company

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Invesment in Dream Knitting BD Ltd	-	152,872,000
Total:	**-**	**152,872,000**

4.01 The company invested in Dream Knitting BD Ltd and subsequently desposed off investment due to fund shortage for expnanstion of company's won expansion project.

5.00 Inventories

The above balance is made up as follows:

Particulars	Notes	31-12-2013	30-06-2013
Raw Materials-Yarn	5.01	348,502,133	156,520,134
Chemicals	5.02	35,754,198	24,603,256
Work in process	5.03	40,165,983	35,201,635
Consumable Items	5.04	7,952,417	6,548,754
Finished Goods	5.05	57,854,128	62,056,298
Store Items	5.06	4,120,652	3,352,498
Total:		**494,349,511**	**288,282,575**

5.01 **Raw Materials - Yarn**

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		156,520,134	82,564,287
Add: Purchase during the period		723,819,142	921,208,468
Raw materials available for Production		**880,339,276**	**1,003,772,755**
Less: Input to production		531,837,143	847,252,621
Closing balance	**Total:**	**348,502,133**	**156,520,134**

5.02 **Raw Materials- Chemicals**

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		24,603,256	13,520,124
Add: Purchase during the period		79,158,954	108,241,652
Raw materials available for Production		**103,762,210**	**121,761,776**
Less: Input to Production		68,008,012	97,158,520
Closing balance	**Total:**	**35,754,198**	**24,603,256**

5.03 **Work in process**

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		35,201,635	20,153,247
Add: Current period		669,990,255	1,071,001,240
		705,191,890	**1,091,154,487**
Less: Transfer to finished goods		665,025,907	1,055,952,852
Closing balance	**Total:**	**40,165,983**	**35,201,635**

5.04 **Consumable Items**

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		6,548,754	5,732,564
Add: Purchase during the period		71,548,763	127,406,289
		78,097,517	**133,138,853**
Less: Consumption during the period		70,145,100	126,590,099
Closing balance	**Total:**	**7,952,417**	**6,548,754**

5.05 Finished Goods

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		62,056,298	28,745,163
Add: Production during the period		824,479,801	687,479,382
Production available for export		**886,536,099**	**716,224,545**
Less: Cost of goods sold		828,681,971	654,168,247
Closing balance	**Total:**	**57,854,128**	**62,056,298**

5.06 Store items

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Opening		3,352,498	3,521,874
Add: Purchase during the period		5,925,487	9,420,952
		9,277,985	**12,942,826**
Less: Consumption during the period		5,157,333	9,590,328
Closing balance	**Total:**	**4,120,652**	**3,352,498**

Raw materials: It consist of import value and local expenses incurred upto warehouse. Inventory system is maintained on FIFO basis.

Work in process: It consist of cost of raw materials only.

Finished Goods: It includes the cost incurred upto cost of goods available for sale.

Store Items: It consist of the total cost of spare parts, loose tools and consumable items.

Physical verification of inventories: The management has physically verified the inventories as of the Balance Sheet date.

6.00 Trade and other receivable

The above is the amount of receivable against export bills as on December 31, 2013

Particulars	31-12-2013	30-06-2013
M/s.Chalkmark	25,487,454	35,215,784
M/s.Peacocks Store	25,245,874	37,541,206
M/s.Sainsburrys	10,652,748	6,201,547
M/s. Bonmarche	15,248,768	42,150,685
M/s.IFG	42,158,743	32,854,875
M/s. YM	-	7,405,481
M/s. Miles	42,158,740	25,061,254
M/s. Riachuelo	14,987,067	53,055,214
M/s.Trinity	47,842,685	-
M/s.Terranova	30,083,699	25,428,746
M/s.Carter's	38,102,225	32,065,248
M/s.Bonnie Togs	65,385,487	31,595,275
M/s.Runners	15,689,425	15,420,547
M/s.Us Plo	65,328,452	35,215,489
Total:	**438,371,367**	**379,211,351**

This is considered fully secured and guaranteed payment by export letter of credit opening bank against export order and is considered good & realizable within one year as per the terms of expot letter of credit. The classification of receivables as required by the Schedule XI of the Companies Act, 1994 are given below:

Sl	Particulars	Amount in Taka		
		31-12-2013		30-06-2013
I	Receivables considered good in respect of which the company is fully secured	438,371,367		379,211,351
II	Receivables considered good in respect of which the company holds no security other than the debtor personal security	-		-
III	Receivables considered doubtful or bad	-		-
IV	Receivables due by common management	-		-
V	The maximum amount of receivable due by any director or other officer of the company	-		-
	Total	**438,371,367**		**379,211,351**

7.00 **Advance, Deposits & Prepayments**

The above balance is made up as follows:

Particulars	Note	31-12-2013	30-06-2013
Advance to Emplyees		3,254,875	3,215,048
M/S. Lotus Trade Syndicate		745,218	9,330,398
M/S. S.Alam Elecronics Corner		3,254,876	21,023
M/S.Meghna Plastic & Engineering Works		41,258	56,214
M/S.Joy Electric Co.		745,896	74,025
M/S.Rifat Traders		554,683	32,056
M/S. Nily Enterprise		487,691	42,158
M/S.Zakir Supplies		3,524,879	21,530
M/S. Mir Machinery & Co.		3,229,547	320,564
Sundry Advances	7.01	2,559,898	2,199,112
Advance Income Tax	7.02	8,719,201	12,212,356
	Total:	**18,398,821**	**27,524,484**

7.01 **Sundry Advances**

The above balance is made up as follows:

Particulars	Notes	31-12-2013	30-06-2013
M/S. Arif & Brothers		326,584	740,562
M/S. Manikganj Paper & Stationery		25,487	45,784
M/S.Shathi Bricks		63,258	6,238
M/S.Noman Bricks		54,278	52,145
MS. Aman Electric House		1,056,845	65,203
M/S.Tanvir Traders		245,187	652,147
M/S. EME International		652,398	520,635
MS.Sadia Boilar		85,427	6,320
M/S. Memorial Mills		5,218	95,203
M/S.Shapla Enerprise		45,216	14,875
	Total:	**2,559,898**	**2,199,112**

7.02 **Advance Income Tax**

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Income Tax deduction at source -Opening		12,212,356	7,295,700
Add: Tax deduction at source during the period		8,719,201	12,212,356
		20,931,557	**19,508,056**
Less: Adjustment During the period		12,212,356	7,295,700
	Total:	**8,719,201**	**12,212,356**

8.00 Cash and Cash Equivalent

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Cash in hand	752,128	951,254
Cash at Bank - EXIM Bank Ltd.	-	205,418
Cash at Bank -First Security Islami Bank Ltd. Gulshan Br	5,504,067	-
Cash at Bank -First Security Islami Bank Ltd.Agrabad Br.	479,421	302,658
Total:	**6,735,616**	**1,459,330**

The Bank balance are in agreement with respective bank statement balances.

9.00 Share Capital:

	31-12-2013	30-06-2013

9.01 Authorized Share Capital :

300,000,000 ordinary shares of Taka 10/= each.	**3,000,000,000**	**50,000,000**

9.02 Issued, subscribed, called-up and paid-up share capital:

	31-12-2013	30-06-2013
130,000,000 ordinary shares of Tk 10/= each fully paid-up	1,300,000,000	500,000
Total:	**1,300,000,000**	**500,000**

The shareholding position of the company are as on 31-12-2013

Name of Shareholder	No of Share	Pecentage	Amount.Tk
Rukshana Morshed	32,500,000	25.00%	325,000,000
Farzana Rahman	3,000,000	2.31%	30,000,000
Mrs. Nurjahan (Rubi Begum)	500,000	0.38%	5,000,000
Shammi Akter (Shibli)	1,000,000	0.77%	10,000,000
Banagladesh Shoes Ind. Ltd.	8,250,000	6.35%	82,500,000
M/s. Orion Capital Ltd.	5,000,000	3.85%	50,000,000
Ms. Nazia Akter	250,000	0.19%	2,500,000
Salman Obaidul Karim	5,000,000	3.85%	50,000,000
Samaresh Banik	250,000	0.19%	2,500,000
Mohammad Obaidul Karim	5,000,000	3.85%	50,000,000
Ferdous Jaman	500,000	0.38%	5,000,000
M/s. Orion Infusion Limited	5,000,000	3.85%	50,000,000
M/s. Orion Pharma Limited	5,000,000	3.85%	50,000,000
Mrs. Arzuda Karim	5,000,000	3.85%	50,000,000
Tasren Mujib	1,000,000	0.77%	10,000,000
Md. Matiur Rahman	1,030,000	0.79%	10,300,000
M. Nasiruddin	400,000	0.31%	4,000,000
Aswat Aksir Mujib Wasi	1,000,000	0.77%	10,000,000
Mridul Kumer Sen Gupta	50,000	0.04%	500,000
Ripan Kanti Biswas	50,000	0.04%	500,000

Howa Nur Begum	3,000,000	2.31%	30,000,000
Sharmin Akther Lovely	5,250,000	4.04%	52,500,000
Gazi Golam Zakaria Jyoti	3,500,000	2.69%	35,000,000
Md. Shamsuzzaman	100,000	0.08%	1,000,000
Sayed Golam Wadud	3,000,000	2.31%	30,000,000
Mrs. Farjana Foiz	100,000	0.08%	1,000,000
Md. Jamal Uddin Patwary	100,000	0.08%	1,000,000
Rafiqul Islam	200,000	0.15%	2,000,000
Bangladesh Finance And Investment Company Ltd.	5,000,000	3.85%	50,000,000
BD Finance Securities Limited	5,000,000	3.85%	50,000,000
BD Finance Capital Holdings Ltd.	5,000,000	3.85%	50,000,000
Anwar Ispat Limited	5,000,000	3.85%	50,000,000
Ruma Kum Kum	100,000	0.08%	1,000,000
Farhana Zaman Liana	100,000	0.08%	1,000,000
Md. Rasiduzzaman	100,000	0.08%	1,000,000
Salena Akter (Poly)	100,000	0.08%	1,000,000
Mohammed Morshed	2,000,000	1.54%	20,000,000
Md. Arshed	2,000,000	1.54%	20,000,000
Md. Abdul Wahed	2,000,000	1.54%	20,000,000
Iftakhar Abdul Hai	3,500,000	2.69%	35,000,000
Md. Nizam Uddin	100,000	0.08%	1,000,000
Md. Shahriar Dastgir	1,000,000	0.77%	10,000,000
Global Shoes Ltd.	3,770,000	2.90%	37,700,000
Bodiuzzaman	100,000	0.08%	1,000,000
Sahabuddin	100,000	0.08%	1,000,000
Total	**130,000,000**	**100%**	**1,300,000,000**

10.00 <u>Share Money Deposit</u>

The above balance is made up as follows:

Particulars	**31-12-2013**	**30-06-2013**
Share Money deposit in Exim Bank Limited	-	335,555,410
Share Money deposit in First Security Islami Bank Limited	-	231,350,000
Total:	-	**566,905,410**

11.00 <u>Retained Earnings</u>

The above balance is made up as follows:

Particulars	**31-12-2013**	**30-06-2013**
Opening balance	858,360,726	602,534,259
Add: Current period profit	230,938,358	255,826,467
Total:	**1,089,299,084**	**858,360,726**

12.00 **Trade and other Payable**

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
M/s.Tomal International	2,548,754	1,950,457
M/s Jiangsu Gou Tai Ltd	23,254,863	29,524,876
M/s.Quetta Textile Mills	25,478,413	15,024,580
M/s.T & T Ind Cor	2,548,420	3,254,876
M/s.Datex International	2,532,690	2,154,876
M/s.China Nice	5,421,874	-
M/s.MH	4,125,896	854,312
M/s.NSI	325,487	3,524,587
M/s.Sritrims	7,421,593	1,245,721
M/s.Pacific trims	563,254	-
M/s.Textrade	745,218	8,541,598
M/s.Golded Siddor	652,358	-
M/s.Novo Design Maker	745,198	9,465,128
M/s.Bhanero Textiles Mills Ltd	6,533,293	1,854,215
M/s.Poly Mart Ltd	7,451,847	6,523,658
M/s.Forture Top	6,523,590	3,251,587
M/s.Halda Enterprise	5,241,862	3,256,845
M/s.Plastic Accessories	745,196	2,154,216
M/s.Fame Accessories	3,265,486	-
M/s.Sam Associates	521,487	3,206,527
M/s.Trade Wind Ltd	784,524	6,854,279
M/s.Promt Accessories	6,325,980	-
M/s.Golden Unicron Ltd	254,178	8,545,189
Total:	**114,011,461**	**111,187,527**

13.00 **Short Term Borrowings**

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
FDBP Loan	-	2,548,741
PC Loan	-	2,546,897
Bai-Musabaha (Hypo)	57,441,032	-
Bai-Musabaha (Post Import - TR)	2,550,524	-
Trust Receipt	-	19,599,991
Total:	**59,991,556**	**24,695,629**

13.01 The First Security Islami Bank Limited sanctioned a composite working capital limit for Tk 65.00 crore to make stock of raw materials, work in process and finished goods in form of:

a) L/C limit for Tk 50.00 crore

b) Bai-Musabaha (Hypo) for Tk 10.00 crore and

b) Bai-Musabaha (Post Import-TR) for Tk 5.00 crore and

Terms and Conditions :

a) Rate of profit 16% per annum

b) Validity upto 18.03.2014 but every year renewable.

14.00 Directors and Others Loan

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
Loan from Directors and Others		-	514,043,126
	Total:	**-**	**514,043,126**

15.00 Provision for expenses

The above balance is made up as follows:

Particulars	Notes	31-12-2013	30-06-2013
Gas Bill		2,524,875	3,602,184
Electricity Bill		109,854	37,215
Salary & Wages		6,985,427	5,532,075
Sundry Creditors	**15.01**	16,528,662	9,313,702
Audit and Professional Fees		250,000	150,000
Income Tax Payable	**15.02**	8,785,360	12,278,515
Provision to WPP / Welfare fund	**15.03**	11,986,186	-
Mr.Sajal		452,879	251,876
	Total:	**47,623,243**	**31,165,567**

15.01 Sundry Creditors

The above balance is made up as follows:

Particulars		31-12-2013	30-06-2013
M/S. New SM Enterprise		3,526,487	2,512,578
M/S. Ahmed Engineering		524,589	950,125
M/S.Bappi Traders		63,265	326,521
M/S.Olympia Machinery		845,106	-
M/S.Alauddine Corporation		5,248,879	2,579,236
M/S.Mizan Electric		524,685	652,458
M/S.Riaz Hardware Store		214,579	452,452
M/S.Fahamina Enterprise		652,359	521,508
M/S.S.H Machinary		784,521	-
M/S MA Supplies		103,526	65,214
M/S S.Ehtasam Enterprise		985,428	52,158
M/S Rashed Enterprise		452,177	-
M/S Joy Electic Works Co.		54,265	548,769
M/S.Friends International		2,548,796	652,683
Total	**Total:**	**16,528,662**	**9,313,702**

15.02 Income Tax Payable

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Income Tax Payable -Opening	12,278,515	7,350,175
Add: Charge for the period	8,785,360	12,278,515
	21,063,875	**19,628,690**
Less: Adjustment During the period	12,278,515	7,350,175
Total:	**8,785,360**	**12,278,515**

15.03 Provision to Workers' profit participation/Welfare fund

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Provision to Workers' profit participation/Welfare fund	11,986,186	-
Total:	**11,986,186**	**-**

16.00 Current portion of Long Term Loan

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Current portion of Long term Loan	72,000,000	72,000,000
Total **Total:**	**72,000,000**	**72,000,000**

17.00 Long Term Loan

The above balance is made up as follows:

Particulars	31-12-2013	30-06-2013
Term Loan	308,762,254	302,549,854
Less: Current portion of Long term Loan	72,000,000	72,000,000
Total **Total:**	**236,762,254**	**230,549,854**

Terms and conditions of Term Loan

Tne Company is enjoying term loan facility against Fixed Assets from First Security Islami Bank Ltd, Terms and conditions of the loan is as follows:

Rate of Interest	: 16.00%
Sanction Amount	: 320 million
Tenor	: 7 Years
Moratorium Period	: 6 months
Security	: Factory Building & Machinery

18.00 Cost of goods sold

The above balance is made up as follows:

Particulars	Notes	31-12-2013	31-12-2012
Raw materials consumed-Yarn	18.01	531,837,143	385,913,657
Raw materials consumed-Chemicals	18.02	68,008,012	39,484,074
Consumable item consumed	18.03	70,145,100	62,450,236
		669,990,255	**487,847,967**
Work in process- Opening		35,201,635	20,153,247
Work in process- Closing		40,165,983	35,201,635
Change in work in process		**(4,964,348)**	**(15,048,388)**
Total consumption		**665,025,907**	**472,799,579**
Add: Manufacturing Overhead	18.04	87,131,136	62,907,478
Add: Depreciation		72,322,758	75,886,163
Cost of production		**824,479,801**	**611,593,220**
Finished goods - Opening		62,056,298	28,745,163
Finished goods - Closing		57,854,128	62,056,298
Change of finished goods stock		**4,202,170**	**(33,311,135)**
	Total:	**828,681,971**	**578,282,085**

18.01 **Raw materials consumed**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Opening Stock		156,520,134	82,564,287
Add: Purchase during the period		723,819,142	460,604,234
Raw materials available for production		**880,339,276**	**543,168,521**
Less: Closing Stock		348,502,133	157,254,864
	Total:	**531,837,143**	**385,913,657**

18.02 **Raw materials consumed-Chemicals**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Opening Stock		24,603,256	13,520,124
Add: Purchase during the period		79,158,954	54,120,826
Chemicals available for Production		**103,762,210**	**67,640,950**
Less: Closing Stock		35,754,198	28,156,876
	Total:	**68,008,012**	**39,484,074**

18.03 **Consumable Item consumed**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Opening Stock		6,548,754	5,732,564
Add: Purchase during the period		71,548,763	63,703,145
Consumable Item available for packing.		**78,097,517**	**69,435,709**
Less: Closing Stock		7,952,417	6,985,473
	Total:	**70,145,100**	**62,450,236**

18.04 **Manufacturing overhead**

The above balance is made up as follows:

Particulars	Note	31-12-2013	31-12-2012
Salary & Wages		50,352,487	40,826,174
Factory Supplies		3,852,487	3,382,619
Medical Expenses		320,549	159,634
Food & Tiffin		1,985,428	712,819
Labor Charge		854,254	477,663
Carrying Charge		2,985,714	960,273
Power & Fuel		12,754,983	9,273,808
Printing & Stationery Expenses		1,875,438	1,077,145
Store Comumption		5,157,333	4,795,164
Insurance, Postage & Stamp		5,075,416	239,766
Conveyance		784,521	359,826
Telephone and Mobail Bill		210,653	156,274
Miscellaneous Expenses		174,526	102,712
Repairs & Maintenance	19.04.A	747,347	383,601
	Total:	**87,131,136**	**62,907,478**

18.04.A **Repairs & Maintenance**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Plant and Machinery		425,987	105,629
Building		215,489	175,426
Others		105,871	102,546
	Total:	747,347	383,601

19.00 **Operating Expenses**

The above balance is made up as follows:

