PROSPECTUS

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

GREEN DELTA DRAGON
Asset Management Company Limited

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GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

INNOVATING SUCCESS

This Prospectus (“Prospectus”) is prepared by Green Delta Dragon Asset Management Company Limited to provide information about the Green Delta Dragon Enhanced Blue Chip Growth Fund to prospective investors. Prospective investors should read this Prospectus carefully and in full, before subscribing to units of Green Delta Dragon Enhanced Blue Chip Growth Fund.

DISCLAIMER

Investors in the Green Delta Dragon Enhanced Blue Chip Growth Fund incur market and investment risk and agree to invest in the Green Delta Dragon Enhanced Blue Chip Growth Fund at their own risk. The Green Delta Dragon Enhanced Blue Chip Growth Fund, Green Delta Dragon Asset Management Company Limited, Green Delta Insurance Company Limited and Dragon Capital Markets Limited in no way guarantee the outcome of investments made by investors into the GDD EBCGF. Nothing within this Prospectus constitutes or is intended to constitute financial, legal, taxation, investment, or any other advice to investors. Potential investors should consult with, and must rely on, their own professional tax, legal and investment advisers as to matters concerning the GDD EBCGF and their investment in Units of GDD EBCGF.

The information in this Prospectus is intended only for the attention of investors that are residents of jurisdictions where it can be lawfully disseminated and, in some jurisdictions, only for those categories of persons who are legally permitted to view such materials. It is each investor's responsibility to be aware of and to observe all applicable laws and regulations of his country of residence when making investments. If an investor is not permitted to view this Prospectus or has any doubt as to whether or not he is permitted to view this Prospectus, he should refrain from doing so and check with the applicable laws and regulations of his jurisdiction.

Green Delta Dragon Asset Management Company Limited gives no warranties to investors (express, implied, statutory or otherwise) as to the satisfaction, quality or fitness of the information herein, nor does it warrant to investors that the provisions of this Prospectus will be uninterrupted or free from errors or that any identified defect will be corrected. Green Delta Dragon Asset Management Company Limited has the right to suspend or withdraw all or any part of this Prospectus without prior notice at any time, with prior approval from the Trustee and BSEC.

Prospective investors should be aware that an investment in the GDD EBCGF carries an above-average degree of risk, and that the price of its Units may go up and down. The GDD EBCGF is only suitable for investment by investors who are aware of and understand the risks involved in investment in listed Securities and that are in a position to take such risks. Investors' attention is drawn to the section 4.5 in Chapter 4 of this Prospectus entitled "Primary Risk Factors & Risk Management ".

PROSPECTUS

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND (GDD EBCGF)

AN OPEN-END MUTUAL FUND

The particulars of Green Delta Dragon Enhanced Blue Chip Growth Fund have been prepared in accordance with সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001), as amended till date and filed with Bangladesh Securities and Exchange Commission (BSEC).

Initial Size of the Issue	:	BDT 500,000,000 (Bangladesh Taka five hundred million)
Total Number of Units	:	50,000,000 (fifty million)
Subscription Price	:	BDT 10 (Bangladesh Taka ten) per Unit
Initial Subscription Period Opens	:	11 June 2023
Sponsors' Contribution	:	BDT 50,000,000 (Bangladesh Taka fifty million)
Public Subscription Availability	:	BDT 450,000,000 (Bangladesh Taka four hundred fifty million)

Unless defined elsewhere in this Prospectus, all capitalized terms used in this Prospectus shall have the meanings assigned to them below in "Definitions & Elaborations".

Co-Sponsor
Green Delta Insurance Company Limited

Co-Sponsor
Dragon Capital Markets Limited

Asset Manager
Green Delta Dragon Asset Management Company Limited.

Trustee
Bangladesh General Insurance Company Limited

Custodian
BRAC Bank Limited

Auditor
A. Qasem & Co. Chartered Accountants

PROSPECTUS PUBLICATION DATE: 07 June 2023

"Investment in a mutual fund is subject to market and financial risks"

"পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।"

This Prospectus is available on the Green Delta Dragon Asset Management Company Limited website at www.greendeltadragon.com

EXECUTIVE SUMMARY

Green Delta Dragon Asset Management Company Limited (GDDA or Asset Manager) has been jointly mandated by Green Delta Insurance Company Limited (GDIC) and Dragon Capital Markets Limited (DCM) to establish a non-listed, Open-end Mutual Fund named Green Delta Dragon Enhanced Blue Chip Growth Fund, with an Initial Target Size of BDT 500,000,000- (Bangladesh Taka five hundred million). The Units of the GDD EBCGF are denominated in BDT, with face value of BDT 10- (Bangladesh Taka ten) per Unit at subscription.

GDIC is the largest general insurance company in Bangladesh, while DCM is a wholly owned Subsidiary of Dragon Capital Group, the largest and longest established private asset management group in Vietnam. Bangladesh General Insurance Company Limited has been appointed as the Trustee of the Fund and BRAC Bank Limited is its Custodian.

The GDD EBCGF is a 'continuous offer' mutual fund that allows investors to subscribe/purchase and sell Units at their discretion under the Fund's subscription/sale and repurchase procedures. The Fund shall offer electronic (online) subscription/sale and repurchase to accommodate investor transactions.

The GDD EBCGF shall invest in listed Blue-Chip Securities (equity and debt), bank deposits and other investments as permitted by the BSEC from time to time. Being a Growth Fund, GDD EBCGF intends to generate return primarily through capital appreciation. All potential investments made by the Fund will be screened for environmental, social and governance risks as an integral part of the Fund's investment process and portfolio composition. With a strong research-driven Investment Approach and investment ESG and liquidity pre-screening, the Fund is well suited for investors seeking sustainable capital appreciation.

The Investment Objective of the GDD EBCGF is to outperform the benchmark DS30 index return rate on an annual basis to the extent reasonably possible by focusing on select investments in the Securities of market leading companies, targeting capitalizations of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments of potential future market leaders.

Green Delta Dragon Asset Management Company Limited is a joint venture asset management company owned by Green Delta Insurance Company Limited, Dragon Capital Management (HK) Limited and Equinox Dhaka Limited (Equinox). Green Delta Insurance Company Limited is the largest general insurance company in Bangladesh, providing protection to over BDT 3 trillion (Bangladesh Taka three trillion), equivalent to around US$ 30 billion (United States Dollars thirty billion), of insured assets, while the Dragon Capital Group is the largest and longest established private asset management group in Vietnam with international and local assets under management of around US$ 5 billion (United States Dollars five billion). Equinox is an emerging market investment advisory firm, contributing knowledge from some of Bangladesh's most dynamic finance professionals. GDDA was established to bring innovation to investment product offerings within Bangladesh and to facilitate expansion of the capital market of Bangladesh. It is committed to providing high quality investment services to investors.

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FUND DIRECTORY

Sponsors	**Green Delta Insurance Company Limited** Green Delta AIMS Tower (6th Floor), 51-52, Mohakhali C/A, Bir Uttam AK Khandakar Rd, Dhaka 1212 Website: www.green-delta.com Phone: 09613-444888	**Dragon Capital Markets Limited** 190 Elgin Avenue, George Town, Grand Cayman, KY1-9008, Cayman Islands Website: www.dragoncapital.com Phone: +842838239355
Asset Manager	**Green Delta Dragon Asset Management Company Limited** Tower of Aakash, 18th Floor 54 Gulshan Avenue, Dhaka 1212 Website: www.greendeltadragon.com Phone: +880248812723	
Trustee	**Bangladesh General Insurance Company Limited** 42, Dilkusha C/A Dhaka-1000 Website: www.bgicinsure.com Phone: 02223383056-8	
Custodian	**BRAC Bank Limited** Head Office, Anik Tower 220/B, Gulshan Tejgaon Industrial Area, Tejgaon, Dhaka 1208 Website: www.bracbank.com Phone: +88 02 8801301-32	
Auditor	**A. Qasem & Co. Chartered Accountants** Suits# 1-3, Level #7, Gulshan Pink City Shopping Mall Plot #15, Road #103, Gulshan Avenue, Dhaka 1212 Website: www.aqcbd.com Phone: +880-2-8881824-6	
Legal Advisor	**Syed Ishtiaq Ahmed & Associates** Concord Avilash (1st Floor), House 62, Road 11A Dhanmondi, Dhaka-1209, Bangladesh Website: www.siaalaw.com Phone: +8800-2-58151535, +880-2-9550479	
Banker	**BRAC Bank Limited** Head Office, Anik Tower; 220/B Gulshan Tejgaon Industrial Area, Tejgaon, Dhaka 1208 Website: www.bracbank.com Phone: +88 02 8801301-32	
Selling Agents	**Green Delta Securities Limited** **BRAC EPL Stock Brokerage Limited** **Bangladesh Finance Capital Limited** **Shanta Securities Ltd**	

For queries, please contact the Asset Manager - Green Delta Dragon Asset Management Company Limited

DEFINITIONS & ELABORATIONS

In this Prospectus, unless there is anything repugnant to the subject or context, the following terms whenever used shall have the meanings indicated below:

“Acknowledgement Certificate”	:	certificate provided to an investor by GDD EBCGF during the Initial Subscription Period acknowledging the subscription amount received from him;
“Act”	:	বাংলাদেশ সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন ১৯৯৩ (Bangladesh Securities and Exchange Commission Act 1993);
“Applicable Law”	:	the laws and any other regulations having the force of law in Bangladesh as they may be issued and are in force from time to time;
“Asset Manager” or “GDDA”	:	Green Delta Dragon Asset Management Company Limited;
“AUM”	:	assets under management;
“Auditor”	:	independent, external auditor of GDD EBCGF as appointed from time to time by the Trustee;
“Bangladesh Securities and Exchange Commission” or “BSEC”	:	Securities and Exchange Commission of Bangladesh, constituted under the Securities and Exchange Commission Act, 1993 (Act No. XV of 1993);
“BB”	:	Bangladesh Bank;
“BDT”	:	Bangladesh Taka;
“BEFTN”	:	Bangladesh Electronic Fund Transfer Network;
“Bid Price”	:	the GDD EBCGF repurchase price per Unit provided to Unit Holders during the Ongoing Offer Period as determined by the Asset Manager on behalf of GDD EBCGF;
“BO A/C”	:	beneficiary owner’s account;
“Book Closing Suspension”	:	sale and repurchase of GDD EBCGF Units by the Asset Manager may be suspended up to a maximum of 30 (thirty) days during the GDD EBCGF’s financial year book-closing unless the BSEC decides otherwise;
“Blue-Chip Securities”	:	Securities of market leading companies, targeting capitalizations of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments of potential future market leaders;
“Broker(s)”	:	brokerage firm(s) appointed by the Asset Manager to buy and sell Securities on behalf of GDD EBCGF;
“Business Day”	:	a day which is a regular working day other than an approved leave day and any special leave day granted by the Government of Bangladesh;
“Business Hours”	:	Trading Day hours when the Fund’s business activities are conducted;
“CAGR”	:	compound annual growth rate;
“CDBL”	:	Central Depository Bangladesh Limited established under the Depository Act, 1999 (Act No. VI of 1999);
“CDS”	:	central depository system;
“CEO”	:	Chief Executive Officer of the Asset Manager;
“CFA”	:	Chartered Financial Analyst, a globally recognized professional designation offered by the CFA Institute, USA;