Particulars	Notes	31-12-2013	31-12-2012
Warehouse, Distribution & Selling Exp.	19.01	14,323,752	10,379,211
Administrative Expenses	19.02	14,016,021	11,153,639
	Total:	28,339,773	21,532,850

19.01 **Warehouse, Distribution & Selling Exp.**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Salaries and allowances		3,754,187	2,476,185
Transportation & Handling Expenses		7,521,684	5,326,642
Electricity, Water and Gas.		485,426	401,153
Repair & Maintenance		310,754	206,295
Traveling Expenses		316,523	256,317
Sample Expenses		254,187	185,826
Postage & Courier		248,756	203,162
Entertainment Expenses		242,356	159,763
Printing & Stationery		305,687	259,781
Miscellaneous Expenses		106,527	88,107
Depreciation		777,665	815,980
	Total:	14,323,752	10,379,211

19.02 **Administrative Expenses**

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Salaries and allowances		5,536,297	4,097,819
Printing & Stationery		1,147,987	1,079,915
Phone, Fax and Mobile Bill		254,680	126,574
Postage & Stamps		52,487	87,849
Tours and Travelling Expenses		352,487	93,271
Entertainment		178,452	152,937
House Rent & Others		60,524	13,750
Fess and Froms		451,268	117,741
Audit Fees		250,000	75,000
Legal and professional Fees		352,487	37,560
Director Remuneration & fees		304,500	190,000
Miscellaneous Expenses		154,216	92,710
Vehicles Expenses		254,652	92,632
Depreciation		4,665,984	4,895,881
	Total:	14,016,021	11,153,639

20.00 Financial Expenses

The above balance is made up as follows:

Particulars	Note	31-12-2013	31-12-2012
Interest on Loan	20.01	37,073,519	20,853,527
	Total:	**37,073,519**	**20,853,527**

20.01 Financial Expenses

The above balance is made up as follows:

Particulars	Note	31-12-2013	31-12-2012
Interest on Short Term Loan		10,548,643	5,642,734
Interest on Long Term Loan		26,524,876	15,210,793
	Total:	**37,073,519**	**20,853,527**

21.00 Other non-operating income

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Sale of Wastage		176,425	88,212
	Total:	**176,425**	**88,212**

22.00 Contribution to Workers' Profit Participation/Welfare Fund:

The above balance is made up as follows:

Profit before WPPF	251,709,904	-
Contribution to Workers' profit participation/Welfare fund	**11,986,186**	**-**

As per Bangladesh Labor Law 2006, the amount is computed @ 5% net profit before Income Tax (But after charging such contribution)

23.00 Provision for Taxation

The above balance is made up as follows:

Particulars		31-12-2013	31-12-2012
Taxes on operating income @ 0.80% of Sales proceeds realized		8,719,201	12,212,356
Taxes on non operating income @ 37.5%		66,159	33,080
	Total:	**8,785,360**	**12,245,436**

24.00 **Basic Earning Per Share**

The above balance is made up as follows:

Particulars	31-12-2013	31-12-2012
Net profit after Tax (Numerator)	230,938,358	193,447,673
Weighted Average Number of Ordinary Shares (Denominator)	762,055	5,000
Earning Per Share (EPS)	**303.05**	**38,689.53**

24.01 **Weighted average number of shares outstanding**

Particlulars	Number of Share	Weight	Weighted average no of shares
Opening Shares	50,000	1	**50,000**
Issue	129,950,000	**2/365.**	**712,055**
Total	**130,000,000**		**762,055**

25.00 **Net Asset Value (NAV) Per Share**

The above balance is made up as follows:

Particulars	31-12-2013	31-12-2012
Total Assets	2,919,687,598	2,409,407,839
Less: Total Liabilities	530,388,514	983,641,703
Net Asset Value	2,389,299,084	1,425,766,136
Total Number of Share outstanding	130,000,000	5,000
Net Asset Value (NAV) Per Share	**18.38**	**285,153.23**

26.00 **Net Operating Cash Flow Per Share(NOCFPS)**

The above balance is made up as follows:

Particulars	31-12-2013	31-12-2012
Net Operating Cash Flow (Numerator)	71,885,086	23,616,676
Weighted Average Number of Ordinary Shares (Denominator)	130,000,000	5,000
Net Operating Cash Flow Per Share(NOCFPS)	**0.55**	**4,723.34**

27.00 **Production and Product Mix**

During the period company produces 29,74,259 Pieces different types of Clothing which is made up as following ratios:

Particulars	Types of Clothing	Percentage
Women's Clothing	Skirt & Shorts etc.	32%
Men's Clothing	Polo Shirt & Jaket etc.	26%
Teen's Clothing	Jaket, Fitted Jeans , Sweet shirts etc.	34%
Kids and Baby Clothing	Jaket, Shirts, Bottom etc.	8%
Total		**100%**

28.A **Disclosure as per requirment of Schedule XI, part II, note 5 of para 3**

Employee Position (as on December 31, 2013)

Salary Range	Officer & Staff		Worker	Total Employee
	Factory	Head Office		
Below 4500	15	9	650	674
Above 4500	32	39	674	745
Total	**47**	**48**	**1324**	**1419**

28.B **Disclosure as per requirment of Schedule XI, part II, para 4 of companies act 1994**

Payment to directors within the period 2013

Directors' Remunaration & Fees: Tk. 304,500.00

Directors' are entitled Tk 300 as Board Meeting fee for attending each Board Meeting as per Articles of Association. Managing Director and CEO receives monthly remuneration of Tk 50,000.00. The break down is as follows-

Name of Board of Directors	Designation	Meeting attending Fees	Salary & Benefits	Amount in Taka
Mr. Iftekhar Abul Hai	Director	900	-	900
Mrs. Mrs Rukshana Morshed	Managing Director	900	300,000	300,900
Mrs. Sharmin Akther Lovely	Director	900	-	900
Mr. Gazi Golam Zakaria Jyoti	Chairman	900	-	900
Bangladesh Shoes Industries ltd (Represented by: Md Jamal Uddin Patwary)	Director	900	-	900
Total				**304,500**

B. Auditors' Additional Disclosure:

FIRST DEFICIENCY LETTTER:

1. A huge increase in revenue observed from the year 2012 to 2013 in the Audited Financial Statement. Explanation required.

   Auditor's Response:
   The company has taken several measures for increasing the revenue by installing new machines, increasing options of product mix, high value export orders. As a result, revenue (export) of the company was increased by 38% in the period on December 31, 2013 compare to the period on December 31, 2012.

2. There is an abnormal increase in inventory in 2013 than that of the year 2012. Documents regarding the same are required with explanation.

   Auditor's Response:
   The company increases its production capacity by installing new capital machineries. Accordingly company has taken additional export orders. To back up the smooth production and export; management has increased its inventory level in respect to export orders.

3. A huge increase is found in Property, Plant & Equipments from the year 2012 to 2013. Explanation with supporting documents is required.

   Auditor's Response:
   To increase the production capacity, product mixing capacity, to meet the compliance of high value products of buyers and balancing of the production layout, company has taken decision to installing new machineries. As a result last year property, plant and equipment increase substantially in respect of previous year.

4. There is an abnormal increase in Trade & other receivables from the year 2012 to 2013. Explanation with supporting documents in required.

   Auditor's Response:

   The company is a 100% export oriented textile industry. It export its product through 30 to 120 days deferred L/C that's why account receivables increase/decrease depends on deferred time (Credit period). To increase the turnover, profitability of the company and considering the world market competition, company management has decided to increase the credit facility as well as credit period. These are the reasons for increasing Trade & other receivables in 2013.

5. An amount of Tk. 4,52,879 is found against Mr. Sajal under Provision for expenses. Explanation required.

   Auditor's Response:
   Mr. Sajol (Labor sarder) is a supplier of daily laborer. He supplies daily laborers on company's demand. His outstanding balance of Tk. 4,52,879 as at December 31, 2013.

6. Provision for WPPF found in the Financial Statement as on 31.12.2013. But it is absent in the previous years. Explanation required.

   Auditor's Response:
   WPPF has been introducing the company by the decision of board of Directors which effect from 1st July, 2013. So, Worker's Profit Participation Fund (WPPF) found in the financial statements 2013 not found in previous year.

7. As above, an amount of Tk. 1,19,86,186 is shown as WPPF which is not equivalent to 5% on Net Profit. Explanation Required.

   Auditor's Response:
   As per Bangladesh labor law 2006, WPPF calculated @ 5% of net profit after charge the WPPF but before Income tax. Here calculation is as stated below:-

$$= \frac{\text{Net profit before WPPF X 5}}{105}$$

$$= \frac{251{,}709{,}904.00 \text{ X } 5}{105}$$

$$= 11{,}986{,}186.00$$

8. No provision for Deferred Tax is found. Explanation Required.

   Auditor's Response:
   As per Section 53BB of the Income tax ordinance 1984, tax has been deducted at source from export proceeds @0.8% and the deducted amount is treated as the final settlement as final discharge of tax liability of the company under the provision of section 82(C) Vide: SRO No. 205-AAIN/AYKOR/2005 dated July-07.2005. Because of that no provision has been made for Deferred Tax in the previous year.

9. It appears from the prospectus that the issuer company will utilize the IPO proceeds of Tk. 30,87,62,252 for repayment of bank loan. It has been observed that the company has Tk. 108,92,99,084 as retained earnings by which the company can pay off the 100% of loan. Please explain why IPO fund will be used to pay off loan, while not using retained earnings.

   Auditor's Response:
   Retained earnings balance is accumulated profit of last few years and every year company invest substantial amount of fund for installing capital machineries and factory building to increase production capacity. Because of that, the company expecting IPO fund to repayment of Bank loan.

10. Auditors certificate with all break-up of the use of term loan along with supporting documents.

    Auditor's Response:
    The term loan has been used for importing capital machineries to increase production capacity. It is observed that, term loan taken from bank is Tk. 30.87 Crore, whereas, the company invested in capital machinery is Tk. 42.54 Crore, which is larger than company's loan amount and excess amount of Tk. 11.67 Crore provided by company's cash flow.

Sd/-
SHIRAZ KHAN BASAK & CO.
Chartered Accountants

Dhaka
Dated: May 20, 2014

SECOND DEFICIENCY LETTTER:

1. Comparative financial position and income summary of the company as on December 31, 2013, June 30, 2013 & June 30, 2012 for comparison have not yet been furnished in the prospectus.

Auditor's Response:
The statement of comprise of the statement of financial position for the period ended 31st December & for the year ended 30th June, 2013 audited by Siraz Khan Basak & Co., Chartered Accountants. It also includes financial position for the year ended 30th June, 2012 audited by Rahman Mustafiz Haq & Co. Comparative financial position and income summary of the company as on December 31, 2013, June 30, 2013 & June 30, 2012 are as follows:

a) Comparative Financial Position:

Particulars	Amount in Taka		
	31.12.2013	30.06.2013	30.06.2012
APPLICATION OF FUND			
NON-CURRENT ASSETS			
Properties, Plant & Eqipment	1,960,534,844	1,558,760,660	1,576,933,276
Security Deposit	1,297,439	1,297,439	1,297,439
Investment in Associate Company	-	152,872,000	-
Total Non-Current Assets	**1,961,832,283**	**1,712,930,099**	**1,578,230,715**
CURRENT ASSETS			
Inventories	494,349,511	288,282,575	154,237,259
Trade and Other receivables	438,371,367	379,211,351	201,852,587
Advance, Deposits and Prepayments	18,398,821	27,524,484	11,972,372
Cash and Bank balances	6,735,616	1,459,330	5,157,902
Total Current Asset	**957,855,315**	**696,477,740**	**373,220,120**
TOTAL ASSETS	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**
SOURCES OF FUND			
EQUITY & LIABILITIES			
CAPITAL AND RESERVES			
Share Capital	1,300,000,000	500,000	500,000
Share Money Deposit	-	566,905,410	352,859,030
Retained Earnings	1,089,299,084	858,360,726	602,534,259
Total Equity	**2,389,299,084**	**1,425,766,136**	**955,893,289**
CURRENT LIABILITIES			
Trade and other payables	114,011,461	111,187,527	193,685,556
Short Term borrowings	59,991,556	24,695,629	125,654,908
Liabilities for Capital Machineries	-	-	421,254,897
Directors and Other Loan	-	514,043,126	220,300,235
Provision for expenses	47,623,243	31,165,567	34,661,950
Current portion of long term loan	72,000,000	-	-
Total Current Liabilities	**293,626,260**	**681,091,849**	**995,557,546**
LONG TERM LIABILITIES			
Long term Loan	236,762,254	302,549,854	-
Total Long term Liabilities	**236,762,254**	**302,549,854**	**-**
TOTAL EQUITY AND LIABILITIES	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**

b) Comparative Income Summary:

Particulars	Amount in Taka		
	31.12.2013	30.06.2013	30.06.2012
Sales	1,145,628,742	1,652,546,716	1,205,216,854
Less: Cost of Godds Sold	828,681,971	1,299,845,397	934,535,249
Gross Profit	**316,946,771**	**352,701,319**	**270,681,605**
Less: Operating expences	28,339,773	43,065,707	32,462,669
Operating Income	**288,606,998**	**309,635,612**	**238,218,936**
Less: Financial expenses	37,073,519	41,707,055	21,302,458
Net Operating Profit	**251,533,479**	**267,928,557**	**216,916,478**
Add: Other non-operation income	176,425	176,425	145,267
Profit before Contribution to WPPF	**251,709,904**	**268,104,982**	**217,061,745**
Provision to Workers' profit participation/ welfare fund	11,986,186	-	-
Net profit before tax	**239,723,718**	**268,104,982**	**217,061,745**
Less: Provision for taxation	8,785,360	12,278,515	7,350,175
Net Profit after tax	**230,938,358**	**255,826,467**	**209,711,570**

Sd/-

Dhaka
Dated: July 20, 2014

SHIRAZ KHAN BASAK & CO.
Chartered Accountants

C. Auditors' report under section 135(1), Para 24(1) of part II of the Third Schedule of Companies Act, 1994:

We have compiled the accompanying statements of C & A Textiles Limited. U/S 135 (1) and Para 24 (1) Part II of the Third Schedule of Companies Act 1994. The statement comprises of the financial information for six months ended December 31, 2013 and for the year ended June 30, 2013 audited by Shiraj Khan Basak & Co, Chartered Accountants and for the years ended June 30, 2012, 2011, 2010 and 2009 audited by Rahman Mustafiz Haq & Co., Chartered Accountants. Our report is as under:

1. The C & A Textiles Limited was incorporated on February 19, 2001.
2. The financial position of the Company over the last 5 years and 6 months is as follows:

Amount in Taka

Particulars	31-12-2013	30-06-2013	30-06-2012	30-06-2011	30-06-2010	30-06-2009
ASSETS:						
Non Current Assets						
Property, Plant & Equipment	1,960,534,844	1,558,760,660	1,576,933,276	938,512,799	802,458,915	490,915,203
Investment in associate Company	-	152,872,000	-	-	-	-
Security Deposits	1,297,439	1,297,439	1,297,439	1,297,439	1,297,439	1,297,439
Total Non Current Assets	**1,961,832,283**	**1,712,930,099**	**1,578,230,715**	**939,810,238**	**803,756,354**	**492,212,642**
Current Assets						
Inventory	494,349,511	288,282,575	154,237,259	101,286,519	61,288,061	44,085,712
Trade and Other Receivable	438,371,367	379,211,351	201,852,587	139,554,041	100,109,698	87,130,810
Advance, Deposit and Prepayments	18,398,821	27,524,484	11,972,372	14,829,927	17,833,167	16,685,551
Cash and Bank Balances	6,735,616	1,459,330	5,157,902	1,556,014	1,419,479	1,013,080
Total Current Assets	**957,855,315**	**696,477,740**	**373,220,120**	**257,226,501**	**180,650,405**	**148,915,153**
Total Assets	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**	**1,197,036,739**	**984,406,759**	**641,127,795**
EQUITY AND LIABILITIES:						
Capital and Reserve						
Share Capital	1,300,000,000	500,000	500,000	500,000	500,000	500,000
Share Money Deposit	-	566,905,410	352,859,030	119,366,030	18,706,000	5,163,000
Retained Earnings	1,089,299,084	858,360,726	602,534,259	392,822,689	245,117,444	137,904,302
	2,389,299,084	**1,425,766,136**	**955,893,289**	**512,688,719**	**264,323,444**	**143,567,302**
Non-Current Liabilites						
Long term loan from bank	236,762,254	230,549,854	-	-	-	-
	236,762,254	**230,549,854**	**-**	**-**	**-**	**-**
Current Liabilites						
Trade and Other Payables	114,011,461	111,187,527	193,685,556	105,976,073	75,596,089	48,947,885
Short Term Borrowings	59,991,556	24,695,629	125,654,908	112,993,406	164,946,165	65,688,383
L/C Liability for Capital Machinery	-	-	421,254,897	-	-	-
Directors & Others Loan	-	514,043,126	220,300,235	450,204,791	439,395,870	353,618,971
Provision for Expenses	47,623,243	31,165,567	34,661,950	15,173,749	40,145,191	29,305,253
Current Portion of Long Term Loan	72,000,000	72,000,000	-	-	-	-
Total Current Liabilities	**293,626,260**	**753,091,849**	**995,557,546**	**684,348,020**	**720,083,315**	**497,560,493**
Total Equity & Liabilities	**2,919,687,598**	**2,409,407,839**	**1,951,450,835**	**1,197,036,739**	**984,406,759**	**641,127,795**
Net Asset Value Per Share	18.38	17,177.21	12,060.69	7,866.45	4,912.35	2,768.09
Fully Diluted Net Asset Value Per Share	18.38	6.61	4.64	3.03	1.89	1.06

* Share Price has been splited at Tk. 10.00 per Share from Tk. 100.00 per

3. The statement of operating results of the company as follows:

Amount in Taka

Particulars	31-12-2013	30-06-2013	30-06-2012	30-06-2011	30-06-2010	30-06-2009
Sales	1,145,628,742	1,652,546,716	1,205,216,854	994,521,908	741,546,824	592,154,872
Less Cost of goods sold	828,681,971	1,299,845,397	934,535,249	791,541,496	595,557,858	503,890,760
Gross Profit	**316,946,771**	**352,701,319**	**270,681,605**	**202,980,412**	**145,988,966**	**88,264,112**
Less operating expenses	28,339,773	43,065,707	32,462,669	27,117,175	17,252,404	12,705,264
Operation income	**288,606,998**	**309,635,612**	**238,218,936**	**175,863,237**	**128,736,562**	**75,558,848**
Financial expenses	37,073,519	41,707,055	21,302,458	23,254,187	18,506,524	12,205,461
Net operating profit	**251,533,479**	**267,928,557**	**216,916,478**	**152,609,050**	**110,230,038**	**63,353,387**
Add: Other non-operation income	176,425	176,425	145,267	99,587	132,548	85,642
Profit before Contribution to WPPF	**251,709,904**	**268,104,982**	**217,061,745**	**152,708,637**	**110,362,586**	**63,439,029**
Less: Provision to WPPF	11,986,186	-	-	-	-	-
Profit before Tax	**239,723,718**	**268,104,982**	**217,061,745**	**152,708,637**	**110,362,586**	**63,439,029**
Provision for taxation	8,785,360	12,278,515	7,350,175	5,003,392	3,149,445	2,198,005
Profit after tax	**230,938,358**	**255,826,467**	**209,711,570**	**147,705,245**	**107,213,141**	**61,241,025**
Net Profit after Tax	230,938,358	255,826,467	209,711,570	147,705,245	107,213,141	61,241,025
Earing per Share (EPS) Basic	303.05	51,165.29	41,942.31	29,541.05	21,442.63	12,248.21
Fully Diluted Earing per Share (EPS)	1.78	1.97	1.61	1.14	0.82	0.47