"CIP"	:	cumulative investment plan;
"Collected Amount"	:	the amount to be collected by GDD EBCGF during the Initial Subscription Period;
"Companies Act"	:	কোম্পানি আইন, ১৯৯৪ (Company Act 1994);
"Confirmation of Unit Allocation"	:	letter confirming the allocation of Units issued by GDD EBCGF to a Unit Holder(s);
"Create" or Creation"	:	the formation of Unit Certificates by the Asset Manager on behalf of the GDD EBCGF;
"CSE"	:	Chittagong Stock Exchange Limited;
"Custodian"	:	BRAC Bank Limited or another custody service provider to GDD EBCGF appointed by the Sponsors and contracted by the Asset Manager upon agreement of the Trustee;
"Deed of Trust" or "Trust Deed" or "Deed"	:	Deed of Trust executed by the Sponsors and the Trustee to establish GDD EBCGF;
"DC"	:	Dragon Capital Management (HK) Limited;
"DCM"	:	Dragon Capital Markets Limited;
"Bid Price"	:	the GDD EBCGF repurchase price per Unit provided to Unit Holders during the Ongoing Offer Period as determined by the Asset Manager on behalf of GDD EBCGF;
"Dividend"	:	income distributions made to Unit Holders by GDD EBCGF, as and when applicable;
"DSE"	:	Dhaka Stock Exchange Limited;
"Effective Date"	:	the date of the commencement of Subscription of GDD EBCGF;
"EPS"	:	earnings per share;
"ESG"	:	the Asset Manager's environmental, social and governance screening system of potential and existing Investee Companies/Investee Groups as per clause 4.4 of this Prospectus;
"ETF"	:	exchange traded fund;
"Exit Load"	:	a conditional charge that may be levied by GDD EBCGF as a percentage of the Bid Price at the time of repurchase of Units from SIP investors;
"FI"	:	financial institution;
"Financial Asset"	:	any Security, deposit or cash within the Trust Property;
"FX"	:	foreign currency exchange;
"GDD EBCGF" or "Fund" or "Trust"	:	Green Delta Dragon Enhanced Blue Chip Growth Fund as conceived, designed, structured, registered, floated and managed by the Asset Manager, as per the provisions of the Rules;
"GDIC"	:	Green Delta Insurance Company Limited;
"GDP"	:	gross domestic product;
"Good Funds"	:	immediately available funds successfully delivered by confirmed fund transfer (such as by account payee cheque/pay order/bank draft/deposit slip/electronic transfer) to the account of GDD EBCGF for the purpose of subscriptions/Unit purchases by investors;
"Government"	:	Government of the People's Republic of Bangladesh;
"Growth Fund"	:	a fund that generates return primarily through capital appreciation;
"IAS"	:	International Accounting Standards, a set of practices established by the International Accounting Standards Board;

"IDRA"	:	Insurance Development & Regulatory Authority Bangladesh;
"IFRS"	:	International Financial Reporting Standards issued by the IFRS Foundation and the International Accounting Standards Board;
"IPO"	:	initial public offering;
"Initial Subscription Period"	:	the 45 (forty-five) days subscription period of GDD EBCGF commencing from the date approved by the BSEC, or till the achievement of the Initial Target Size, whichever is earlier, provided that such period may be extended, if necessary, in special circumstances with prior approval of the BSEC;
"Initial Target Size"	:	initial target size of GDD EBCGF, being BDT 500,000,000- (Bangladesh Taka five hundred million) or 50,000,000 (fifty million) Units at BDT 10- (Bangladesh Taka ten) each;
"Investee Company"	:	a company or entity that GDD EBCGF has directly invested in;
"Investee Group"	:	a group of companies within which an Investee Company holds Subsidiaries or is a Subsidiary;
"Investment Approach"	:	the Investment Approach of GDD EBCGF to be followed by the Asset Manager as set out in clause 4.1 of this Prospectus;
"Investment Committee"	:	the investment committee of GDD EBCGF responsible for making all investment decisions on behalf of the Fund;
"Investment Management Agreement" or "IMA"	:	the Investment Management Agreement made between the Sponsors and the Asset Manager for the purpose of managing the GDD EBCGF;
"Investment Policy"	:	the Investment Policy of GDD EBCGF as per clause 3.5 of this Prospectus;
"Investment Restrictions"	:	the Investment Restrictions to be followed by GDD EBCGF as set out in clause 3.6 of this Prospectus;
"ISA"	:	professional standards for the auditing of financial information as issued by the International Auditing and Assurance Standards Board;
"Minimum Subscription Amount"	:	40% (forty percent) of the Initial Target Size, under বিধি ৪৮ (Rule 48) of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001);
"Net Asset Value" or "NAV"	:	the fair value of GDD EBCGF's assets minus the fair value of its liabilities, computed in the manner specified in the Rules and as in clause 3.8 of this Prospectus;
"Net Asset Value per Unit" or "NAV per Unit"	:	net asset value per Unit of GDD EBCGF calculated by dividing the Net Asset Value of GDD EBCGF by the number of Units outstanding of GDD EBCGF on the measurement date;
"NBFI"	:	non-bank financial institution;
"NBR"	:	National Board of Revenue;
"Non-Resident Bangladeshi" or "NRB"	:	Bangladeshi citizen staying abroad, including those whohave dual citizenship, provided he has a valid Bangladeshi passport or a foreign passport which bears a stamp from the concerned Bangladesh Embassy/High Commission to the effectthat no visais required to travel to Bangladesh;
"Objective" or "Investment Objective"	:	the Objective of GDD EBCGF as stated in clause 3.4 of this Prospectus.
"Offer Price"	:	GDD EBCGF sale price per Unit offered to purchasing investors during the Ongoing Offer Period as determined by the Asset Manager on behalf of GDD EBCGF;

"Ongoing Offer Period"	:	period after the closure of the Initial Subscription Period and until the notice of winding up of GDD EBCGF, if any;
"Open-End Mutual Fund"	:	a type of fund that sells and repurchases units on a continuous basis and can issue unlimited new units priced at their NAV per unit and allow investors to enter and exit at their convenience;
"Portfolio Manager"	:	a professional or body of professionals employed by GDDA who are dedicated to managing the Fund;
"Prospectus"	:	advertisements or other documents approved by BSEC which contain investment and all other information with respect to GDD EBCGF as required by the Rules and as circulated to invite the public to invest in GDD EBCGF;
"Public Offer"	:	The subscription offer of GDD EBCGF Units to investors during the Initial Subscription Period;
"Record Date"	:	the date on which an investor must own Units of GDD EBCGF, as of the end of the Trading Day, in order to receive Dividend distribution from the Fund;
"Redeem" or "Redemption"	:	the cancellation of Unit Certificates by the Asset Manager on behalf of the GDD EBCGF;
"Research Analyst"	:	a professional or body of professionals employed by GDDA who are dedicated to researching and analyzing economies and potential Investee Companies and their Investee Groups;
"RIU" or "Reinvestment Unit"	:	dividend distribution by a mutual fund to its unit holders in the form of units instead of cash;
"Rules"/ "(বিধিমালা)"	:	সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001);
"SDGs"	:	sustainable development goals
"Security or Securities"	:	non-deposit assets that may be held by GDD EBCGF as Trust Property from time to time, including, but not limited to, listed shares, preference shares, listed debt securities, convertible bonds or any other investment securities approved by BSEC and/or BB.;
"Selling Agents"	:	an entity such as a Broker, banking institution, NBFI or insurance company, as per the Rules, appointed as an agent through which Units of GDD EBCGF may be sold via an agreement between the Asset Manager and such respective entity;
"SIP"	:	systematic investment plan;
"SIP Determination Date"	:	the 14th day and 27th day of each month or the next Trading Day if such dates are not Trading Days;
"SND A/C"	:	special notice deposit account;
"Sponsors"	:	Green Delta Insurance Company Limited and Dragon Capital Markets Limited;
"Sponsors' Contribution"	:	10% (ten percent) of the Initial Fund Size, provided by the Sponsors of GDD EBCGF;
"Subscription Forms" or "Purchase and Sale Forms"	:	forms meant to be used by an investor to subscribe/purchase and sell Units of the Fund
"Subscription Price"	:	face value price of the Units of GDD EBCGF sold during the Initial Subscription Period`
"Subsidiary"	:	company which is majority-owned by another company (i.e., parent company)

"Trading Day"	:	a day during the Ongoing Offer Period not being: (1) A weekend; or (2) A day on which the stock exchanges in Bangladesh are closed; or (3) A day on which sale and repurchase of Units by GDD EBCGF is suspended or a Book Closing Suspension period/Record Date announced by the Trustee/Asset Manager; or (4) A day on which the normal business of GDD EBCGF cannot be transacted due to unavoidable circumstances or such other events as the Asset Manager may specify from time to time; or (5) A day on which banks in Bangladesh are closed;
"Trust Properties"	:	Securities, deposits, cash or any other assets held by GDD EBCGF from time to time;
"Unit"	:	one undivided Unit Certificate of GDD EBCGF;
"Unit Certificate"	:	unit certificate of the Fund in dematerialized form under CDBL;
"Unit Holder(s)"	:	a holder(s) of GDD EBCGF Unit Certificates whose name(s) appears on the register of GDD EBCGF for the time being;
"US Dollars" or "US$"	:	US Dollars, the lawful currency of the US; and
"Valuation Policy"	:	valuation policy of GDD EBCGF as per clause 3.7 of this Prospectus.