* Share Price has been splited at Tk. 10.00 per Share from Tk. 100.00 per

4. Cash flow statement

Amount in Taka

	Particulars	31-12-2013	30-06-2013	30-06-2012	30-06-2011	30-06-2010	30-06-2009
A.	**Cash Flow From Operating Activities:**						
	Collection from Turnover	1,086,468,726	1,475,187,952	1,142,918,308	955,077,565	728,567,936	513,075,039
	Collection from other non-operating income	176,425	176,425	145,267	99,587	132,548	85,642
	Payment for Cost of Expenses	(953,969,707)	(1,380,499,758)	(801,935,536)	(713,004,566)	(523,685,937)	(489,357,954)
	Paid for operating Expenses	(23,716,839)	(47,441,814)	(13,175,354)	(50,682,706)	(4,776,793)	13,540,559
	Payment For Financial Expenses	(37,073,519)	(41,707,055)	(21,302,458)	(23,254,187)	(18,506,524)	(12,205,461)
	Advance Income Tax Paid	-	-	-	-	-	-
	Net cash flow from Operating activities	**71,885,086**	**5,715,750**	**306,650,227**	**168,235,693**	**181,731,230**	**25,137,825**
B.	**Cash Flow From Investing Activities:**						
	Purchase of Fixed Assets	(479,540,591)	(144,667,271)	(319,298,286)	(227,615,350)	(379,902,512)	(180,861,514)
	Advance to other company	-	-	-	-		
	Investment in Associate company	152,872,000	(152,872,000)	-	-	-	-
	Net cash flow from investing activities	**(326,668,591)**	**(297,539,271)**	**(319,298,286)**	**(227,615,350)**	**(379,902,512)**	**(180,861,514)**
C.	**Cash Flow From Financing Activities:**						
	Increase / (Decrease) in Short term loan from bank	35,295,927	(100,959,279)	12,661,503	(51,952,759)	99,257,782	(30,772,124)
	(Decrease)/ Increase in Long term loan from bank	6,212,400	302,549,854	-	-	-	-
	Increase/(Decrease) in Share Money deposit		214,046,380	233,493,000	100,660,030	13,543,000	5,163,000
	Increase in Capital	732,594,590	-	-	-	-	
	(Decrease) in L/C Liability for Capital Machinery	-	(421,254,897)	-	-	-	-
	Increase / (Decrease) in Directors Loan	(514,043,126)	293,742,891	(229,904,556)	10,808,921	85,776,899	179,561,968
	Increase in Provision for Income Tax	-	-	-	-	-	-
	Net Cash flow from financing activities	**260,059,791**	**288,124,949**	**16,249,947**	**59,516,192**	**198,577,681**	**153,952,844**
D.	**Increase/(Decrease) cash and cash equivalents (A+B+C)**	5,276,286	(3,698,572)	3,601,888	136,535	406,399	(1,770,845)
E.	**Opening cash and cash equivalents**	1,459,330	5,157,902	1,556,014	1,419,479	1,013,080	2,783,925
F.	**Closing cash and cash equivalents (E + D)**	**6,735,616**	**1,459,330**	**5,157,902**	**1,556,014**	**1,419,479**	**1,013,080**

5. The Company was incorporated in Bangladesh as a Private Limited Company with the issuance of Certificate of incorporation bearing no. C-3912 of 2001 dated on February19, 2001 by the Registrar of Joint Stock Companies & Firms. The Company Converted into public Limited Company and split of Share value from Tk. 100.00 to Tk. 10.00 dated on December 22, 2013.

6. The Company started as manufacturing from February, 2003.

7. The company has no subsidiaries.

8. The Company prepared accounts for the Six Months ended December 31, 2013.

Sd/-

Dated: Dhaka, February 6, 2014

Shiraz Khan Basak & Co.
Chartered Accountants

D. Auditors' Certificate regarding statement of Ratio Analysis:

Selected Ratio as specified in rule 8B (20) I Annexure B of the Securities and Exchange Commission (Public Issue) Rules, 2006

C & A TEXTILE LIMITED
Statement of Ratio Analysis

The Following ratios have been computed from the audited financial statements of C & A Textiles Ltd. for the year (s); 30-06-2013; 30-06-2012; 30-06-2011; 30-06-2010 & 30-06-2009 and Half Year ended 31.12.2013.

Name of Ratio	31-12-2013	30-06-2013	30-06-2012	30-06-2011	30-06-2010	30-06-2009
Liquidity Ratios						
Current Ratio (Times)	3.26	0.92	0.37	0.38	0.25	0.30
Quick Ratio (Times)	1.52	0.51	0.21	0.21	0.14	0.18
Time Interest Earned Ratio (Times)	7.78	7.42	11.18	7.56	6.96	6.19
Debt-Equity Ratio (Times)	0.13	0.21	N/A	N/A	N/A	N/A
Operating Ratios						
Accounts Receivable Turnover Ratio	2.80	5.69	7.06	8.30	7.92	12.44
Inventory-Turnover Ratio	2.12	5.87	7.31	9.74	11.30	1.97
Asset-Turnover Ratio	0.43	0.76	0.77	0.91	0.91	1.15
Profitability Ratios						
Gross Margin Ratio (%)	27.67%	21.34%	22.46%	20.41%	19.69%	14.91%
Operating Income Ratio (%)	25.19%	18.74%	19.77%	17.68%	17.36%	12.76%
Net Income Ratio (Before Tax) %	20.93%	16.22%	18.01%	15.35%	14.88%	10.71%
Net Income Ratio (after Tax) %	20.16%	15.48%	17.40%	14.85%	14.46%	10.34%
Return on Assets (%)	11.77%	14.94%	13.29%	15.72%	13.34%	12.44%
Return on Equity (%)	9.67%	17.94%	21.94%	28.81%	40.56%	42.66%
Earning Per Share (Basic)	3,030.49	51,165.29	41,942.31	29,541.05	21,442.63	12,248.21
Earning Per Share (Fully Diluted)	1.78	1.97	1.61	1.14	0.82	0.47

Sd/-

Shiraz Khan Basak & Co.
Chartered Accountants

Dated: Dhaka, February 6, 2014

Particulars	Formula	31-12-2013		30-06-2013		30-06-2012		30-06-2011		30-06-2010		30-06-2009	
		Calculation	Result	Calculation	Result	Calculation	Result	Calculation	Result	Calculation	Result	Calculation	Result
Liquidity Ratios													
Current Ratio (Times)	Current Asset/ Current Liability	957,855,315	3.26	696,477,740	0.92	373,220,120	0.37	257,226,501	0.38	180,650,405	0.25	148,915,153	0.30
		293,626,260		753,091,849		995,557,546		684,348,020		720,083,315		497,560,493	
Quick Ratio (Times)	(Current Asset-Stock-Prepaid Exp)/Current Liability	445,106,983	1.52	380,670,681	0.51	207,010,489	0.21	141,110,055	0.21	101,529,177	0.14	88,143,890	0.18
		293,626,260		753,091,849		995,557,546		684,348,020		720,083,315		497,560,493	
Time Interest Earned Ratio (Times)	EBIT/Int.Charges	288,606,998	7.78	309,635,612	7.42	238,218,936	11.18	175,863,237	7.56	128,736,562	6.96	75,558,848	6.19
		37,073,519		41,707,055		21,302,458		23,254,187		18,506,524		12,205,461	
Debt-Equity Ratio(Times)	(Long Term Loan+ Current Portion of Long Term Loan)/ Owners Equity	308,762,254	0.13	302,549,854	0.21	0	N/A	0	0	0	N/A	0	N/A
		2,389,299,084		1,425,766,136		955,893,289		512,688,719		264,323,444		143,567,302	
Operating Ratios													
Accounts Receivable-Turnover Ratio	Sales/Average Receivable	1,145,628,742	2.80	1,652,546,716	5.69	1,205,216,854	7.06	994,521,908	8.30	741,546,824	7.92	592,154,872	12.44
		408,791,359		290,531,969		170,703,314		119,831,870		93,620,254		47,590,894	
Inventory-Turnover Ratio	COGS/Average Inventory	828,681,971	2.12	1,299,845,397	5.87	934,535,249	7.31	791,541,496	9.74	595,557,858	11.30	503,890,760	1.97
		391,316,043		221,259,917		127,761,889		81,287,290		52,686,887		256,244,388	
Asset - Turnover Ratio	Sales/Average Assets	1,145,628,742	0.43	1,652,546,716	0.76	1,205,216,854	0.77	994,521,908	0.91	741,546,824	0.91	592,154,872	1.15
		2,664,547,719		2,180,429,337		1,574,243,787		1,090,721,749		812,767,277		516,418,716	
Profitability Ratios													
Gross Margin Ratio (%)	Gross Margin/Sales	316,946,771	27.67%	352,701,319	21.34%	270,681,605	22.46%	202,980,412	20.41%	145,988,966	19.69%	88,264,112	14.91%
		1,145,628,742		1,652,546,716		1,205,216,854		994,521,908		741,546,824		592,154,872	
Operating IncomeRatio (%)	Operating Income/Sales	288,606,998	25.19%	309,635,612	18.74%	238,218,936	19.77%	175,863,237	17.68%	128,736,562	17.36%	75,558,848	12.76%
		1,145,628,742		1,652,546,716		1,205,216,854		994,521,908		741,546,824		592,154,872	
Net Income Ratio(Before Tax) %	NIBT/Sales	239,723,718	20.93%	268,104,982	16.22%	217,061,745	18.01%	152,708,637	15.35%	110,362,586	14.88%	63,439,029	10.71%
		1,145,628,742		1,652,546,716		1,205,216,854		994,521,908		741,546,824		592,154,872	
Net Income Ratio(after Tax) %	NIAT/Sales	230,938,358	20.16%	255,826,467	15.48%	209,711,570	17.40%	147,705,245	14.85%	107,213,141	14.46%	61,241,025	10.34%
		1,145,628,742		1,652,546,716		1,205,216,854		994,521,908		741,546,824		592,154,872	
Return on Assets (%)	Net Profit/Fixed Assets	230,938,358	11.77%	255,826,467	14.94%	209,711,570	13.29%	147,705,245	15.72%	107,213,141	13.34%	61,241,025	12.44%
		1,961,832,283		1,712,930,099		1,578,230,715		939,810,238		803,756,354		492,212,642	
Return on Equity (%)	Net Profit/Shareholders Equity	230,938,358	9.67%	255,826,467	17.94%	209,711,570	21.94%	147,705,245	28.81%	107,213,141	40.56%	61,241,025	42.66%
		2,389,299,084		1,425,766,136		955,893,289		512,688,719		264,323,444		143,567,302	
Earning Per Share (Basic)	Earnings/No. of ordinary shares (Weighted)	230,938,358	3030.49	255,826,467	51165.29	209,711,570	41942.31	147,705,245	29541.05	107,213,141	21,442.63	61,241,025	12,248.21
		76,205		5,000		5,000		5,000		5,000		5,000	
Earning Per Share (Fully Diluted)	Earnings/No. of ordinary shares (Latest)	230,938,358	1.78	255,826,467	1.97	209,711,570	1.61	147,705,245	1.14	107,213,141	0.82	61,241,025	0.47
		130,000,000		130,000,000		130,000,000		130,000,000		130,000,000		130,000,000	

PART XX: LOCK IN PROVISION

All issued shares of the Issuer at the time of according consent to public offering shall be subject to a lock-in period of three years from the date of issuance of prospectus or commercial operation, whichever comes later.

Provided that the persons, other than directors and those who hold 5% or more, who have subscribed to the shares of the Company within immediately preceding two years of according consent, shall be subject to a lock-in period of one year from the date of issuance of prospectus or commercial operation, whichever comes later.

The following table indicates the **Lock-In** status of the shareholders of C & A Textiles Limited:

Sl.	Name of Shareholder	Position	No. of Shares	%	Date of 1st acquisition	Lock-in period*
1	Rukshana Morshed	MD	32,500,000	25.000%	19-Feb-01	3 Yrs.
2	Gazi Golam Zakaria Jyoti	Chairman	3,500,000	2.692%	19-Feb-01	3 Yrs.
3	Iftekhar Abdul Hai	Director	3,500,000	2.692%	25-Nov-13	3 Yrs.
4	Bangladesh Shoes Industries Ltd.	Director	8,250,000	6.346%	25-Nov-13	3 Yrs.
5	Sharmin Akther Lovely	Director	5,250,000	4.038%	25-Nov-13	3 Yrs.
6	Sayed Golam Wadud	Shareholder	3,000,000	2.308%	25-Nov-13	1 Yr.
7	M/s Orion Capital Ltd	Shareholder	4,870,000	3.746%	25-Nov-13	1 Yr.
8	M/s Orion Infusion Limited	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
9	M/s Orion Pharma Limited	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
10	Global Shoes Ltd	Shareholder	3,570,000	2.746%	25-Nov-13	1 Yr.
11	Mohammad Obaidul Karim	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
12	Salman Obaidul Karim	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
13	Mrs. Arzuda Karim	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
14	Samaresh Banik	Shareholder	250,000	0.192%	25-Nov-13	1 Yr.
15	Ferdous Jaman	Shareholder	500,000	0.385%	25-Nov-13	1 Yr.
16	Ms. Nazia Akter	Shareholder	250,000	0.192%	25-Nov-13	1 Yr.
17	Mohammed Morshed	Shareholder	2,000,000	1.538%	25-Nov-13	1 Yr.
18	Md. Arshed	Shareholder	2,000,000	1.538%	25-Nov-13	1 Yr.
19	Md. Abdul Wahed	Shareholder	2,000,000	1.538%	25-Nov-13	1 Yr.
20	Bangladesh Finance And Investment Company Ltd.	Shareholder	4,750,000	3.654%	25-Nov-13	1 Yr.
21	BD Finance Securities Limited	Shareholder	4,880,000	3.754%	25-Nov-13	1 Yr.
22	BD Finance Capital Holdings Ltd	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
23	Anwar Ispat Limited	Shareholder	5,000,000	3.846%	25-Nov-13	1 Yr.
24	Tasren Mujib	Shareholder	900,000	0.692%	25-Nov-13	1 Yr.
25	Aswat Aksir Mujib Wasi	Shareholder	900,000	0.692%	25-Nov-13	1 Yr.
26	Shammi Akter (Shibli)	Shareholder	1,000,000	0.769%	25-Nov-13	1 Yr.
27	Farzana Rahman	Shareholder	2,600,000	2.000%	25-Nov-13	1 Yr.
28	Md. Matiur Rahman	Shareholder	930,000	0.715%	25-Nov-13	1 Yr.
29	Mrs. Nurjahan	Shareholder	450,000	0.346%	25-Nov-13	1 Yr.
30	Howa Nur Begum	Shareholder	2,800,000	2.154%	25-Nov-13	1 Yr.
31	Rafiqul Islam	Shareholder	200,000	0.154%	25-Nov-13	1 Yr.
32	Ruma Kum Kum	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
33	Md. Rasiduzzaman	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
34	Salena Akter (Poly)	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
35	Farhana Zaman Liana	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
36	Md. Jamal Uddin Patwary	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
37	Mrs. Farjana Foiz	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
38	Md. Shamsuzzaman	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
39	Ripan Kanti Biswas	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.

40	Mridul Kumer Sen Gupta	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
41	Sharif Hossain	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
42	Md. Nizam Uddin	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
43	Shahriar Dastgir	Shareholder	950,000	0.731%	25-Nov-13	1 Yr.
44	Mohammad Tohidul Islam	Shareholder	200,000	0.154%	25-Nov-13	1 Yr.
45	Md. Mosharraf Uddin Khaled	Shareholder	200,000	0.154%	25-Nov-13	1 Yr.
46	Roksana Aktar	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
47	Md. Nurul Haque Talukder	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
48	Syed Iqbal Hossain	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
49	Mir Md. Jainul Abedin Shebly	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
50	Mrs. Rafeza Akhter	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
51	Kazi Abu Taher	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
52	Md. Jahangir Alam	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
53	Golam Shahriar Chowdhury	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
54	Md. Habibur Rahman Sikder	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
55	Mohd. Habibur Rahman Khan	Shareholder	150,000	0.115%	25-Nov-13	1 Yr.
56	Sabina Rahman Khan	Shareholder	150,000	0.115%	25-Nov-13	1 Yr.
57	Md. Shafiqul Islam	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
58	Mohammad Arshed Adanan	Shareholder	200,000	0.154%	25-Nov-13	1 Yr.
59	Md. Jahangir Alam	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
60	A. B. M Tanvir Hossain	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
61	Md. Mahfuzur Rahman	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
62	Fatama Akter	Shareholder	20,000	0.015%	25-Nov-13	1 Yr.
63	Sailful Azam	Shareholder	50,000	0.038%	25-Nov-13	1 Yr.
64	Serajul Mostofa Al-Faruquie	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
65	Md. Ashiqur Rahman	Shareholder	100,000	0.077%	25-Nov-13	1 Yr.
66	Md. Ashfaqul Alam	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.
67	Md. Abdur Rahman	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.
68	Md. Sazed Karim	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.
69	Md. Abbas Ali Khan	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.
70	Sathi Banik	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.
71	Md. Mamun Ahammed	Shareholder	5,000	0.004%	25-Nov-13	1 Yr.

**From the issue date of Prospectus.*

PART XXI: SUBSCRIPTION, REFUND AND ALLOTMENT

REFUND OF SUBSCRIPTION MONEY:

As per BSEC Notification Dated February 9, 2010, the Issuer shall refund application money to the unsuccessful applicant of the public offer by any of the following manner based on the option given by the applicant in the application form;-

(a) Through banking channel for onward deposit of the refund money into the applicant's bank account as provided in the respective application form for subscription; or

(b) Through issuance of refund warrant in the name and address of the applicant as provided in the respective application form for subscription:

Provided that, in case of deposit into the applicant's bank account, the applicant will bear the applicable service charge, if any, of the applicant's banker, and the Issuer shall simultaneously issue a letter of intimation to the applicant containing, among others, the date and amount remitted with details of the bank through and to which bank such remittance has been effected.

SUBSRCIPTION BY AND REFUND TO NON-RESIDENT BANGLADESHI (NRB)

1. A Non-Resident Bangladeshi shall apply either directly by enclosing a foreign demand draft drawn on a bank payable at Dhaka, or through a nominee by paying out of foreign currency deposit account maintained in Bangladesh or in Taka, supported by foreign currency encashment certificate issued by the concern bank, for the value of Securities applied for through crossed bank cheque marking "Account Payee only".