Interpretation

For the purposes of this Prospectus, except as otherwise expressly stated or unless the context otherwise requires:

- Singular terms in this Prospectus include the plural and plural terms include the singular
- Pronouns having a masculine or feminine gender shall be deemed to include the other as well as the neutral "it" in the case of an entity

FUND HIGHLIGHTS

Fund Name	:	Green Delta Dragon Enhanced Blue Chip Growth Fund
Type/ Nature	:	Unlisted, Open-End Mutual Fund
Life and Size of GDD EBCGF	:	Perpetual life and unlimited size
Sponsors	:	Green Delta Insurance Company Limited and Dragon Capital Markets Limited
Asset Manager	:	Green Delta Dragon Asset Management Company Limited
Trustee	:	Bangladesh General Insurance Company Limited
Custodian	:	BRAC Bank Limited
Initial Target Size	:	BDT 500,000,000- (Bangladesh Taka five hundred million) divided into 50,000,000 (fifty million) Units of BDT 10- (Bangladesh Taka ten) each
Face Value	:	BDT 10 (Bangladesh Taka ten) per Unit
Investment Objective	:	The Investment Objective of GDD EBCGF is to outperform the benchmark DS30 index return rate on an annual basis to the extent reasonably possible by focusing on select investments in the Securities of market leading companies, targeting capitalizations of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments of potential future market leaders. The Green Delta Dragon Enhanced Blue Chip Growth Fund, Green Delta Dragon Asset Management Company Limited, Green Delta Insurance Company Limited and Dragon Capital Markets Limited in no way guarantee the performance of GDD EBCGF or the preservation of capital invested into it by investors.
Minimum Application Lot	:	Minimum application Unit lot during subscription: • 500 (five hundred) Units per application for individuals (BDT 5,000 (Bangladesh Taka five thousand) @ BDT 10- (Bangladesh Taka ten) each) • 5,000 (five thousand) Units per application for institutions (BDT 50,000 (Bangladesh Taka fifty thousand) @ BDT 10- (Bangladesh Taka ten) each)
Subscription	:	Subscribers during the Initial Subscription Period of GDD EBCGF will be issued Acknowledgement Certificates for the amount of subscription funds received by GDD EBCGF and, upon the conclusion of the Initial Subscription Period, will receive a Confirmation of Unit Allocation and be issued Unit Certificates in minimum marketable lots, as determined by the Asset Manager on behalf of GDD EBCGF, at face value of BDT 10- (Bangladesh Taka ten).
Ongoing Purchases and Sales	:	After the close of the Initial Subscription Period, GDD EBCGF Units may be purchased by investors and sold by Unit Holders during the Ongoing Offer Period in minimum lots of 500 (five hundred) Units for individuals and 5,000 (five thousand) Units for institutional investors, and SIP investors may purchase Unit Certificates in minimum amount of BDT 1,000 (Bangladesh Taka one thousand) and sell Unit Certificates as directed in the SIP brochure.
NAV of the Fund	:	The NAV of GDD EBCGF will be calculated by GDDA on behalf of the Fund at the close of Business Hours on each Trading Day or as directed by the BSEC with adequate disclosure.
Offer and Bid Prices	:	The Asset Manager, on behalf of GDD EBCGF, will calculate GDD EBCGF's sale price (investor purchase price) per Unit (Offer Price) and repurchase price (Unit Holder sale price) per Unit (Bid Price) at the beginning of each new Trading Day, with the Offer Price being the NAV per Unit at fair value as calculated per clause 3.8 of this Prospectus at the close of Business Hours on the preceding Trading Day. GDD EBCGF Offer Price and Bid Prices shall be published on the website of the Fund (www.greendeltadragon.com/EBCGF), GDDA and through authorized Selling Agents as prescribed in the Rules.

Investors	:	Individuals – people residing both in and outside of Bangladesh, including NRBs and foreign nationals. Institutions, both domestic and foreign companies, financial institutions, non-bank financial institutions, mutual funds and collective investment schemes, as prescribed in the Rules.
Dividend Policy	:	GDD EBCGF shall distribute a minimum of 50% (fifty percent) of its annual realized net profit as Dividend at the end of each accounting year after making provision for diminution in the value of its Financial Assets and any Dividend equalization reserve. GDD EBCGF may also create a Dividend equalization reserve by appropriation from its income subject to compliance with the Rules. Dividends shall never be paid out of other comprehensive income and/or unrealized capital gains. The default payment option to Unit Holders for GDD EBCGF Dividends shall be cash. If a Unit Holder wishes to reinvest its Dividend using cumulative investment plan (CIP), it may apply to the Asset Manager to do so within 15 (fifteen) days of the Dividend declaration date. The calculation for the conversion of Dividend distributions to GDD EBCGF Units shall divide the Unit Holder cash Dividend entitlement by the GDD EBCGF NAV per Unit calculated at the close of Business Hours on the Record Date. A calculation resulting in partial Units of 0.50 (zero point five) or above shall be rounded up to a whole, while a calculation resulting in partial Units of less than 0.50 (zero point five) shall be rounded down to a whole. Unit Holders should consult their tax advisor with regard to the tax treatment of GDD EBCGF cash Dividend and reinvestment under CIP. Dividends shall be paid by GDD EBCGF within 45 (forty-five) days from the declaration of such Dividends.
Potential Tax Benefits	:	Include: 1. Dividends of up to BDT 25,000- (Bangladesh Taka twenty-five thousand) per annum received from a mutual fund are presently exempt from tax in Bangladesh under the Income Tax Ordinance 1984. 2. Investment in a mutual fund may qualify for investment tax credit in Bangladesh under section 44(2) of the Income Tax Ordinance 1984. 3. Income received by mutual funds, including GDD EBCGF, is presently exempt from corporate income tax. If a Unit Holder is a non-resident, such Unit Holder may qualify for a tax exemption, subject to the Double Taxation Avoidance Convention between the Government of Bangladesh and the government of the country of residence of the Unit Holder, if any. *The Income Tax Ordinance 1984 of Bangladesh is subject to change in accordance with the Finance Act of Bangladesh and none of Green Delta Dragon Enhanced Blue Chip Growth Fund, Green Delta Dragon Asset Management Company Limited, Green Delta Insurance Company Limited and Dragon Capital Markets Limited make any representation as to the applicability of the abovementioned potential tax benefits to investors in the GDD EBCGF.*
Encashment	:	Unit Holders may sell units of GDD EBCGF to the Asset Manager in accordance with the Unit selling procedures of the Fund.
Exit Load	:	Other than potential exit load associated with SIP investing, GDD EBCGF bears no exit load.
Transferability	:	The Units of GDD EBCGF are transferable by way of inheritance/gift and/or by specific operation of the law of the Government of Bangladesh.