2. The value of Securities applied for by such person may be paid in Taka or US Dollar, UK Pound Sterling or Euro at the rate of exchange mentioned in the securities application form.

3. Refund against over subscription shall be made in the currency in which the value of securities was paid for by the applicant through Account Payee bank cheque payable at Dhaka with bank account number, Bank's name and Branch as indicated in the securities application form. If the applicant's bank accounts as mentioned in their IPO Application Forms are maintained with the Bankers to the Issue as mentioned above, refund amount of those applicants will be directly credited into the respective bank accounts as mentioned in their IPO Application forms.

ALLOTMENT

The Company shall issue share allotment letters to all successful applicants within 5 (five) weeks from the date of the subscription closing date. At the same time, the unsuccessful applicants shall be refunded with the application money within 5 (five) weeks from the closing of the subscription date by crediting directly to the recipients' bank accounts. A compliance report shall be submitted with the Commission within 7(seven) weeks from the date of closure of subscription.

PART XXII: AVAILABILITY OF SECURITIES

Availability of securities

1. Securities

Securities	Number of Shares	Total amount (BDT)
20% of IPO of Ordinary Shares are reserved for affected small investors (ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারী). [A]	9,000,000	90,000,000
10% of public offer Shares shall be reserved for Non Resident Bangladeshis. [B]	4,500,000	45,000,000
10% of public offer of Shares shall be reserved for Mutual funds and Collective Investment schemes registered with the Commission. [C]	4,500,000	45,000,000
60% of public offer of Shares shall be opened for subscription by the General Public. [D]	27,000,000	270,000,000
Total [A+B+C+D]	**45,000,000**	**450,000,000**

2. All as stated in 1[A], 1[B], 1[C]and 1[D] shall be offered for subscription and subsequent allotment by the Issuer, subject to any restriction, which may be imposed, from time to time, by the Bangladesh Securities and Exchange Commission.
3. In case of over-subscription, under any of the categories mentioned in the clause 1[A], 1[B], 1[C] and 1[D], the Issue Managers shall conduct an open lottery of all the applications received under each category separately in accordance with the letter of consent issued by the Bangladesh Securities and Exchange Commission.
4. In case of under-subscription, under any of the 20% and 10% category as mentioned in clause 1[A], 1[B], and 1[C] the unsubscribed portion shall be added to the general public category, and, if after such addition there is over-subscription in the general public category the Issuer and the Issue Managers shall jointly conduct an open lottery of all the applicants added together.
5. In case of under-subscription of the public offering, the unsubscribed portion of shares shall be taken up by the underwriter(s).
6. The lottery as stated in clause (3) and (4) should be conducted in the presence of the representatives of Issuer, Stock Exchange(s) and the applicants, if there be any.

PART XXIII: ISSUE MANAGERS & UNDERWRITERS

MANAGERS TO THE ISSUE:

AFC Capital Limited (AFCC-12.00 Lac) Tanaka Tower (2nd Floor), 42/1/Gha, Segun Bagicha, Dhaka-1000 & **Imperial Capital Limited (ICL-8.00 Lac)** Shaiham Sky View Tower (3rd Floor), 45 Bijoy Nagar, Dhaka-1000 shall get Tk. 2,000,000.00 (Taka Twenty Lac Only) as issue management fee.

UNDERWRITERS:

As per Bangladesh Securities and Exchange Commission's guideline 50% of the Public Offer of 45,000,000 ordinary shares i.e., 22,500,000 ordinary shares of Tk. 10.00 each at par i.e., for Tk. 225,000,000 will be underwritten by the following Underwriters for IPO of C & A Textiles Limited with the underwritten Commission @ 0.40% (zero point Four percent).

SL	Name of the Underwriter	No. of Shares underwritten	Amount of Underwritten (Tk.)
1	AFC Capital Limited	1,000,000	10,000,000
2	BD Finance Capital Holdings Limited	9,500,000	95,000,000
3	ICB Capital Management Limited	3,000,000	30,000,000
4	MTB Capital Limited	3,000,000	30,000,000
5	AIBL Capital Management Limited	3,000,000	30,000,000
6	SBL Capital Management Limited	3,000,000	30,000,000
	Totals	**22,500,000**	**225,000,000**

1. If and to the extent that the shares offered to the public by a prospectus authorized hereunder shall not have been subscribed and paid for in cash in full by the closing date, the Company shall within 10 (ten) days of the closure of subscription call upon the underwriter in writing with a copy of said writing to the Bangladesh Securities and Exchange Commission, to subscribe for the shares not subscribed by the closing date and to pay for in cash in full for such subscribed shares in cash in full within 15 (fifteen) days of the date of said notice and the said amount shall have to be credited into shares subscription account within the stipulated period.
2. If payment is made by Cheque / Bank Draft by the underwriter it will be deemed that the underwriter has not fulfilled his obligation towards his underwriting commitment under the agreement, until such time as the Cheque / Bank Draft has been en-cashed and the Company's account credited.
3. In case of failure by the underwriter to pay for the shares under the terms mentioned above, the said underwriter will not be eligible to underwrite any issue, until such time as they fulfills their underwriting commitment under the agreement and also other penalties as may be determined by the commission may be imposed on them.
4. In any case within 7 (seven) days after the expiry of the aforesaid 15 (fifteen) days, the Company shall send proof of subscription and payment by the underwriter to the commission.
5. In case of failure by any underwriter to pay for the shares within the stipulated time, the Issuer will be under no obligation to pay any underwriting commission under the agreement.
6. In case of failure by the Company through call upon the underwriter for the aforementioned purpose within the stipulated time, the Company and its Directors shall individually and collectively be held responsible for the consequences and/or penalties as determined by the Bangladesh Securities and Exchange Commission under the law may be imposed on them

RIGHT OF UNDERWRITERS ON COMPANY'S BOARD:

Underwriters have not acquired any right to have their representatives in the Board of Directors of the Company.

COMMISSION FOR UNDERWRITERS

The Company shall pay to the underwriters an underwriting commission at the rate of 0.40% of 50% of the total IPO amount of the issue value of shares underwritten by them.

PART XXIV: MANAGEMENT DISCLOSURE

FIRST DEFICIENCY LETTTER:

1. In the prospectus it is mentioned that the company did not take or give any loan from or to holding or subsidiary company. But as per Audited Financial Statements an amount of Tk. 15,58,72,000/- is shown as Investment in subsidiary company. Explanation required in relevant parts with documentary evidence.

   Our Response:
   The Company has no subsidiary or holding Company but it invested in Dream Knitting BD Limited [Associate Company (Common management)] of Tk. 152,872,000.00 as share money and subsequently desposed off investment.

SECOND DEFICIENCY LETTTER:

1. It is observed that Ms. Rukshana Morshed, the Managing Director (MD) of the company is also MD of Knit Express Limited, another limited company which needs to be complied with in accordance with section 109 of the Companies Act 1994.

   Our Response: Ms. Rukshana Morshed, the Managing Director (MD) of the Company is also Managing Director of C & A Fashion Limited and Knit Express Limited. Recently, she submitted her resignation letter to the Boards. Boards of Directors of those companies have accept her resignation. We revised our draft prospectus page no-33 under the head of Involvment of Directors in other organization.

2. As per consent of the Commission dated December 30, 2013 the company has raised Tk. 120,03,00,000/- through issuance of ordinary shares to existing shareholdes (45 shareholders) of the company. As per the compliance report and draft prospectus it was found same. But in the revised prospectus the number of shareholders has increased from 45 to 73. Explanation required.

   Our Response: The shareholders has transferred their shares and later on the board of CATL approved transfering shares from existing shareholders to new shareholders. As a result the number of shareholders has increased in the revised draft prospectus.

Sd/-

Rokshana Morshed
Managing Director

PART XXV: MATERIAL CONTRACTS AND OTHERS

MATERIAL CONTRACTS

The following are material contracts in the ordinary course of business, which have been entered into by the Company:

(a) Underwriting Agreement between the Company and the Underwriters.
(b) Issue Management Agreement between the Company and Issue Managers, AFC Capital Limited & Imperial Capital Limited.

Copies of the above mentioned contracts and documents and the Consent Order from the Bangladesh Securities and Exchange Commission may be inspected on any working day during office hours at the Company's Registered Office.

COMMISSION TO THE BANKERS TO THE ISSUE

Commission at the rate of 0.10% of the amount collected will be paid to the Bankers to the Issue for the services to be rendered by them.

PART XXVI: CORPORATE DIRECTORY

Name of the Company	:	C & A TEXTILES LIMITED (CATL)
Legal Position	:	A Private Company Limited by shares registered under Companies Act, 1994 vides Registration No. C-3912 of 2001 dated on February 19, 2001 with the Registrar of Joint Stock Companies and Firms Bangladesh, Dhaka and was converted into Public Limited Company on December 22, 2013.
Date of Incorporation	:	February 19, 2001.
Authorized Capital	:	Taka 300.00 (Three Hundred) Crore with 30.00 (Thirty) Crore Ordinary Shares of Taka 10.00 Each.
Paid up Capital	:	Taka 130.00 Crore with 13.00 Crore Ordinary Shares of Tk. 10.00 each.
Head Office	:	House # 127 (2nd Floor), Road # 10, Block # C, Niketon, Gulshan-1, Dhaka-1212 Tel: +880-02-9862611, Fax: +880-02-9862055 Email: info@cnatextiles.com Web site: www.cnatextiles.com
Factory	:	Plot # 61, 62, 66, 67, 68, 72 & 73, BSCIC Industrial Estate (Extn.), Kalurghat, Chittagong.
Board of Directors	:	5 Directors.
Auditors	:	**Shiraz Khan Basak & Co.** Chartered Accounts R. K. Tower, Level-10 86, Bir Uttom C. R Datta Road, Hatirpool, Dhaka-1205. Tel: +88-02-8651165, Fax: +88-02-8621575 Email: shirazkhanbasak@yahoo.com
Tax Consultants	:	**Shafiq Basak & Co.** Chartered Accountants 109, National House (1st Floor), Agrabad C/A, Chittagong. Tel: 880-031-711561.
Legal Advisors	:	**S.K Basak FCA** Partner of Shafiq Basak & Co. 109, National House (1st Floor), Agrabad C/A, Chittagong.
Bankers	:	BRAC Bank Limited and First Security Islami Bank Limited.
Company Secretary	:	Farhana Zaman Liana

*All investors are hereby informed that **Farhana Zaman Liana, Company Secretary**, would be designated as Compliance Officer who will monitor the compliance of the acts, rules, regulations, notification, guidelines, conditions, orders/directions etc. issued by the Commission and/or Stock Exchange(s) applicable to the conduct of the business activities of the Company so as to promote the interest of the investors in the security issued by the Company, and for redressing investors' grievances.

PART XXVII: Information included as per SEC's notification no. SEC/CMRRCD/2008/115/admin/30 dated October 05, 2011

1. Earnings per Share (EPS) on fully diluted basis (The total existing no. of shares):

Particulars	Amount in Taka
Net profit after Tax	255,826,467
No. of shares before IPO	130,000,000
Earnings per Share (EPS)	**1.97**

2. Net profit excluding Extra-ordinary income or non-recurring income coming from other than core operations:

Particulars	Amount in Taka
Net profit before Tax	255,826,467
Less: Other Income	176,425
Net profit before tax except other income	**255,650,042**
Less: Provision for Taxation	(25,565,004)
Net profit after tax except other income	**230,085,038**

3. Earnings per shares excluding extra-ordinary income or non-recurring income coming from other than core operations:

Particulars	Amount in Taka
Net profit before Tax	255,826,467
Less: Other Income	176,425
Net profit before tax except other income	**255,650,042**
Less: Provision for Taxation	(25,565,004)
Net profit after tax except other income	**230,085,038**
No. of shares before IPO	130,000,000
Earnings per Share (EPS)	**1.77**

4. Net Asset Value per Share:

Particulars	Amount in Taka
Share Capital	1,300,000,000
Retained Earnings	1,089,299,084
Total Shareholders' Equity	**2,389,299,084**
Total Number of Ordinary Share	130,000,000
Net Assets Value (NAV) at BDT 10.00 per share	**18.38**

PART XXVIII: APPLICATION FOR SUBSCRIPTION

1. Application for Shares may be made for a minimum lot for 500 (Five Hundred) Ordinary Shares to the value of Tk. 5000.00 respectively and should be made on the Company's Printed Application Form. Application Forms and the Prospectus may be obtained from the Registered Office of the Company, Members of the Dhaka and Chittagong Stock Exchange Limited or from the Bankers to the Issue. In case of adequate Forms are not available, applicants may use photocopied/cyclostyled/typed/handwritten copies of the Forms. Application must not be for less than 500 Shares. Any application not meeting the criterion will not be considered for allotment purpose.
2. Joint Application form for more than two persons will not be accepted. In the case of a joint application each party must sign the Application Form.
3. Application must be in full name of individuals or limited companies or trusts or societies and not in the name of firms, minors or persons of unsound mind. Applications from insurance, financial and market intermediary companies must be accompanied by the Memorandum and Articles of Association.
4. **An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**
5. **The applicant shall provide with the same bank account number in the application form as it is in the BO account of the application.**
6. **The applicants who have applied more than two applications using same bank account, their applications will not be considered for lottery and the commission will forfeit 15% (Fifteen) of their application too.**
7. An IPO applicant shall ensure his/her BO account remains operational till the process of IPO (including securities allotment or refund of IPO application) is completed. If any BO account mentioned in the IPO application is found closed, the allotted security may be forfeited by BSEC.
8. Bangladeshi Nationals (including Non-Resident Bangladeshis residing / working abroad) and Foreign Nationals shall be entitled to apply for Shares.
9. Payment for subscription by investors other than Non-Resident Bangladeshi may be made to the said branches / office of the Banks mentioned below in Cash/Cheque/Pay Order/Bank Draft. The Cheque or Pay Order or Bank Draft shall be made payable to the Bank to which it is sent and be marked "**C & A Textiles Limited**." And shall bear the crossing "**Account Payee only**" and must be drawn on a Bank in the same town of the Bank to which application form is deposited.
10. A Non-Resident Bangladeshi (NRB) shall apply against the IPO either directly by enclosing a foreign demand draft drawn on a bank payable at Dhaka, or through a nominee (including a Bank or a Company) by paying out of foreign currency deposit account maintained in Bangladesh, for the value of securities applied for.

The value of securities applied for may be paid in Taka, US Dollar or UK Pound Sterling or EURO at the spot Buying (TT Clean) rate of exchange prevailing on the date of opening of subscription. Refund against over subscription of shares shall be made in the currency in which the value of shares applied for was paid by the applicant. Share application form against the quota for NRB shall be sent by the applicant directly along with a draft or cheque to the Company. Copies of application form and prospectus shall be available with Bangladesh Embassy/High Commission in USA, UK, Saudi Arabia, UAE, Qatar, Kuwait, Oman, Bahrain, Malaysia and South Korea and web site of the Issuer, issue managers, DSE, CSE and the BSEC.

11. All completed application forms, together with remittance for the full amount payable on application, shall be lodged by investors other than Non-Resident Bangladeshis with any of the branches of the Bankers to the Issue.

12. The IPO subscription money collected from investors (other than Non-Resident Bangladeshis) by the Bankers to the Issue will be remitted to the Company's STD Account No. 1501202804680001 with BRAC Bank Limited, Head Office, 1 Gulshan Avenue, Gulshan, Dhaka-1212, Bangladesh for this purpose.

13. The subscription money collected from Non-Resident Bangladeshis in US Dollar or UK Pound Sterling or Euro shall be deposited to below mentioned "**FC Account for IPO**" with BRAC Bank Limited, Head Office, 1 Gulshan Avenue, Gulshan, Dhaka-1212, Bangladesh. In case of over subscription, refund shall be made by the Company out of the respective FC Accounts:

SL	Name of the FC A/C	Account No.	Bank & Branch
1.	US Dollar	1501202804680002	BRAC Bank Limited, Head Office
2.	UK Pound Sterling	1501202804680003	
3.	Euro	1501202804680004	

14. In the case of over-subscription of securities to the NRB applicants, refund shall be made by the Company out of the "FC Account for IPO". C & A Textiles Limited has already opened the aforesaid FC Accounts and shall close these FC Accounts after refund of over subscription, if any.

15. তালিকাভুক্ত ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারীগণ সকল পাবলিক ইস্যুতে একক অথবা যৌথ হিসাবের যে কোনটি অথবা উভয়টি হতে সংরক্ষিত ২০% কোটায় আবেদন করতে পারবেন । তবে তারা ইচ্ছা করলে ক্ষতিগ্রস্থ সংরক্ষিত ২০% কোটায় আবেদন না করে সাধারন বিনিয়োগকারীদের জন্য নির্ধারিত কোটায়ও আবেদন করতে পারবেন ।"

16. **Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.**

APPLICATIONS NOT IN CONFORMITY WITH THE ABOVE REQUIREMENTS AND THE INSTRUCTIONS PRINTED ON THE APPLICATION FORM ARE LIABLE TO BE REJECTED.

DECLARATION ABOUT LISTING OF SHARES WITH STOCK EXCHANGES

None of the Stock Exchanges, if for any reason, grant listing within 75 days from the closure of subscription, any allotment in terms of this prospectus shall be void and the Company shall refund the subscription money within fifteen days from the date of refusal for listing by the Stock Exchange, or from the date of expiry of the said 75(seventy five) days, as the case may be.

In case of non-refund of the subscription money within the aforesaid fifteen days, the Company directors, in addition to the Issuer Company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of 2% (two percent) per month above the bank rate, to the subscribers concerned.

The issue managers, in addition to the Issuer Company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within seven days of expiry of the aforesaid fifteen days time period allowed for refund of the subscription money.

TRADING AND SETTLEMENT

Trading And Settlement Regulation of the Stock Exchanges shall apply in respect of trading and settlement of the shares of the Company.