Prospectus, Reports, and Accounts		This Prospectus is available on the website of the Fund (www.greendeltadragon.com/EBCGF). Every Unit Holder is entitled to receive quarterly portfolio statements, semi-annual and annual statements of account and an annual report of GDD EBCGF as and when published on the website of the Fund (www.greendeltadragon.com/EBCGF) and that of the Asset Manager (www.greendeltadragon.com).
Systematic Investment Plan (SIP)	:	Systematic investment plan or SIP allows an investor to invest a certain pre-determined amount of BDT into GDD EBCGF at regular intervals (i.e. monthly.). A SIP is a planned approach towards investment that promotes saving habits.
Cumulative Investment Plan (CIP)	:	Cumulative investment plan or CIP allows an investor to reinvest Dividend distributions of GDD EBCGF.

MUTUAL FUNDS, INCLUDING GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND, DO NOT GUARANTEE PERFORMANCE OR THE PRESERVATION OF CAPITAL INVESTED BY INVESTORS

CHAPTER 1

PRELIMINARY

1.1 PUBLICATION OF PROSPECTUS FOR PUBLIC OFFERING

Green Delta Dragon Asset Management Company Limited has received a Registration Certificate from the Bangladesh Securities & Exchange Commission (BSEC) under সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (Securities and Exchange Commission Act 1993) and the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১, (Securities and Exchange Commission (Mutual Fund) Rules, 2001) made thereunder and also received consent for issuing this Prospectus of Public Offer) on Date 01 June 2023. A complete copy of this Prospectus is available for public inspection at Tower of Aakash (18th Floor), 54 Gulshan Avenue, Dhaka-1212, the registered office of the Asset Manager of Green Delta Dragon Enhanced Blue Chip Growth Fund.

1.2 APPROVAL OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION (BSEC)

APPROVAL FROM THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED FOR THE ISSUE/OFFER OF GDD EBCGF UNITS UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969 AND THE সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (SECURITIES AND EXCHANGE COMMISSION (MUTUAL FUND) RULES 2001). IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS APPROVAL, THE BSEC DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF GDD EBCGF, ANY OF ITS SCHEMES OR THE SUBSCRIPTION PRICE OF ITS UNITS OR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO IT.

1.3 LISTING OF FUND

GDD EBCGF, being an Open-End Fund, will not be listed on any of the stock exchanges of Bangladesh, hence the Units of GDD EBCGF will not be traded on the stock exchanges unless other arrangements for such are made in the future. In such case, public communication will be made as per BSEC’s approval. However, Subscription/purchase and sale of the Units of GDD EBCGF are available during the Initial Subscription Period and the Ongoing Offer Period at the office of the Asset Manager and at the offices of authorized Selling Agents.

1.4 DOCUMENTS AVAILABLE FOR INSPECTION

A copy of this Prospectus shall be available in the registered office of the Asset Manager and the offices of authorized Selling Agents of GDD EBCGF. The Prospectus will also be available for downloading from GDD EBCGF’s website (www.greendeltadragon.com/EBCGF), the Asset Manager’s website (www.greendeltadragon.com) and at the website of the BSEC (www.sec.gov.bd).

A copy of the Deed of Trust and Investment Management Agreement of GDD EBCGF will be available for public inspection at the registered office of the Asset Manager. Such documents may also be viewed on GDD EBCGF's website (www.greendeltadragon.com/EBCGF) and the Asset Manager's website (www.greendeltadragon.com). Anyone will be able to purchase a copy of the Deed of Trust by paying a price determined by the Asset Manager.

1.5 CONDITIONS UNDER SECTION-2CC OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969

1.5.1 PART-A

1.5.1.1 The Fund shall not account for any upward revaluation of its assets creating reserve without clearance from the Bangladesh Securities and Exchange Commission;

1.5.1.2 The fund shall not be involved in option trading, short selling or carry forward transactions;

1.5.1.3 A Confirmation of Unit Allocation shall be issued at the cost of the Fund at par value of Tk 10.00 (ten) each within 90 (ninety) days from the date of sale of such Units. All Units of the fund shall be issued in dematerialized form;

1.5.1.4 Money receipt/acknowledgement slip issued at the time of sale of Units will be treated as allotment letter, which shall not be redeemable transferable:

1.5.1.5 A duly audited annual financial statements including the statement of financial position, statement of profit and loss and other comprehensive income, statement of cash flows, statement of changes in Unit Holder's equity and accompanying accounting policies and notes to the financial statements of the Fund and for each scheme of the Fund, once a year, shall be submitted in the Commission, Trustee and Custodian within 3 (three) months from the end of the financial year;