THE ISSUE SHALL BE PLACED IN "N" CATEGORY

PART XXIX: BANKERS TO THE ISSUE

BRAC Bank Limited				
Agrabad Br., Ctg.	Bogra Br., Bogra	Gulshan Br., Dhaka	Manda Br., Dhaka	Rajshahi Br., Rajshahi
Asad Gate Br., Dhaka	CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Mirpur Br., Dhaka	Rampura Br.,Dhaka
Banani Br., Dhaka	Donia Br., Dhaka	Jessore Br., Jessore	Momin Road Br., Ctg.	Shyamoli Br., Dhaka
Barisal Br., Barisal	Eskaton Br., Dhaka	Kazirdeuri Br., Ctg.	Narayanganj Br., Narayanganj	Uttara Br., Dhaka
Bashundhara Br., Dhaka	Graphics Building Br., Dhaka	Khulna Br., Khulna	Nawabpur Br., Dhaka	Zindabazar Br., Sylhet

Southeast Bank Limited				
Principal Br.,Dhaka	Agargaon Br., Dhaka	Rangpur Br., Rangpur	Mohammadpur Br., Dhaka	Sir Iqbal Road Br., Khulna
Agrabad Br., Ctg.	Chhagalnaiya Br., Feni	Ashulia Br. (Rural), Dhaka	Naogaon Br., Naogaon	Dakhin Khan Br., Dhaka
Khatunganj Br., Ctg.	Cox's Bazar Br., Ctg.	Bashurhat Br., Noakhali	Comilla Br., Comilla	Mohakhali Br., Dhaka
Laldighirpaar Br., Sylhet	Bandar Bazar Br., Sylhet	Chowmuhani Br., Noakhali	Pragati Sarani Br., Dhaka	Pahartali Br., Ctg.
Imamganj Br., Dhaka	Banani Br., Dhaka	Hemayetpur Br.,Saver,Dhaka	Brahmanbaria, B,Baria	Narayanganj Br., Narayanganj
Bangshal Br., Dhaka	Banasree Br., Dhaka	Tangail Br., Tangail	Oxygen More Br., Ctg.	Bogra Br., Bogra
Jubilee Road Br., Ctg.	Feni Br., Feni	Corporate Br., Dhaka	Chapainawabganj Br., Rajshahi	Savar Br., Dhaka
Moulvibazar Br., Sylhet	CDA Avenue Br., Ctg.	Barisal Br., Barisal	Rokeya Sarani Br., Dhaka	Mouchak Br., Dhaka
Gulshan Br., Dhaka	Hetimgonj Br., Sylhet	Tongi Br.,Gazipur	Dinajpur Br., Dinajpur	Konabari Br., Gazipur
Khulna Br., Khulna	Joypara Br., Dhaka	Bashundhara Br., Dhaka	Islampur Br., Dhaka	Momin Road Br., Ctg.
Dhanmondi Br., Dhaka	Kakrail Br., Dhaha	Rajshahi Br., Rajshahi	Dhania Br., Dhaka	Madambibir Hat Br., Ctg.
Uttara Br., Dhaka	Madhabdi Br., Narshingdi	Sat Mashjid Road Br., Dhaka	Joydebpur Br., Gazipur,Dhaka	Rupnagar Br., Dhaka
Narsingdi Br., Narsingdi				

Investment Corporation of Bangladesh				
Barisal Br., Brisal	Ctg. Br., Ctg.	Khulna Br., Khulna	Rajshahi Br., Rajshahi	Sylhet Br., Sylhet
Bogra Br., Bogra	Local Office, Dhaka	Head Office, Dhaka		

One Bank Limited				
Agrabad Br., Ctg.	Chandragonj Br., Lakshmipur	Islampur Sylhet Br.	Laldighirpar Br., Sylhet	Rajshahi Br., Rajshahi
Amishapara Br., Noakhali	Chowmuhuni Br., Noakhali	Jagannathpur Br., Dhaka	Madhabdi Br., Narsingdi	Ramganj Br., Laxmipur
Anderkilla Br., Ctg.	Comilla Br., Comilla	Jatrabari Br., Dhaka	Maijdee Court Br., Noakhali	Rangamati Br., Rangamati
Anowara Br., Ctg.	Cox'S Bazar Br., Ctg.	Mandari Bazar Br., Lakshmippur	Jessore Br., Jessore	Rangpur Br., Rangpur
Banani Br., Dhaka	Dagon Bhuiyan Br., Feni	Joypara Br., Dohar, Dhaka	Mirpur Br., Dhaka	Ranirhat Br., Rangunia, Ctg.
Banasree Br., Dhaka	Dhanmondi Br., Dhaka	Jubille Road Br., Ctg.	Mithachara Br., Ctg.	Raozan Br., Raozan, Ctg.
Bangshal Br., Dhaka	Dovashi Bazar Br., Ctg.	Kakrail Br., Dhaka	Moghbazar Br., Dhaka	Ring Road Br., Shamoli, Dhaka
Bashabo Br., Dhaka	Elephant Road Br., Dhaka	Kawran Bazar Br., Dhaka	Motijheel Br., Dhaka	Satkhira Br., Satkhira.
Boalkhali Br., Boalkhali, Ctg.	Feni Br., Feni	Shahjadpur SME/Agriculture Br., Sirajgonj	Nanupur Bazar Br., Ctg.	Khatungonj Br., Ctg.
Barisal Br., Barisal	Ganakbari (EPZ) Br., Savar, Dhaka	Khulna Br., Khulna	Narayangonj Br., Narayangonj,	Sherpur Br., Moulvi Bazar
Bogra Br., Bogra	Gulshan Br., Dhaka	Kushtia Br., Kushtia	Nawabgonj Br., Dhaka	Sirajgonj Br., Sirajgonj
Halishahar Br., Ctg.	Brahmanbaria Br., Brahmanbaria	Laksham Br., Comilla	Principal Br., Dhaka	Sitakunda Br., Sitakunda, Ctg.
CDA Avenue Br., Ctg.	Hathazari Br., Ctg.	Lakshmipur SME/Agriculture Br.	Progoti Shahrani Br., Dhaka	Sylhet Br., Sylhet
Chandgaon Br., Ctg.	Imamganj Br., Dhaka	Lalbagh Br., Dhaka	Raipur Br., Laxmipur	Tipu Sultan Road Br., Dhaka
Uttara Br., Dhaka	Tongi SME/Agriculture Br., Dhaka			

National Bank Limited				
Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Muradpur Br., Ctg.	Rokeya Sarani Br., Dhaka
Anderkilla Br., Ctg.	Dilkhusha Br., Dhaka	Kawran Bazar Br., Dhaka	Mymensingh Br., Mymensingh	S.K. Mojib Road Br., Ctg.
Asadgate Brabch, Dhaka	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Narayanganj Br., Narayanganj	Savar Bazar Br., Savar
Babubazar Br., Dhaka	Goalchamat Br., Faridpur	Khulna Br., Khulna	Narsingdi Br., Narsingdi	Simanto Square Br., Dhaka
Banani Br., Dhaka	Feni Br., Feni	Kishorgonj Br., Kishorgonj	Netaiganj Br., Narayanganj	Sunamgonj Br., Sunamgonj
Bangshal Road Br., Dhaka	Foreign Exchange Br., Dhaka	Lake Circus Br., Dhaka	New Eskaton Br., Dhaka	Sylhet Br., Sylhet
Barisal Br., Brisal	Gazipur Br., Gazipur	Malibagh Br., Dhaka	North Book Hall Br., Dhaka	Tangail Br., Tangail
Bogra Br., Bogra	Gulshan Br., Dhaka	Mirpur Br., Dhaka	Pagla Bazar Br., Narayanganj	Tongi Br., Gazipur
CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Moakhali Br., Dhaka	Pahartali Br., Ctg.	Uttara Br., Dhaka
Chawk Bazar Br., Ctg.	Imamganj Br., Dhaka	Mohammadpur Br., Dhaka	Progoti Sarani Br., Dhaka	Z.H. Sikder M.C Br., Dhaka
Chowmuhani Br., Noakhali	Islampur Br., Dhaka	Motijheel Br., Dhaka	Rajshahi Br., Rajshahi	
Comilla Br., Comilla	Jatrabari Br., Dhaka	Moulvibazar Br., Moulvibazar	Rangpur Br., Rangpur	

Bank Asia Limited				
Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	MCB Dilkusha Br., Dhaka	Paltan Br., Dhaka	Strand Road Br., Ctg
Anderkilla Br., Ctg.	Gulshan Br., Dhaka	MCB Sk. Mujib Road Br., Ctg.,	Principal Office Br., Dhaka	Sylhet Main Br., Sylhet
Bahadderhat Br., Ctg	Jessore Br., Ctg.	Mirpur Br., Dhaka	Progoti Sarani Br., Dhaka	Sylhet Uposhahar Br.
Bashundhara Br., Dhaka	Kamal Bazar Br., Ctg.	Mitford Br., Dhaka	Rajshahi Br., Rajshahi	Station Road Br., Ctg.
Bogra Br., Bogra	Khatunganj Br., Ctg.	Moghbazar Br., Dhaka	Scotia Br., Dhaka	Uttara Br., Dhaka
CDA Avenue Br., Ctg.	Khulna Br., Khulna	Mohakhali Br., Dhaka	Shantinagar Br., Dhaka	
Shyamoli Br., Dhaka.	Corporate Br., Dhaka	MCB Banani Br., Dhaka	North South Road Br., Dhaka	

Mutual Trust Bank Limited				
Alankar Mour Br., Ctg.	Cox's Bazar Br., Cox's Bazar	Jessore Br., Jessore	MTB Corporate Center Br., Dhaka	Raipur Br., Laxmipur
Aman Bazar Br., Ctg.	Dagonbhuiyan Br., Feni	Joypurhat Br., Joypurhat	Mymensingh Br., Mymensingh	Rajshahi Br., Rajshahi
Babu Bazar Br., Dhaka	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Mirpur Br., Dhaka	Rangpur Br., Rangpur
Banani Br., Dhaka	Dilkusha Br., Dhaka	Kakrail Br., Dhaka	Naogaon Br., Naogaon	Sarulia Bazar Br., Dhaka
Baridhara Br., Dhaka	Dinajpur Br., Dinajpur	Kamrangir Char Br., Dhaka	Narayangonj Br., Narayangonj	Shah Mokhdum Avenue Br., Dhaka
Bashundhara Br., Dhaka	Dania Br., Dhaka	Kapasia Br., Gazipur, Dhaka	Nazirhat Br., Ctg.	Shahparan Gate Br., Sylhet
Bogra Br., Bogra	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Pabna Br., Pabna	Sreenagar Br., Dhaka
Brahmanbaria Br., Brahmanbaria	Feni Br., Feni	Kushtia Br., Kushtia	Pallabi Br., Dhaka	Sylhet Br., Sylhet
Chandra Br., Dhaka	Gobindaganj Br., Gobindaganj	Kalurghat I/A Br., Ctg.	Panthapath Br., Dhaka	Sirajganj Br., Rajshahi
Chawk Moghaltuli Br., Dhaka	Gulshan Br., Dhaka	Mohammadpur Br., Dhaka	Principal Br., Dhaka	Thakurgaon Br., Thakurgaon
Comilla Br., Comilla	Habigonj Br., Habigonj	Moulvi Bazar Br., Sylhet	Progati Sarani Br., Dhaka	Tongi Br., Dhaka
Uttara Model Town Br., Dhaka				

The City Bank Limited				
Agrabad Br., Ctg.	Bogra Br., Bogra	Johnson Road Br., Dhaka	Nawabgonj Br., Dhaka	Rangpur Br., Rangpur
Amborkahana Br., Sylhet	Comilla Br., Comilla	Jubilee Raod Br., Ctg.	Nawabpur Br., Dhaka	Shyamoli Br., Dhaka
Andarkilla Br., Ctg.	Cox's Bazar Br., Ctg.	Kawran Bazar Br., Dhaka	New Market Br., Dhaka	Sirajgonj Br., Sirajgonj
B B Avenue Br., Dhaka	Dhanmondi Br., Dhaka	Khatungonj Br., Ctg.	Pahartoli Br., Ctg.	Tongi Br., Gazipur
Bandar Bazar Br., Sylhet	Imamgonj Br., Dhaka	Khulna Br., Khulna	Pragati Sarani Br., Dhaka	VIP Road Br., Dhaka
Bangabandhu Road Br., Narayangonj	Islampur Br., Dhaka	Moulovi Bazar Br., Sylhet	Principal Office Br., Dhaka	Zinda Bazar Br., Sylhet
Barisal Br., Barisal	Jessore Br., Jessore	Narshingdi Br., narshingdi	Rajshahi Br., Rajshahi	Zinzira Br., Dhaka

SBAC Bank Limited				
Principal Br., Dhaka	Hemayetpur Br., Savar, Dhaka	Khulna Br., Khulna	Gulshan Br., Dhaka	Keraniganj Br., Dhaka
Agrabad Br., Ctg.	Bhatiari Br., Ctg.	Katakhali Br., Bagerhat	Uttara Br., Dhaka	Velanagar Br., Narshindi
Ashulia Br., Dhaka	Imamganj Br., Dhaka			

PART XXX: APPLICATION FORM

"শেয়ার বাজারে বিনিয়োগ ঝুঁকিপূর্ণ, জেনে ও বুঝে বিনিয়োগ করুন।"

"INTERESTED PERSONS ARE ENTITLED TO A PROSPECTUS, IF THEY SO DESIRE,COPIES OF PROSPECTUS MAY BE OBTAINED FROM THE ISSUER AND THE ISSUE MANAGER"

C & A TEXTILES LIMITED

Application Form

APPLICATION FOR SHARES BY INVESTORS OTHER THAN NON-RESIDENT BANGLADESHI(S)

Warning: Please read the instructions on the back of this form. Incorrectly filled applications or application failing to comply with any of the instructions therein may be rejected.

Managing Director
C & A TEXTILES LIMITED
House # 127 (2nd Floor), Road # 10,
Block # C, Niketon, Gulshan-1, Dhaka-1212

Banker's Sl. No.

Dear Sir,

I/we apply for and request you to allot me/us the ………. numbers of Shares and I/we agree to accept the same or any smaller number that may be allotted to me / us upon the terms of the Company's Prospectus approved by the Bangladesh Securities and Exchange Commission subject to the Memorandum and Articles of Association of the company. Further, I/we authorize you to place my /our name (s) on the Register of Member (s) of the Company and deposit the said ordinary Shares in my/our Beneficiary Owner (BO) Account and/or a Crossed (A/C Payee Only) Cheque in respect of any application money refundable by post/courier at my/our risk to the first applicant's address stated bellow:

1. No. of ordinary shares ………… of **Tk. 10.00** each at par.
2. Total subscription money of the amount of Tk. (in figure) ………………. (in words)………..………..….. only deposited vide Cash/Cheque/Draft/PayOrderNo….……………………………………Dated…..on...…………………………..
……....Bank Limited ……..………..……Branch.

3. Beneficiary Owner (BO) Account No.

(If you do not mention your valid BO account, your application will be treated as invalid.)

4. I/we agree to fully abide by the instruction given herein.

5. Particulars of Applicant(s):

a) Sole/First Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:	Nationality: BANGLADESHI	Telephone No. (If any):
For Refund Warrant: Please write the correct and full name of bank and branch. (Application will not be treated as valid if anyone uses a non-scheduled bank. To avoid this complication, investors are requested not to use the name of any non-scheduled bank)		
For refund purpose: I/We want refund through □ Bank Account* □ Hand Delivery/Courier (Please put tick mark in which refund will be made).**The Applicant shall provide with the same Bank Account number in the application form as it is in the BO account of the applicant. Otherwise the application will be considered invalid and the subscription money may be forfited**		
For Refund Warrant: Applicant's Bank A/C No.:		
Name of the Bank:		**Branch:**

b) Second Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:-	Nationality: BANGLADESHI	Telephone No. (If any):

6. I/we hereby declare that I/We have read the Prospectus of **C & A TEXTILES LIMITED** and have willingly subscribed for……………number of Ordinary Shares of **Tk.10/-** each per share on this form.

7. Specimen Signature(s):

1st Applicant: Name(in Block Letters)		Signature:
2nd Applicant: Name(in Block Letters)		Signature:

**In case of deposit in to the applicants Bank Account, the applicant will bear the applicable charge, if any, of the applicants banker and the issuer shall simultaneously issue a letter of intimation to the applicant containing, among others, the date and the amount remitted with details of the bank through and to which bank such remittance has been effected.*

………

BANKER'S ACKNOWLEDGEMENT

Certified that this Bank has received Tk. (in figure) ………………………. In word.. only from Mr./Mrs./Ms. ………..…....................………………………………………………………………..………………… being the Application Money for ……………………………….. Nos. Ordinary Shares of **C & A TEXTILES LIMITED.**

Banker's Sl. No. **Seal and Date** **Authorized Signature (Name & Designation)**

INSTRUCTIONS

1. As per provision of Depository Act, 1999 and regulations made there under shares will only be issued in dematerialized condition. Please mention your BO (Beneficiary Owner) Account number in the application form. If you do not mention your valid BO (Beneficiary Owner) Account, your application will be treated as invalid.

2. All information must be typed or written in full (in Block letters) in English or in Bengali and must not be abbreviated.

3. Application must be made on the Company's printed form/photocopy or on typed copy/hand written form thereof.

4. Application must not be for less than **500** Ordinary Shares and must be for a multiple of **500** Ordinary Shares. Any Application not meeting these criterions will not be considered for allotment purpose.

5. Remittance for the full amount of the Shares must accompany each Application and must be forwarded to any of the Bankers to the Issue. Remittance should be in the form of Cash/ Cheque/ Bank Draft/ Pay Order payable to one of the Bankers to the Issue favoring **"C & A TEXTILES LIMITED"** and crossed **"A/C Payee only"** and must be drawn on a Bank in the same town as the Bank to which the Application Form has been sent.

6. In the case of Joint Application Form, the Allotment Letter will be dispatched to the person whose name appears first on this Application Form and where any amount is refundable in whole or in part the same will be refunded by Account Payee Cheque by post/courier service to the person named first on this Application Form in the manner prescribed in the Prospectus.

7. Joint Application form for more than two persons will not be accepted. In case of joint Application, each party must sign the Application Form.

8. Application must be in full name of individuals or companies or societies or trusts and not in the name of firms, minors or persons of unsound mind. Application from financial and market intermediary companies must be accompanied by Memorandum and Articles of Association and Certificate of Incorporation.

9. **An applicant cannot submit more than two applications, one in his/her own name and another jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the application.**

10. No receipt will be issued for the payment made with Application, but the bankers will issue a provisional acknowledgment to the Issue for Application lodged with them.

11. In the case of non-allotment of securities, if the applicants' bank accounts as mentioned in their IPO Application Forms are maintained with the Bankers to the Issue, refund amount of those applicants will be directly credited into the respective bank accounts as mentioned in their IPO Application Forms. Otherwise, refund will be made only through "Account Payee" cheque(s) showing bank account number and the name of bank and branch as mentioned in the application payable at Dhaka or Chittagong, as the case may be.

12. Allotment shall be made solely in accordance with the instructions of the Bangladesh Securities and Exchange Commission (BSEC).

13. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.

14. Applications, which do not meet the above requirements, or Applications, which are incomplete, shall not be considered for allotment purpose.

15. The Banker's to the Issue shall be obliged to receive the A/C Payee Cheque(s) on the closing day of the subscription of the IPO.

16. **No sale of securities shall be made nor shall any money be taken from any person, in connection with such sale until 25(twenty five) days after the prospectus has been published.**

17. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money too.**

Bankers to the issue:

BRAC Bank Limited

Agrabad Br., Ctg.	Bogra Br., Bogra	Gulshan Br., Dhaka	Manda Br., Dhaka	Rajshahi Br., Rajshahi
Asad Gate Br., Dhaka	CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Mirpur Br., Dhaka	Rampura Br.,Dhaka
Banani Br., Dhaka	Donia Br., Dhaka	Jessore Br., Jessore	Momin Road Br., Ctg.	Shyamoli Br., Dhaka
Barisal Br., Barisal	Eskaton Br., Dhaka	Kazirdeuri Br., Ctg.	Narayanganj Br., Narayanganj	Uttara Br., Dhaka
Bashundhara Br., Dhaka	Graphics Building Br., Dhaka	Khulna Br., Khulna	Nawabpur Br., Dhaka	Zindabazar Br., Sylhet

Southeast Bank Limited

Principal Br.,Dhaka	Agargaon Br., Dhaka	Rangpur Br., Rangpur	Mohammadpur Br., Dhaka	Sir Iqbal Road Br., Khulna
Agrabad Br., Ctg.	Chhagalnaiya Br., Feni	Ashulia Br. (Rural), Dhaka	Naogaon Br., Naogaon	Dakhin Khan Br., Dhaka
Khatunganj Br., Ctg.	Cox's Bazar Br., Ctg.	Bashurhat Br., Noakhali	Comilla Br., Comilla	Mohakhali Br., Dhaka
Laldighirpaar Br., Sylhet	Bandar Bazar Br., Sylhet	Chowmuhani Br., Noakhali	Pragati Sarani Br., Dhaka	Pahartali Br., Ctg.
Imamganj Br., Dhaka	Banani Br., Dhaka	Hemayetpur Br.,Saver,Dhaka	Brahmanbaria, B,Baria	Narayanganj Br., Narayanganj
Bangshal Br., Dhaka	Banasree Br., Dhaka	Tangail Br., Tangail	Oxygen More Br., Ctg.	Bogra Br., Bogra
Jubilee Road Br., Ctg.	Feni Br., Feni	Corporate Br., Dhaka	Chapainawabganj Br., Rajshahi	Savar Br., Dhaka
Moulvibazar Br., Sylhet	CDA Avenue Br., Ctg.	Barisal Br., Barisal	Rokeya Sarani Br., Dhaka	Mouchak Br., Dhaka
Gulshan Br., Dhaka	Hetimgonj Br., Sylhet	Tongi Br.,Gazipur	Dinajpur Br., Dinajpur	Konabari Br., Gazipur
Khulna Br., Khulna	Joypara Br., Dhaka	Bashundhara Br., Dhaka	Islampur Br., Dhaka	Momin Road Br., Ctg.
Dhanmondi Br., Dhaka	Kakrail Br., Dhaha	Rajshahi Br., Rajshahi	Dhania Br., Dhaka	Madambibir Hat Br., Ctg.
Uttara Br., Dhaka	Madhabdi Br., Narshingdi	Sat Mashjid Road Br., Dhaka	Rupnagar Br., Dhaka	Joydebpur Br., Gazipur,Dhaka
Narsingdi Br., Narsingdi				

Investment Corporation of Bangladesh

Barisal Br., Brisal	Ctg. Br., Ctg.	Khulna Br., Khulna	Rajshahi Br., Rajshahi	Sylhet Br., Sylhet
Bogra Br., Bogra	Local Office, Dhaka	Head Office, Dhaka		

One Bank Limited

Agrabad Br., Ctg.	Chandragonj Br., Lakshmipur	Islampur Sylhet Br.	Laldighirpar Br., Sylhet	Rajshahi Br., Rajshahi
Amishapara Br., Noakhali	Chowmuhuni Br., Noakhali	Jagannathpur Br., Dhaka	Madhabdi Br., Narsingdi	Ramganj Br., Laxmipur
Anderkilla Br., Ctg.	Comilla Br., Comilla	Jatrabari Br., Dhaka	Maijdee Court Br., Noakhali	Rangamati Br., Rangamati
Anowara Br., Ctg.	Cox'S Bazar Br., Ctg.	Jessore Br., Jessore	Mandari Bazar Br., Lakshmippur	Rangpur Br., Rangpur
Banani Br., Dhaka	Dagon Bhuiyan Br., Feni	Joypara Br., Dohar, Dhaka	Mirpur Br., Dhaka	Ranirhat Br., Rangunia, Ctg.
Banasree Br., Dhaka	Dhanmondi Br., Dhaka	Jubille Road Br., Ctg.	Mithachara Br., Ctg.	Raozan Br., Raozan, Ctg.
Bangshal Br., Dhaka	Dovashi Bazar Br., Ctg.	Kakrail Br., Dhaka	Moghbazar Br., Dhaka	Ring Road Br., Shamoli, Dhaka
Bashabo Br., Dhaka	Elephant Road Br., Dhaka	Kawran Bazar Br., Dhaka	Motijheel Br., Dhaka	Satkhira Br., Satkhira.
Boalkhali Br., Boalkhali, Ctg.	Feni Br., Feni	Khatungonj Br., Ctg.	Nanupur Bazar Br., Ctg.	Shahjadpur SME/Agriculture Br., Sirajgonj
Barisal Br., Barisal	Ganakbari (EPZ) Br., Savar, Dhaka	Khulna Br., Khulna	Narayangonj Br., Narayangonj,	Sherpur Br., Moulvi Bazar
Bogra Br., Bogra	Gulshan Br., Dhaka	Kushtia Br., Kushtia	Nawabgonj Br., Dhaka	Sirajgonj Br., Sirajgonj
Brahmanbaria Br., Brahmanbaria	Halishahar Br., Ctg.	Laksham Br., Comilla	Principal Br., Dhaka	Sitakunda Br., Sitakunda, Chttg.
CDA Avenue Br., Ctg.	Hathazari Br., Ctg.	Lakshmipur SME/Agriculture Br.	Progoti Shahrani Br., Dhaka	Sylhet Br., Sylhet
Chandgaon Br., Ctg.	Imamganj Br., Dhaka	Lalbagh Br., Dhaka	Raipur Br., Laxmipur	Tipu Sultan Road Br., Dhaka
Tongi SME/Agriculture Br., Dhaka	Uttara Br., Dhaka			

National Bank Limited

Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Muradpur Br., Ctg.	Rokeya Sarani Br., Dhaka
Anderkilla Br., Ctg.	Dilkhusha Br., Dhaka	Kawran Bazar Br., Dhaka	Mymensingh Br., Mymensingh	S.K. Mojib Road Br., Ctg.
Asadgate Brabch, Dhaka	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Narayanganj Br., Narayanganj	Savar Bazar Br., Savar
Babubazar Br., Dhaka	Goalchamat Br., Faridpur	Khulna Br., Khulna	Narsingdi Br., Narsingdi	Simanto Square Br., Dhaka
Banani Br., Dhaka	Feni Br., Feni	Kishorgonj Br., Kishorgonj	Netaiganj Br., Narayanganj	Sunamgonj Br., Sunamgonj
Bangshal Road Br., Dhaka	Foreign Exchange Br., Dhaka	Lake Circus Br., Dhaka	New Eskaton Br., Dhaka	Sylhet Br., Sylhet
Barisal Br., Brisal	Gazipur Br., Gazipur	Malibagh Br., Dhaka	North Book Hall Br., Dhaka	Tangail Br., Tangail
Bogra Br., Bogra	Gulshan Br., Dhaka	Mirpur Br., Dhaka	Pagla Bazar Br., Narayanganj	Tongi Br., Gazipur
CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Moakhali Br., Dhaka	Pahartali Br., Ctg.	Uttara Br., Dhaka
Chawk Bazar Br., Ctg.	Imamganj Br., Dhaka	Mohammadpur Br., Dhaka	Progoti Sarani Br., Dhaka	Z.H. Sikder M.C Br., Dhaka
Chowmuhani Br., Noakhali	Islampur Br., Dhaka	Motijheel Br., Dhaka	Rajshahi Br., Rajshahi	
Comilla Br., Comilla	Jatrabari Br., Dhaka	Moulvibazar Br., Moulvibazar	Rangpur Br., Rangpur	

Bank Asia Limited

Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	MCB Dilkusha Br., Dhaka	Paltan Br., Dhaka	Strand Road Br., Ctg
Anderkilla Br., Ctg.	Gulshan Br., Dhaka	MCB Sk. Mujib Road Br., Ctg.,	Principal Office Br., Dhaka	Sylhet Main Br., Sylhet
Bahadderhat Br., Ctg	Jessore Br., Ctg.	Mirpur Br., Dhaka	Progoti Sarani Br., Dhaka	Sylhet Uposhahar Br.
Bashundhara Br., Dhaka	Kamal Bazar Br., Ctg.	Mitford Br., Dhaka	Rajshahi Br., Rajshahi	Station Road Br., Ctg.
Bogra Br., Bogra	Khatunganj Br., Ctg.	Moghbazar Br., Dhaka	Scotia Br., Dhaka	Uttara Br., Dhaka
CDA Avenue Br., Ctg.	Khulna Br., Khulna	Mohakhali Br., Dhaka	Shantinagar Br., Dhaka	
Shyamoli Br., Dhaka.	Corporate Br., Dhaka	MCB Banani Br., Dhaka	North South Road Br., Dhaka	

Mutual Trust Bank Limited

Alankar Mour Br., Ctg.	Cox's Bazar Br., Cox's Bazar	Jessore Br., Jessore	MTB Corporate Center Br., Dhaka	Raipur Br., Laxmipur
Aman Bazar Br., Ctg.	Dagonbhuiyan Br., Feni	Joypurhat Br., Joypurhat	Mymensingh Br., Mymensingh	Rajshahi Br., Rajshahi
Babu Bazar Br., Dhaka	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Mirpur Br., Dhaka	Rangpur Br., Rangpur
Banani Br., Dhaka	Dilkusha Br., Dhaka	Kakrail Br., Dhaka	Naogaon Br., Naogaon	Sarulia Bazar Br., Dhaka
Baridhara Br., Dhaka	Dinajpur Br., Dinajpur	Kamrangir Char Br., Dhaka	Narayangonj Br., Narayangonj	Shah Mokhdum Avenue Br., Dhaka
Bashundhara Br., Dhaka	Dania Br., Dhaka	Kapasia Br., Gazipur, Dhaka	Nazirhat Br., Ctg.	Shahparan Gate Br., Sylhet
Bogra Br., Bogra	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Pabna Br., Pabna	Sreenagar Br., Dhaka
Brahmanbaria Br., Brahmanbaria	Feni Br., Feni	Kushtia Br., Kushtia	Pallabi Br., Dhaka	Sylhet Br., Sylhet
Chandra Br., Dhaka	Gobindaganj Br., Gobindaganj	Kalurghat I/A Br., Ctg.	Panthapath Br., Dhaka	Sirajganj Br., Rajshahi
Chawk Moghaltuli Br., Dhaka	Gulshan Br., Dhaka	Mohammadpur Br., Dhaka	Principal Br., Dhaka	Thakurgaon Br., Thakurgaon
Comilla Br., Comilla	Habigonj Br., Habigonj	Moulvi Bazar Br., Sylhet	Progati Sarani Br., Dhaka	Tongi Br., Dhaka
Uttara Model Town Br., Dhaka				

The City Bank Limited

Agrabad Br., Ctg.	Bogra Br., Bogra	Johnson Road Br., Dhaka	Nawabgonj Br., Dhaka	Rangpur Br., Rangpur
Amborkahana Br., Sylhet	Comilla Br., Comilla	Jubilee Raod Br., Ctg.	Nawabpur Br., Dhaka	Shyamoli Br., Dhaka
Andarkilla Br., Ctg.	Cox's Bazar Br., Ctg.	Kawran Bazar Br., Dhaka	New Market Br., Dhaka	Sirajgonj Br., Sirajgonj
B B Avenue Br., Dhaka	Dhanmondi Br., Dhaka	Khatungonj Br., Ctg.	Pahartoli Br., Ctg.	Tongi Br., Gazipur
Bandar Bazar Br., Sylhet	Imamgonj Br., Dhaka	Khulna Br., Khulna	Pragati Sarani Br., Dhaka	VIP Road Br., Dhaka
Bangabandhu Road Br., Narayangonj	Islampur Br., Dhaka	Moulovi Bazar Br., Sylhet	Principal Office Br., Dhaka	Zinda Bazar Br., Sylhet
Barisal Br., Barisal	Jessore Br., Jessore	Narshingdi Br., narshingdi	Rajshahi Br., Rajshahi	Zinzira Br., Dhaka

SBAC Bank Limited

Principal Br., Dhaka	Hemayetpur Br., Savar, Dhaka	Khulna Br., Khulna	Gulshan Br., Dhaka	Keraniganj Br., Dhaka
Agrabad Br., Ctg.	Bhatiari Br., Ctg.	Katakhali Br., Bagerhat	Uttara Br., Dhaka	Velanagar Br., Narshindi
Ashulia Br., Dhaka	Imamganj Br., Dhaka			

"শেয়ার বাজারে বিনিয়োগ ঝুঁকিপূর্ণ, জেনে ও বুঝে বিনিয়োগ করুন।"

"INTERESTED PERSONS ARE ENTITLED TO A PROSPECTUS, IF THEY SO DESIRE, COPIES OF PROSPECTUS MAY BE OBTAINED FROM THE ISSUER AND THE ISSUE MANAGER"

C & A TEXTILES LIMITED

Application Form

APPLICATION FOR SHARES BY NON-RESIDENT BANGLADESHI(S)

(To be sent to the Company's Head Office)

Warning: Please read the instructions on the back of this form. Incorrectly filled applications or application failing to comply with any of the instructions therein may be rejected.

Managing Director
C & A TEXTILES LIMITED
House # 127 (2nd Floor), Road # 10,
Block # C, Niketon, Gulshan-1, Dhaka-1212

Banker's Sl. No.

Dear Sir,

I/we apply for and request you to allot me/us the ………. numbers of Shares and I/we agree to accept the same or any smaller number that may be allotted to me / us upon the terms of the Company's Prospectus approved by the Bangladesh Securities and Exchange Commission subject to the Memorandum and Articles of Association of the company. Further, I/we authorize you to place my /our name (s) on the Register of Member (s) of the Company and deposit the said ordinary Shares in my/our Beneficiary Owner (BO) Account and/or a Crossed (A/C Payee Only)Cheque inrespect ofany applicationmoney refundable by post/courier at my/our risk to the first applicant's address stated bellow:

1. No. of ordinary shares ……….. of **Tk. 10.00** each at par.
2. Total subscription money of the amount of TK. (in figure) …………………………..…. BDT (in words) ……………………..only convertible into US Dollar 1.00 = BDT…………., and UK Pound Sterling 1.00= BDT…………………..and Euro 1.00 = BDT………………………Payment by Draft/Cheque No……………………………date…………………………………for US Dollar/UK Pound Sterling/Euro BDT………………………………………………….drawn on…………………………………………Bank………………………………Branch.

3. Payment by Draft/Check No……………….. date………………………… For US Dollar/UK Pound Sterling/EURO/Tk………………………………….. drawn on ……………………………………….. Bank………………………………………… Branch…………………………………………………………

4. Beneficiary Owner (BO) Account No.

(If you do not mention your valid BO account, your application will be treated as invalid.)

5. I/we agree to fully abide by the instruction given herein.

6. Particulars of Applicant(s):
a) Sole/First Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:	Nationality:	Telephone No. (If any):
Passport No.:	Valid up to:	Date of Birth:
For Refunds: Please write the correct and full name of bank and branch (Application will not be treated as valid if any one uses a nonscheduledbank. Applicants are requested not to use the name of any non-scheduled bank).		
For Refund Warrant: Applicant's Bank A/CNo.:		
Name of the Bank:	**Branch:**	

The Applicant shall provide with the same Bank Account number in the application form as it is in the BO account of the applicant. Otherwise the application will be considered invalid and the subscription money may be forfeited.

b) Second Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:	Nationality:	Telephone No. (If any):
Passport No.:	Valid up to:	Date of Birth:

Nominee's Name:
Mailing Address:

7. I/we hereby declare that I/we have read the Prospectus of **C & A TEXTILES LIMITED** and have willingly subscribed for……….number of ordinary Shares of **Tk. 10/-** each per share on this form.

8. Specimen Signature(s):

1st Applicant: Name(in Block Letters)		Signature:
2nd Applicant: Name(in Block Letters)		Signature:
Nominee's Name: (in Block Letters)		Signature:

***Please see the instruction in paragraphs 14 & 15 for the evidence required to establish Non-Resident Bangladeshis Status.**

INSTRUCTIONS

1. As per provision of the Depository Act, 1999 and regulations made there under shares will only be issued in dematerialized condition. Please mention your BO (Beneficiary Owner) account number in the Application Form. If you do not mention your valid BO (Beneficiary Owner) account, your application will be treated as invalid.
2. All information must be written or typed in block letters in English and must not be abbreviated.
3. An application must not be for less than **500** Ordinary Shares and must be for a multiple of **500** ordinary shares. Any application not meeting this criterion will not be considered for allotment purpose.
4. An application must be accompanied by a foreign demand draft drawn on a bank payable at Dhaka or cheque drawn out of foreign currency deposit account maintained in Bangladesh for the full value of shares favoring **"C & A TEXTILES LIMITED"** and crossed **"Account Payee only".**
5. An application shall be sent by the applicant directly to the Company within **November 13, 2014** so as to reach the Company within **November 22, 2014.** Any Application sent after **November 13, 2014** or received by the Company after **November 22, 2014** will not be considered for allotment purpose.
6. Refund against over-subscription shall be made in the currency in which the value of shares was paid for by the applicant at the same rate as stated on the application form through Account Payee cheque payable at Dhaka with bank account number, Bank's name and Branch as indicated in the securities application form.
7. In case of over-subscription, allotment shall be made by lottery solely in accordance with the instructions by BSEC.
8. Money receipt on clearance of draft or cheque, as the case may be, shall be sent by post to the applicant by the Company.
9. **Joint application by two persons will be acceptable. In such a case, allotment or refund shall be made to the first applicant. Note that a non-resident Bangladeshi (NRB) applicant cannot submit more than two applications, one in his/her own name and another jointly with another person by one cheque/DD/PO by USD/GBP/EURO/BDT (supported by foreign currency encasement certificate, ORIGINAL). More than two applications by one cheque/DD/PO by USD/GBP/EURO/BDT (supported by foreign currency encasement certificate) will not be allowed.**
10. Application must be made by an individual, a corporation or company, a trust or a society and not by a firm, minor or persons of unsound mind.
11. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.
12. The intending NRB applicants shall deposit share money by US Dollar/UK Pound Sterling/EUROdemand draft drawn on any Bank and payable in Dhaka, Bangladesh, or through a nominee by paying out of foreign currency deposit account maintained in Bangladesh or in Taka, supported by foreign currency encashment certificate issued by the concerned bank, for the value of securities applied for through crossed bank cheque marking "Account Payee only". Such that the issuer's collecting bank can clear the proceeds and deposit the same into issuer bank's account in time.
13. The spot buying rate (TT Clean) in US Dollar, UK Pound Sterling and EURO of Sonali Bank as prevalent at the day of subscription opening will be applicable for the Non Resident Bangladeshi (NRB) applicants.
14. **The applicant shall furnish photocopies of relevant pages of valid passport(s) in support of his/her being a NRB, dual citizenship or of the foreign passport bearing an endorsement from the concerned Bangladeshi Embassy to the effect that no visa is required for him / her to travel to Bangladesh.**
15. In case of joint NRB application, joint applicants shall also submit supporting papers /documents in support of their being a NRB as mentioned in para-14 (above).
16. **An applicant cannot submit more than two applications, one in his/her own name and another jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**
17. **No sale of securities shall be made nor shall any money be taken from any person, in connection with such sale until 25 (twenty five) days after the prospectus have been published.**
18. In case of non-allotment of ordinary shares, if the applicants' bank accounts as mentioned in their Application Forms are maintained with any of the Bankers to the Issue, the refunded amount to those applicants will be directly credited into their respective bank accounts as mentioned in their Application Forms. Otherwise, refunds will be made only through "Account Payee" cheque(s) with bank account number and name of bank branch as mentioned in the application form, payable at Dhaka or Chittagong, Khulna, Barishal, Rajshahi, Sylhet or Bogra as the case may be.
19. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money too.**

THE NRB APPLICATION ALONG WITH THE FOREIGN CURRENCY DRAFT, AS ABOVE, IS TO BE SUBMITTED TO THE COMPANY'S HEAD OFFICE DIRECTLY WITHIN THE STIPULATED TIME MENTIONED IN PARA 5.