1.5.1.6 A half-yearly financial statement shall be submitted to the Commission and published in at least one national daily newspaper within 30 (thirty) days from the end of the period;

1.5.1.7 A quarterly un-audited financial statement shall be submitted to the Commission and published on its website within 30 (thirty) days from the end of the quarter of the financial year;

1.5.1.8 A monthly statement of portfolios, including changes therein from the previous period shall be submitted to the Commission within 7 (seven) days from the end of each month;

1.5.1.9 The Fund shall, before expiry of 07 (seven) days from the end of each month, disclose for all Unit Holders a complete statement of portfolios of the Fund or scheme of the Fund, in the prescribed form and shall upload the same on the website;

1.5.1.10 The Fund shall publish a monthly statement to the Commission, within 07 (seven) days from the end of the month, reporting new Units sold, capital fund received, Units repurchased and capital redeemed for every trading day of the month;

1.5.1.11 The Asset Management Company shall calculate the Net Asset Value (NAV) per Unit at fair value on a daily basis and be disclosed in the manner specified by the Commission;

1.5.1.12 The difference between Offer Price per Unit (the NAV per Unit at fair value as calculated at the close of Business Hours on the preceding Trading Day) and Bid Price per Unit shall not exceed 1% (one percent) of the Offer Price of GDD EBCGF and the Asset Manager will disclose the GDD EBCGF Offer Price and Bid Price at the beginning of each new Trading Day and publish such prices on the websites of the Asset Manager and GDD EBCGF;

1.5.1.13 In the event that Unit repurchase requests from Unit Holders on a particular Trading Day exceeds 5% (five percent) of the total Units outstanding of GDD EBCGF, the GDD EBCGF may defer Unit repurchase requests made over 5% (five percent) of the total Units outstanding of GDD EBCGF for a maximum period of 3 (three) Trading Days, provided that such deferred amount will be repurchased by GDD EBCGF at the applicable Bid Price prior to deferral;

1.5.1.14 Dividend shall be paid within 45 (forty-five) days of its declaration, and a report shall be submitted to BSEC, Trustee and Custodian within 7 (seven) days of dividend distribution;

1.5.1.15 The script wise detail portfolio statement consisting of all securities holdings of the fund shall be disclosed on the website of the AMC and will be sent to Unit Holders on quarterly basis within 30 (thirty) days of each quarter end:

1.5.1.16 BSEC may appoint auditors for special audit/investigation on the affairs of the Fund, if it so desires;

1.5.1.17 The Fund shall maintain separate bank account(s) to keep the sale proceeds of Units and to meet up day-to-day transaction including payment against repurchase of Units. All transactions of the account shall be made through banking channel and shall be properly documented;

1.5.1.18 The prospectus/abridged version of the prospectus shall be published in one widely circulated Bengali national daily newspaper. Provided that information relating to publication of the prospectus be published in 2 (two) national daily newspapers (Bengali and English) and one online newspaper;

1.5.1.19 If abridged version of the prospectus is published in the newspaper, complete prospectus shall be made available to the applicants;

1.5.1.20 Initial target size of the fund shall be Tk 50.00 (fifty) crore. The Sponsor shall hold at least 10 (ten) percent of the initial target size and shall disclose Sponsor's amount in the offer document/published prospectus. The size of the fund may be increased from time to time by the AMC subject to approval of the Trustee and with intimation to the Commission;

1.5.1.21 If the Asset Manager fails to collect the minimum 40% of the initial target amount under বিধি ৪৬ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১; shall refund the subscription money within 30 (thirty) days without any deduction. In case of failure, the Asset Manager will refund the same with an interest @ 18 (eighteen) percent per annum from its own account within the next month;

1.5.1.22 On the achievement of 40% of the initial target amount, the fund will be allowed to transfer the money from Escrow Account to Operational Account and to commence investment activities of the fund with permission of the Trustee;

1.5.1.23 The AMC should ensure compliance of বিধি ৪৬ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১;

1.5.1.24 Unit allocation of the Sponsor's contribution amount shall be subject to a lock-in period of 01 (one) year from the date of formation of the fund and then 1/10th of the Sponsor's contribution only shall be subject to a lock-in period of full tenure of the Fund until liquidation;

1.5.1.25 A confirmation of Unit allocation of the Sponsor's contribution amounting 10% of the fund will be issued in favor of the Sponsor. The said confirmation letter shall be in the custody of Trustee. No splitting of the Unit of Sponsor shall be made without prior approval of the Commission;

1.5.1.26 Annual fee of the fund shall be submitted to the Commission on the fund size i.e. year end Net Asset Value at market price of the fund on advance basis as per Rule; and may adjust the fee in the next year if necessary;

1.5.1.27 Subscription period of the fund will be 45 (forty-five) days which will be started on 11 June 2023 and be ended on 25 July 2023 as per of বিধি ৪৬ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১;

1.5.2 PART-B

The Asset Manager shall ensure that the following is adhered to:

1.5.2.1 As per provisions contained in the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ regarding limitation of time on closure of Subscription, the initial public subscription will remain open for forty-five days or for a period up to achievement of the initial target amount, whichever is earlier;

1.5.2.2 The paper cutting of the published prospectus and all other published documents/notices regarding the Unit Fund shall be submitted to the Commission within 24 (twenty-four) hours of publication thereof;

1.5.2.3 The asset management company shall submit 20 (twenty) copies of printed prospectus to the Commission for official record;