"শেয়ার বাজারে বিনিয়োগ ঝুঁকিপূর্ণ, জেনে ও বুঝে বিনিয়োগ করুন।"

"INTERESTED PERSONS ARE ENTITLED TO A PROSPECTUS, IF THEY SO DESIRE, COPIES OF PROSPECTUS MAY BE OBTAINED FROM THE ISSUER AND THE ISSUE MANAGER"

C & A TEXTILES LIMITED

Application Form

APPLICATION FOR SHARES BY AFFECTED SMALL INVESTORS (ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারী)

Warning: Please read the instructions on the back of this form. Incorrectly filled applications or application failing to comply with any of the instructions therein may be rejected.

Managing Director
C & A TEXTILES LIMITED
House # 127 (2nd Floor), Road # 10,
Block # C, Niketon, Gulshan-1, Dhaka-1212

Banker's Sl. No.

Dear Sir,

I/we apply for and request you to allot me/us the ………. numbers of Shares and I/we agree to accept the same or any smaller number that may be allotted to me / us upon the terms of the Company's Prospectus approved by the Bangladesh securities and Exchange Commission subject to the Memorandum and Articles of Association of the company. Further, I/we authorize you to place my /our name (s) on the Register of Member (s) of the Company and deposit the said ordinary Shares in my/our Beneficiary Owner (BO) Account and/or a Crossed (A/C Payee Only) Cheque in respect of any application money refundable by post/courier at my/our risk to the first applicant's address stated bellow:

1. No. of ordinary shares ………… of **Tk. 10.00** each at par.
2. Total subscription money of the amount of Tk. (in figure) ………………. (in words)……………………………………..…………. only deposited vide Cash/Cheque/ Draft/Pay Order No. …………………………..…………Dated…..on..……………………………..……....Bank Limited ……..………..……Branch.

3. Beneficiary Owner (BO) Account No.

(If you do not mention your valid BO account, your application will be treated as invalid.)

4. I/we agree to fully abide by the instruction given herein.

5. Particulars of Applicant(s):

a) Sole/First Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:	Nationality: BANGLADESHI	Telephone No. (If any):
For Refund Warrant: Please write the correct and full name of bank and branch. (Application will not be treated as valid if anyone uses a non-scheduled bank. To avoid this complication, investors are requested not to use the name of any non-scheduled bank)		
For refund purpose: I/We want refund through □ Bank Account* □ Hand Delivery/Courier (Please put tick mark in which refund will be made).The Applicant shall provide with the same Bank Account number in the application form as it is in the BO account of the applicant. Otherwise the application will be considered invalid and the subscription money may be forfeited.		
For Refund Warrant: Applicant's Bank A/CNo.:		
Name of the Bank:	**Branch:**	

b) Second Applicant:

Name: Mr./Mrs./Ms.		
Father's /Husband's Name:		
Mother's Name:		
Postal Address:		
Occupation:-	Nationality: BANGLADESHI	Telephone No. (If any):

6. I/we hereby declare that I/We have read the Prospectus of **C & A TEXTILES LIMITED** and have willingly subscribed for…………… number of Ordinary Shares of **Tk.10/-** each per share on this form.

7. Specimen Signature(s):

1st Applicant: Name(in Block Letters)		Signature:
2nd Applicant: Name(in Block Letters)		Signature:

**In case of deposit in to the applicants Bank Account, the applicant will bear the applicable charge, if any, of the applicants banker and the issuer shall simultaneously issue a letter of intimation to the applicant containing, among others, the date and the amount remitted with details of the bank through and to which bank such remittance has been effected.*

………

BANKER'S ACKNOWLEDGEMENT

Certified that this Bank has received Tk. (in figure) ……………………… In word.. only from Mr./Mrs./Ms. …………..….................……………………………………………………………………….……………… being the Application Money for ……………………………….. Nos. Ordinary Shares of **C & A TEXTILES LIMITED.**

Banker's Sl. No.	Seal and Date	Authorized Signature (Name & Designation)

INSTRUCTIONS

1. As per provision of the Depository Act, 1999 and regulations made there under shares will only be issued in dematerialized condition. Please mention your BO (Beneficiary Owner) account number in the Application Form. If you do not mention your valid BO (Beneficiary Owner) Account, your application will be treated as invalid.

2. All information must be typed or written in full (in block letters) in English or in Bengali and must not be abbreviated.

3. Application must be made on the Company's printed form/photocopy or on typed copy/hand written form thereof.

4. Application must not be for less than **500** ordinary shares and must be for a multiple of **500** ordinary shares. Any application not meeting these criterions will not be considered for allotment purpose.

5. Remittance for the full amount of the shares must accompany each application and must be forwarded to any of the Bankers' to the Issue. Remittance should be in the form of cash/cheque/bank draft/pay order payable to one of the Bankers' to the Issue favoring **"C & A TEXTILES LIMITED"** and crossed **"A/C Payee only"** and must be drawn on a bank in the same town as the bank to which the application form has been sent.

6. In the case of a joint application form, the Allotment letter will be dispatched to the person whose name appears first on this application form and where amount is refundable in whole or in part the same will be refunded by by Account Payee cheque by post/courier service to the person named first on this application form in the manner prescribed in the Prospectus.

7. Joint Application form for more than two persons will not be accepted. In case of joint Application, each party must sign the Application Form.

8. Applications must be in the full name of individuals or companies or societies or trusts and not in the name of firms, minors or persons of unsound mind. Application from financial and market intermediary companies must be accompanied by Memorandum of Association and Articles of Associations and Certificate of Incorporation.

9. **An applicant cannot submit more than two applications, one in his/her own name and another jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.**

10. No receipt will be issued for the payment made with application, but the bankers will issue a provisional acknowledgement to the issue for application lodged with them.

11. In the case of non-allotment of securities, if the applicants' bank accounts as mentioned in their IPO Application Forms are maintained with the Bankers to the Issue, refund amount of those applicants will be directly credited into the respective bank accounts as mentioned in their IPO Application Forms. Otherwise, refund will be made only through "Account Payee" cheque(s) showing bank account number and name of bank and branch as mentioned in the application payable at Dhaka or Chittagong, as the case may be.

12. Allotment shall be made solely in accordance with the instructions of the Bangladesh Securities and Exchange Commission (BSEC).

13. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.

14. Applications which do not meet the above requirements, or applications, which are incomplete, shall not be considered for allotment purpose.

15. The Bankers' to the Issue shall be obliged to receive the A/C Payee Cheque(s) on the closing day of the subscription of the IPO.

16. **No sale of securities shall be made nor shall any money be taken from any person, in connection with such sale until twenty five days after the prospectus have been published.**

17. **The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% (fifteen) of their subscription money too.**

18. **তালিকাভুক্ত ক্ষতিগ্রস্থ ক্ষুদ্র বিনিয়োগকারীগণ সকল পাবলিক ইস্যুতে একক অথবা যৌথ হিসাবের যে কোনটি অথবা উভয়টি হতে সংরক্ষিত ২০% কোটায় আবেদন করতে পারবেন । তবে ইচ্ছা করলে ক্ষতিগ্রস্থ সংরক্ষিত ২০% কোটায় আবেদন না করে সাধারন বিনিয়োগকারীদের জন্য নির্ধারিত কোটায়ও আবেদন করতে পারবেন ।"**

Bankers to the issue:

BRAC Bank Limited				
Agrabad Br., Ctg.	Bogra Br., Bogra	Gulshan Br., Dhaka	Manda Br., Dhaka	Rajshahi Br., Rajshahi
Asad Gate Br., Dhaka	CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Mirpur Br., Dhaka	Rampura Br.,Dhaka
Banani Br., Dhaka	Donia Br., Dhaka	Jessore Br., Jessore	Momin Road Br., Ctg.	Shyamoli Br., Dhaka
Barisal Br., Barisal	Eskaton Br., Dhaka	Kazirdeuri Br., Ctg.	Narayanganj Br., Narayanganj	Uttara Br., Dhaka
Bashundhara Br., Dhaka	Graphics Building Br., Dhaka	Khulna Br., Khulna	Nawabpur Br., Dhaka	Zindabazar Br., Sylhet

Southeast Bank Limited				
Principal Br.,Dhaka	Agargaon Br., Dhaka	Rangpur Br., Rangpur	Mohammadpur Br., Dhaka	Sir Iqbal Road Br., Khulna
Agrabad Br., Ctg.	Chhagalnaiya Br., Feni	Ashulia Br. (Rural), Dhaka	Naogaon Br., Naogaon	Dakhin Khan Br., Dhaka
Khatunganj Br., Ctg.	Cox's Bazar Br., Ctg.	Bashurhat Br., Noakhali	Comilla Br., Comilla	Mohakhali Br., Dhaka
Laldighirpaar Br., Sylhet	Bandar Bazar Br., Sylhet	Chowmuhani Br., Noakhali	Pragati Sarani Br., Dhaka	Pahartali Br., Ctg.
Imamganj Br., Dhaka	Banani Br., Dhaka	Hemayetpur Br.,Saver,Dhaka	Brahmanbaria, B,Baria	Narayanganj Br., Narayanganj
Bangshal Br., Dhaka	Banasree Br., Dhaka	Tangail Br., Tangail	Oxygen More Br., Ctg.	Bogra Br., Bogra
Jubilee Road Br., Ctg.	Feni Br., Feni	Corporate Br., Dhaka	Chapainawabganj Br., Rajshahi	Savar Br., Dhaka
Moulvibazar Br., Sylhet	CDA Avenue Br., Ctg.	Barisal Br., Barisal	Rokeya Sarani Br., Dhaka	Mouchak Br., Dhaka
Gulshan Br., Dhaka	Hetimgonj Br., Sylhet	Tongi Br.,Gazipur	Dinajpur Br., Dinajpur	Konabari Br., Gazipur
Khulna Br., Khulna	Joypara Br., Dhaka	Bashundhara Br., Dhaka	Islampur Br., Dhaka	Momin Road Br., Ctg.
Dhanmondi Br., Dhaka	Kakrail Br., Dhaha	Rajshahi Br., Rajshahi	Dhania Br., Dhaka	Madambibir Hat Br., Ctg.
Uttara Br., Dhaka	Madhabdi Br., Narshingdi	Sat Mashjid Road Br., Dhaka	Rupnagar Br., Dhaka	Joydebpur Br., Gazipur,Dhaka
Narsingdi Br., Narsingdi				

Investment Corporation of Bangladesh				
Barisal Br., Brisal	Ctg. Br., Ctg.	Khulna Br., Khulna	Rajshahi Br., Rajshahi	Sylhet Br., Sylhet
Bogra Br., Bogra	Local Office, Dhaka	Head Office, Dhaka		

One Bank Limited				
Agrabad Br., Ctg.	Chandragonj Br., Lakshmipur	Islampur Sylhet Br.	Laldighirpar Br., Sylhet	Rajshahi Br., Rajshahi
Amishapara Br., Noakhali	Chowmuhuni Br., Noakhali	Jagannathpur Br., Dhaka	Madhabdi Br., Narsingdi	Ramganj Br., Laxmipur
Anderkilla Br., Ctg.	Comilla Br., Comilla	Jatrabari Br., Dhaka	Maijdee Court Br., Noakhali	Rangamati Br., Rangamati
Anowara Br., Ctg.	Cox'S Bazar Br., Ctg.	Jessore Br., Jessore	Mandari Bazar Br., Lakshmippur	Rangpur Br., Rangpur
Banani Br., Dhaka	Dagon Bhuiyan Br., Feni	Joypara Br., Dohar, Dhaka	Mirpur Br., Dhaka	Ranirhat Br., Rangunia, Ctg.
Banasree Br., Dhaka	Dhanmondi Br., Dhaka	Jubille Road Br., Ctg.	Mithachara Br., Ctg.	Raozan Br., Raozan, Ctg.
Bangshal Br., Dhaka	Dovashi Bazar Br., Ctg.	Kakrail Br., Dhaka	Moghbazar Br., Dhaka	Ring Road Br., Shamoli, Dhaka
Bashabo Br., Dhaka	Elephant Road Br., Dhaka	Kawran Bazar Br., Dhaka	Motijheel Br., Dhaka	Satkhira Br., Satkhira.
Boalkhali Br., Boalkhali, Ctg.	Feni Br., Feni	Khatungonj Br., Ctg.	Nanupur Bazar Br., Ctg.	Shahjadpur SME/Agriculture Br., Sirajgonj
Barisal Br., Barisal	Ganakbari (EPZ) Br., Savar, Dhaka	Khulna Br., Khulna	Narayanganj Br., Narayangonj,	Sherpur Br., Moulvi Bazar
Bogra Br., Bogra	Gulshan Br., Dhaka	Kushtia Br., Kushtia	Nawabgonj Br., Dhaka	Sirajgonj Br., Sirajgonj
Brahmanbaria Br., Brahmanbaria	Halishahar Br., Ctg.	Laksham Br., Comilla	Principal Br., Dhaka	Sitakunda Br., Sitakunda, Chttg.
CDA Avenue Br., Ctg.	Hathazari Br., Ctg.	Lakshmipur SME/Agriculture Br.	Progoti Shahrani Br., Dhaka	Sylhet Br., Sylhet
Chandgaon Br., Ctg.	Imamganj Br., Dhaka	Lalbagh Br., Dhaka	Raipur Br., Laxmipur	Tipu Sultan Road Br., Dhaka
Tongi SME/Agriculture Br., Dhaka	Uttara Br., Dhaka			

National Bank Limited				
Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Muradpur Br., Ctg.	Rokeya Sarani Br., Dhaka
Anderkilla Br., Ctg.	Dilkhusha Br., Dhaka	Kawran Bazar Br., Dhaka	Mymensingh Br., Mymensingh	S.K. Mojib Road Br., Ctg.
Asadgate Brabch, Dhaka	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Narayanganj Br., Narayanganj	Savar Bazar Br., Savar
Babubazar Br., Dhaka	Goalchamat Br., Faridpur	Khulna Br., Khulna	Narsingdi Br., Narsingdi	Simanto Square Br., Dhaka
Banani Br., Dhaka	Feni Br., Feni	Kishorgonj Br., Kishorgonj	Netaiganj Br., Narayanganj	Sunamgonj Br., Sunamgonj
Bangshal Road Br., Dhaka	Foreign Exchange Br., Dhaka	Lake Circus Br., Dhaka	New Eskaton Br., Dhaka	Sylhet Br., Sylhet
Barisal Br., Brisal	Gazipur Br., Gazipur	Malibagh Br., Dhaka	North Book Hall Br., Dhaka	Tangail Br., Tangail
Bogra Br., Bogra	Gulshan Br., Dhaka	Mirpur Br., Dhaka	Pagla Bazar Br., Narayanganj	Tongi Br., Gazipur
CDA Avenue Br., Ctg.	Halishahar Br., Ctg.	Moakhali Br., Dhaka	Pahartali Br., Ctg.	Uttara Br., Dhaka
Chawk Bazar Br., Ctg.	Imamganj Br., Dhaka	Mohammadpur Br., Dhaka	Progoti Sarani Br., Dhaka	Z.H. Sikder M.C Br., Dhaka
Chowmuhani Br., Noakhali	Islampur Br., Dhaka	Motijheel Br., Dhaka	Rajshahi Br., Rajshahi	
Comilla Br., Comilla	Jatrabari Br., Dhaka	Moulvibazar Br., Moulvibazar	Rangpur Br., Rangpur	

Bank Asia Limited				
Agrabad Br., Ctg.	Dhanmondi Br., Dhaka	MCB Dilkusha Br., Dhaka	Paltan Br., Dhaka	Strand Road Br., Ctg
Anderkilla Br., Ctg.	Gulshan Br., Dhaka	MCB Sk. Mujib Road Br., Ctg.,	Principal Office Br., Dhaka	Sylhet Main Br., Sylhet
Bahadderhat Br., Ctg	Jessore Br., Ctg.	Mirpur Br., Dhaka	Progoti Sarani Br., Dhaka	Sylhet Uposhahar Br.
Bashundhara Br., Dhaka	Kamal Bazar Br., Ctg.	Mitford Br., Dhaka	Rajshahi Br., Rajshahi	Station Road Br., Ctg.
Bogra Br., Bogra	Khatunganj Br., Ctg.	Moghbazar Br., Dhaka	Scotia Br., Dhaka	Uttara Br., Dhaka
CDA Avenue Br., Ctg.	Khulna Br., Khulna	Mohakhali Br., Dhaka	Shantinagar Br., Dhaka	
Shyamoli Br., Dhaka.	Corporate Br., Dhaka	MCB Banani Br., Dhaka	North South Road Br., Dhaka	

Mutual Trust Bank Limited				
Alankar Mour Br., Ctg.	Cox's Bazar Br., Cox's Bazar	Jessore Br., Jessore	MTB Corporate Center Br., Dhaka	Raipur Br., Laxmipur
Aman Bazar Br., Ctg.	Dagonbhuiyan Br., Feni	Joypurhat Br., Joypurhat	Mymensingh Br., Mymensingh	Rajshahi Br., Rajshahi
Babu Bazar Br., Dhaka	Dhanmondi Br., Dhaka	Jubilee Road Br., Ctg.	Mirpur Br., Dhaka	Rangpur Br., Rangpur
Banani Br., Dhaka	Dilkusha Br., Dhaka	Kakrail Br., Dhaka	Naogaon Br., Naogaon	Sarulia Bazar Br., Dhaka
Baridhara Br., Dhaka	Dinajpur Br., Dinajpur	Kamrangir Char Br., Dhaka	Narayangonj Br., Narayangonj	Shah Mokhdum Avenue Br., Dhaka
Bashundhara Br., Dhaka	Dania Br., Dhaka	Kapasia Br., Gazipur, Dhaka	Nazirhat Br., Ctg.	Shahparan Gate Br., Sylhet
Bogra Br., Bogra	Elephant Road Br., Dhaka	Khatungonj Br., Ctg.	Pabna Br., Pabna	Sreenagar Br., Dhaka
Brahmanbaria Br., Brahmanbaria	Feni Br., Feni	Kushtia Br., Kushtia	Pallabi Br., Dhaka	Sylhet Br., Sylhet
Chandra Br., Dhaka	Gobindaganj Br., Gobindaganj	Kalurghat I/A Br., Ctg.	Panthapath Br., Dhaka	Sirajganj Br., Rajshahi
Chawk Moghaltuli Br., Dhaka	Gulshan Br., Dhaka	Mohammadpur Br., Dhaka	Principal Br., Dhaka	Thakurgaon Br., Thakurgaon
Comilla Br., Comilla	Habigonj Br., Habigonj	Moulvi Bazar Br., Sylhet	Progati Sarani Br., Dhaka	Tongi Br., Dhaka
Uttara Model Town Br., Dhaka				

The City Bank Limited				
Agrabad Br., Ctg.	Bogra Br., Bogra	Johnson Road Br., Dhaka	Nawabgonj Br., Dhaka	Rangpur Br., Rangpur
Amborkahana Br., Sylhet	Comilla Br., Comilla	Jubilee Raod Br., Ctg.	Nawabpur Br., Dhaka	Shyamoli Br., Dhaka
Andarkilla Br., Ctg.	Cox's Bazar Br., Ctg.	Kawran Bazar Br., Dhaka	New Market Br., Dhaka	Sirajgonj Br., Sirajgonj
B B Avenue Br., Dhaka	Dhanmondi Br., Dhaka	Khatungonj Br., Ctg.	Pahartoli Br., Ctg.	Tongi Br., Gazipur
Bandar Bazar Br., Sylhet	Imamgonj Br., Dhaka	Khulna Br., Khulna	Pragati Sarani Br., Dhaka	VIP Road Br., Dhaka
Bangabandhu Road Br., Narayangonj	Islampur Br., Dhaka	Moulovi Bazar Br., Sylhet	Principal Office Br., Dhaka	Zinda Bazar Br., Sylhet
Barisal Br., Barisal	Jessore Br., Jessore	Narshingdi Br., narshingdi	Rajshahi Br., Rajshahi	Zinzira Br., Dhaka

SBAC Bank Limited				
Principal Br., Dhaka	Hemayetpur Br., Savar, Dhaka	Khulna Br., Khulna	Gulshan Br., Dhaka	Keraniganj Br., Dhaka
Agrabad Br., Ctg.	Bhatiari Br., Ctg.	Katakhali Br., Bagerhat	Uttara Br., Dhaka	Velanagar Br., Narshindi
Ashulia Br., Dhaka	Imamganj Br., Dhaka			

New IPO Application Process

1. In addition to the existing IPO application process, applicants can also apply through their Stockbroker/Merchant Bankers in the following process:

Step-1 (Applicant)

a. Applicants other than Non-resident Bangladeshi (NRB) and Foreign applicants for public issue of securities shall submit application/instruction, within the subscription period, to the Stockbroker/ Merchant Banker where the applicant maintains BO account.

b. The application/instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time the applicant shall make the application money available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. Application/instructions shall be preserved by the same Stockbroker/Merchant Banker up to 6 months from listing of the securities with exchange.

Step-2 (Intermediary)

a. The Stockbroker/Merchant Banker shall maintain separate bank account only for this purpose namely "Public Issue Application Account". The Stockbroker/Merchant Banker shall verify the availability of fund and if find in order, block the customer account for an amount equivalent to the application money, accumulate all the application/instructions received up to the subscription closing date, deposit the amount in the "Public Issue Application Account" maintained with its bank, instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard. In case of application submitted by the Stock-dealer or the Merchant Banker's own portfolio, the application amount should also be transferred to the "Public Issue Application Account".

b. Banker of the Stockbroker/Merchant Banker shall block the account(s) as requested for, issue a certificate confirming the same and provide it to the respective Stockbroker/Merchant Banker. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and within 03 (three) working days from the subscription closing date, send it to the issuer both in electronic (text format with tilde '~' separator) and printed format along with the certificate issued by its banker.

Step-3 (Issuer)

a. The issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text format with tilde '~' separator) format in a CDROM to CDBL for verification. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not. Along with the verification report, CDBL shall provide the issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account Information and Bank Account Information. After receiving verification report and information from CDBL, the issuer shall scrutinize the applications, prepare category wise consolidated lists of the valid and invalid applications, submit status reports of subscription to the Commission and the stock exchanges and conduct lottery in line with the conditions of the consent letter.

b. Within 02 (two) working days of conducting lottery, the issuer shall:

   i. send the lists of the successful and unsuccessful applicants (other than NRB and foreign) in electronic (text format with tilde '~' separator) and printed format to the Stockbroker/Merchant Banker, request them to unblock the amount blocked earlier and remit the amount of successful applicants to the issuers respective Escrow Account opened for subscription purpose.

   ii. issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Stockbroker/Merchant Bankers. To credit the allotted shares to the respective BO accounts, the issuer shall send consolidated allotment data (BOID and number of securities) in text format in a CDROM to CDBL.

Step-4 (Intermediary)

a. On the next working day of receiving the documents from the issuer and issue manager, the stockbroker/Merchant Banker shall request its banker to release the amount blocked earlier and remit the aggregate amount of successful applicants deducting service charge to the 'Escrow' account of the issuer opened for the subscription purpose.

b. On the next working day of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the issuer's 'Escrow' account. Simultaneously, the stockbrokers/Merchant Bankers shall unblock the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked amounts. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions.

Miscellaneous:

a. The issuer and Issue Manager(s) shall jointly ensure compliance of the above.

b. The Stockbroker/Merchant Banker shall be entitled to service charge at a rate of 0.05% on the total amount of application money received by them. The service charge shall be paid by the issuer and deducted by the Stockbroker/Merchant Banker from the amount of successful applicants while remitting to the issuer. In case of shortage of the service charge, the Stockbroker/Merchant Banker shall send a bill to the issuer and the issuer shall pay it within 02 (two) working days. The Stockbroker/Merchant Banker shall provide the issuer with a statement of the remittance amount and the processing fee.

2. The above application process is a pilot project and optional for investors, i.e. investors can apply either following new process through stockbroker/merchant banker or in existing process through banker to the issue.

3. List of the Stockbroker/Merchant Bankers participating in the pilot project is given below. Only the applicants maintaining accounts with the Stockbroker/Merchant Bankers name contained in the list can apply through the new process.

List of the Stockbroker/Merchant Bankers to receive IPO applications:

DSE Stockbrokers

Sl. No.	Name of TREC Holder	TREC No.	Sl. No.	Name of TREC Holder	TREC No.
1	A. K. Khan Securities Ltd.	6	44	Mona Finan. Consultancy & Sec. Ltd.	164
2	International Leasing Securities Limited	9	45	Tobarrak Securities Ltd.	172
3	Brac epl stock brokerage ltd.	11	46	T. A. Khan Securities Co. Ltd.	174
4	MAH Securities Limited	13	47	BLI Securities Limited	175
5	Adil Securities Ltd.	17	48	Peoples Equities Ltd.	176
6	Greenland Equities Ltd.	18	49	Commerce Bank Securities and Investment Ltd.	180
7	Royal Capital Ltd.	21	50	UCB Capital Management Limited	181
8	Vision Capital Management Ltd.	24	51	Razzak Securities Ltd.	184
9	ETBL Securities & Exchange Ltd.	31	52	Delta Capital Limited	185
10	Daulatunnessa Equities Limited	37	53	G M F Securities Ltd.	186
11	Haji Ahmad Brothers Securities Ltd.	41	54	Globe Securities Limited	189
12	Rapid Securities Limited	42	55	Eminent Securities Ltd.	191
13	AB & Company Limited	43	56	DBL Securities Limited	193
14	M-Securities Ltd.	44	57	Parkway Securities Ltd.	194
15	SAHCO Securities Limited	46	58	MTB Securities Ltd.	197
16	Imtiyaz Husain Securities Limited	50	59	AD Holdings Limited	213
17	Mian Abdur Rashid Securities Ltd.	53	60	Pubali Bank Securities Ltd.	214
18	Shahjahan Securities Limited	64	61	Mika Securities Ltd.	215
19	ASENZ Securities Ltd.	65	62	BRB Securities Limited	220
20	Popular Equities Ltd.	68	63	Modern Securities Ltd.	229
21	Mohammad Talha & Co Ltd.	69	64	IIDFC Securities Limited	238
22	HAC Securities Limited	74	65	A N W Securities Ltd.	240
23	Asia Securities Ltd.	88	66	One Securities Ltd.	241
24	Uniroyal Securities Ltd.	89	67	Apex Investments Limited	7
25	Md. Fakhrul Islam Securities Ltd.	90	68	Alpha Equities Ltd.	56
26	SIBL Securities Ltd.	94	69	IDLC Securities Ltd.	58
27	Salta Capital Limited	95	70	Square Securities Management Ltd.	76
28	Jamal Ahmed Securities Ltd.	97	71	R. N. Trading Limited	78
29	Howlader Equity Services Limited	102	72	Alhaj Securities & Stocks Limited	93
30	Islami Bank Securities Limited	107	73	Remons Investment & Securities Ltd.	108
31	Ettihad Securities Ltd.	110	74	Midway Securities Ltd.	142
32	A N F Management Company Limited	117	75	Investment Promotion Services Limited	158
33	K-Securities and Consultants Ltd.	122	76	Oshadhi Securities Ltd.	208
34	Rose Securities Ltd.	125	77	United Financial Trading Co. Ltd.	227
35	Dynamic Securities Consultants Ltd.	126	78	Expo Traders Ltd.	230
36	LankaBangla Securities Ltd.	132	79	Popular Life Insurance Company Ltd.	232
37	Moshihor Securities Ltd.	134	80	Dhaka Securities Ltd.	239
38	Cosmopolitan Traders (Pvt.) Ltd.	146	81	NLI Securities Ltd.	244
39	Joytun Securities Intl. Ltd.	148	82	Shyamol Equity Management Limited	3
40	Shakil Rizvi Stock Ltd.	149	83	Phoenix Securities Limited	4
41	EMES Securities Ltd.	155	84	Crest Securities Ltd.	8
42	Standard Bank Securities Ltd.	156	85	Khwaja Equity Services Limited	10
43	Trustee Securities Ltd.	162	86	Pasha Capital Ltd.	12

Sl. No.	Name of TREC Holder	TREC No.	Sl. No.	Name of TREC Holder	TREC No.
87	ACE Capital Management Service Ltd.	16	131	City Brokerage Limited	145
88	Azam Securities Limited	19	132	Indicate Securities Consultants Ltd.	154
89	BDBL Securities Ltd.	20	133	Anwar Securities Ltd.	160
90	Ershad Securities Limited	23	134	Haji Mohammad Ali Securities Ltd.	165
91	Arena Securities Ltd.	25	135	Subvalley Securities Ltd.	168
92	EBL Securities Limited	26	136	Merchant Securites Limited	169
93	SAR Securities Ltd.	27	137	Shah Mohammad Sagir & Co. Ltd.	171
94	Sadeque Finance Management Ltd.	28	138	Hazrat Amanat Shah Securities Ltd.	173
95	Kazi Firoz Rashid Securities Limited	29	139	Anchor Securities Ltd.	177
96	Ibrahim Securities Limited	33	140	JKC Securities Ltd.	179
97	B & B Enterprise Limited	34	141	Nur-E-Alam Siddique & Company Ltd.	182
98	Rashid Investment Services Limited	35	142	C-Maart Securities Limited	183
99	Quayum Securities Limited	38	143	Jahan Securities Ltd.	195
100	Aries Securities Ltd.	48	144	Stock & Bond Limited	199
101	S. B. Securities Limited	51	145	Total Communication Ltd.	200
102	M. Zubair Securities Limited	52	146	AB Securities Ltd.	201
103	UGC Securities Limited	54	147	Prilink Securities Ltd.	202
104	Global Securities Ltd.	60	148	Modern Equity Limited	206
105	NCCB Securities & Financial Services Ltd.	61	149	United Enterprises & Co. Ltd.	207
106	E-Securities Ltd.	66	150	Mondol Securities Ltd.	209
107	Sinha Securities Limited	67	151	Wifang Securities Ltd.	210
108	First Capital Securities Ltd.	70	152	Sharp Securities Limited	216
109	Multi Securities & Services Limited	75	153	Rasti Securities Consultant Ltd.	217
110	Md. Sahidullah Securities Limited	91	154	A. L. Securities Ltd.	222
111	Dhanmondi Securities Ltd.	98	155	Mercantile Bank Securities Limited	224
112	Island Securities Ltd.	106	156	Shohrab Securities & Trade Ltd.	225
113	Unique Share Management Ltd.	109	157	FAREAST Stocks & Bonds Ltd.	226
114	Nouvelle Securities Ltd.	112	158	Akij Securities Ltd.	231
115	CMSL Securities Limited	113	159	Shahjalal Islami Bank Securities Ltd.	233
116	Ahmed Iqbal Hasan Securities Ltd.	114	160	AIBL Capital Market Services Ltd.	234
117	Nabiul Karim Securities Limited	115	161	PHP Stock & Securities Ltd.	235
118	Murshed Securities Limited	116	162	Premier Bank Securities Ltd.	236
119	Saad Securities Ltd.	118	163	Bank Asia Securities Limited	237
120	Dragon Securities Limited	119	164	Trust Bank Securities Ltd.	242
121	Sheltech Brokerage Limited	120	165	BD Sunlife Securities Ltd.	248
122	SCL Securities Limited	121	166	Sterling Stocks & Securities Ltd.	249
123	Shahed Securities Ltd	123	167	S & H Equities Limited	2
124	ICB Securities Trading Company Limited	129	168	Federal Securities And Investment Limited	45
125	Thea Securities Ltd.	130	169	H R Securities & Investments Limited	72
126	Harpoon Securities Ltd.	131	170	Prime Islami Securities Ltd.	104
127	Kazi Equities Ltd.	135	171	PFI Securities Limited	79
128	Securities Broking & Management Services Ltd.	136	172	Ali Securities Co. Limited	105
129	Al-Haja Jahanara Securities Ltd.	138	173	R N I Securities Ltd.	128
130	K.H.B. Securities Ltd.	143	174	Aloco Securities Ltd.	139

CSE Stockbrokers

Sl. No.	Name of the TREC Holder	TREC Holders No.	Sl. No.	Name of the TREC Holder	TREC Holders No.
1	Alpha Securities Ltd.	CSE 001	38	T.K. Shares & Securities Ltd.	CSE 069
2	ISPI Securities Limited	CSE 002	39	Ahmed Securities Services Ltd.	CSE 070
3	Meenhar Securities Limited	CSE 003	40	Sohel Securities Ltd.	CSE 076
4	South Asia Securities Limited	CSE 004	41	International Leasing Securities Limited	CSE 080
5	Island Securities Ltd.	CSE 005	42	DBL Securities Limited	CSE 081
6	Chittagong Capital Ltd.	CSE 006	43	Skys Securities Limited	CSE 084
7	Saya Securities Ltd.	CSE 010	44	Purabi Securities Ltd.	CSE 087
8	First Capital Securities Limited.	CSE 011	45	D. N. Securities Ltd.	CSE 089
9	BREC EPL Stock Brokerage Ltd.	CSE 013	46	LankaBangla Securities limited	CSE 091
10	UCB Capital Management Ltd.	CSE 015	47	Square Securities Management Ltd.	CSE 092
11	Adams Securities Limited	CSE 016	48	Holy City Securities Ltd.	CSE 093
12	North West Securities Ltd.	CSE 019	49	Inter Continental Securities Ltd.	CSE 094
13	EBL Securities Ltd.	CSE 021	50	PFI Securities Limited	CSE 095
14	Salta Capital Limited	CSE 022	51	International Securities Co. Ltd.	CSE 096
15	Uttara Exchange And Securities Limited	CSE 024	52	Multi Securities & Services Limited	CSE 097
16	Be Rich Limited	CSE 027	53	Mona Financial Consultancy and Securities Ltd.	CSE 103
17	RAK Capital Ltd.	CSE 028	54	Pubali Bank Securities Ltd.	CSE 105
18	PHP Stocks & Securities Ltd.	CSE 031	55	NC Securities Limited	CSE 107
19	Sylnet Securities Ltd.	CSE 033	56	Cordial Securities Limited	CSE 113
20	Pioneer Shares & Securities Ltd.	CSE 034	57	Hassan Shares & Securities Ltd.	CSE 114
21	Hillcity Securities Ltd.	CSE 037	58	Hallmark Securities Ltd.	CSE 117
22	S.R.Capital Ltd.	CSE 038	59	IDLC Securities Ltd.	CSE 119
23	Remons Investment & Securities Ltd.	CSE 042	60	Western Securities Investment Management Ltd.	CSE 120
24	United Financial Trading Company Ltd.	CSE 043	61	Far East Shares & Securities Ltd.	CSE 123
25	Kishwar Securities Investment Ltd.	CSE 047	62	Amin Securities & Consultants Ltd.	CSE 128
26	Impel Shares & Securities Ltd.	CSE 049	63	Phoenix Securities Limited	CSE 131
27	Mirpur Securities Limited	CSE 050	64	NCCB Securities and Financial Services Ltd.	CSE 132
28	E-Securities Limited	CSE 052	65	City Brokerage Ltd.	CSE 133
29	Royal Capital Limited	CSE 053	66	Shahjalal Islami Bank Securities Limited	CSE 134
30	Prime Financial Consultants & Equities Limited	CSE 055	67	Popular Life Insurance Company Ltd.	CSE 135
31	Kabir Securities Limited	CSE 056	68	Premier Leasing Securities Ltd.	CSE 136
32	Eastern Shares & Securities Ltd.	CSE 058	69	Fareast Stocks & Bonds Limited.	CSE 138
33	Reliance Securities Consultant Ltd.	CSE 059	70	AIBL Capital Market Services Ltd.	CSE 139
34	CMSL Securities Limited	CSE 061	71	SIBL Securities Limited	CSE 142
35	Prudential Capital Ltd.	CSE 062	72	Islami Bank Securities Ltd.	CSE 146
36	Associated Capital Securities Ltd.	CSE 063	73	ONE Securities Limited	CSE 148
37	Platinum Securities Limited	CSE 064			

Merchant Bankers

Sl. No.	Name of the Merchant Bankers
1	ICB Capital Management Ltd.
2	IDLC Investments Ltd.
3	EXIM Islami Investment Ltd.
4	Imperial Capital Limited
5	AFC Capital Ltd.
6	Prime Finance Capital Management Ltd.
7	FAS Capital Management Ltd.
8	Trust Bank Investment Limited
9	City Bank Capital Resources Ltd.
10	UniCap Investments Limited
11	SBL Capital Management Ltd.
12	Jamuna Bank Capital Management Ltd.
13	LankaBangla Investments Ltd.
14	EC Securities Limited
15	BLI Capital Limited
16	Prime Bank Investment Ltd.
17	AIBL Capital Management Ltd.
18	BRAC EPL Investments Limited
19	MTB Capital Ltd.
20	BMSL Investment Ltd.
21	EBL Investments Ltd.
22.	AAA Finance & Investment Limited.
23	PLFS Investments Ltd.
24.	Sonali Investment Ltd.
25.	IIDFC Capital Ltd.
26.	IL Capital Ltd.
27.	Grameen Capital Management Ltd.
28	Alpha Capital Management Ltd.
29	Rupali Investment Ltd.
30	Uttara Finance and Investment Ltd.
31	Green Delta Capital Ltd.
32	First Securities Services Ltd.
33	Southeast Bank Capital Services Ltd.
34	Janata Capital and Investment Ltd.
35	First Security Islami Capital & Investment Ltd.
36	Swadesh Investment Management Ltd.
37	BD Finance Capital Holdings Ltd.