1.5.2.4 The asset management company shall ensure in writing to the Commission that the prospectus/abridged version is published correctly and is a verbatim copy of the prospectus/abridged version vetted by the Commission;

1.5.2.5 The expiry date of the sponsor's locked-in portion shall be specifically mentioned on the body of the jumbo confirmation of Unit allocation;

1.5.2.6 The AMC shall apply the spot buying rate (TT clean) of Sonali Bank prevalent on the date of opening of subscription for conversion of foreign currencies;

1.5.2.7 The AMC shall submit to the Commission a diskette containing the vetted prospectus and its abridged version;

1.5.2.8 All conditions imposed under Section 2CC of the Securities and Exchange Ordinance, 1969 must be complied with and be incorporated in the body of the prospectus and in its abridged version;

1.5.2.9 After due approval by the Trustee regarding issue and formation expanses, the AMC shall submit in details along with supporting documents to the Commission regarding issue and formation expenses within 15 (fifteen) days of operation of the Fund. The Auditor of the fund shall also put opinion about the above expenses in the initial financial statements of the fund;

1.5.2.10 Bank Statements along with the subscribers list, copies of agreements with Custodian and Selling Agents (if applicable) shall be submitted to the Commission within 15 (fifteen) days of the completion of the subscription;

1.5.2.11 The investment policy and guideline and information on constituents of Investment Committee of the fund approved by the Board shall be submitted to the Commission within 30 (thirty) days from the receipt of the Consent Letter. The investment policy and guideline shall include among other issues, the investment delegation power of Chief Executive Officer and the Committee separately and also the meeting resolution presentation process;

1.5.2.12 After due approval of the Trustee, the Asset Manager shall submit the Systematic Investment Plan (SIP) brochure to the Commission complying the Rules within 30 (thirty) days of Issuance of consent letter.

1.6 GENERAL INFORMATION

1.6.1 This Prospectus has been prepared by GDDA based on the Deed of Trust executed between the Trustee and the Sponsors of GDD EBCGF, which is approved by the BSEC and is available publicly. To the best of the knowledge of the Asset Manager, the information contained herein is true and correct in all material aspects and there are no other material facts, the omission of which would make any statement herein misleading.

1.6.2 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 may not be relied upon as having been authorized by GDDA.

1.6.3 This Prospectus is subject to the laws of the Government of Bangladesh and is subject to the exclusive jurisdiction of the courts of Bangladesh. Forwarding this Prospectus to any person residing outside Bangladesh in no way subjects this Prospectus to the laws of another country or makes it subject to the jurisdiction of the courts of another country.

1.7 DECLARATIONS

Declaration of Responsibility of the Sponsors

We, the Sponsors of the Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF) to the best of our knowledge confirm the authenticity and accuracy of the information contained in this Prospectus and other Public Offer documents regarding the GDD EBCGF. As the Sponsors, we have taken reasonable care to ensure that all conditions and requirements concerning the Public Offer of GDD EBCGF Units have been met and to the best of our knowledge there is no other information or documents, the omission of which may make any information or statements on the Prospectus and other Public Offer documents misleading.

As Sponsors, we also confirm that to the best of our knowledge, full and fair disclosures have been made in this Prospectus to enable investors to make an informed investment decision.

Sd/-
Syed Moinuddin Ahmed
Additional Managing Director
Green Delta Insurance Company Limited

Sd/-
Shimanto Shahriar Oni
Authorized Signatory
Dragon Capital Markets Limited

Declaration of Responsibility of the Trustee

We, as the Trustee of the Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF), accept responsibility over the Trust and confirm that we shall, to the best of our ability:

- **a.** be the guardian of GDD EBCGF assets, held in Trust for the benefit of GDD EBCGF Unit Holders in accordance with the Rules and the Deed of Trust;
- **b.** always act in the best interest of the GDD EBCGF Unit Holders;
- **c.** take all reasonable care to ensure that GDD EBCGF Units are offered and managed by the Asset Manager in accordance with the Deed of Trust and the Rules;
- **d.** arrange prompt disclosures by the Asset Manager to the Unit Holders as we believe necessary to keep GDD EBCGF Unit Holders informed about material events relative to GDD EBCGF Units; and
- **e.** take any remedial steps that are necessary to rectify the conduct of GDD EBCGF's business when we believe it is not in conformity with the Deed of Trust and the Rules.

Sd/-

Ahmed Saifuddin Chowdhury
Managing Director & CEO
Bangladesh General Insurance Company Limited.

Declaration about the Responsibility of the Custodian

We, as the Trustee of the Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF), accept responsibility over the Trust and confirm that we shall, to the best of our ability:

- **a.** keep all the Securities in safe custody and shall provide the highest security for the assets of the Fund; and
- **b.** preserve necessary documents and records so as to ascertain movement of assets of the Fund as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১.

Sd/-

Tareq Refat Ullah Khan
DMD & Head of Corporate Banking
BRAC Bank Limited

Declaration of Responsibility of the Asset Manager

We, the Asset Manager of the "Green Delta Dragon Enhanced Blue Chip Growth Fund" (GDD EBCGF), accept responsibility to offer and manage the GDD EBCGF and we confirm that:

This Prospectus has been prepared by us based on the Deed of Trust, Investment Management Agreement, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and other documents as relevant for adequate disclosure of GDD EBCGF's objective and investment strategy to investors.

We, as the Asset Manager of GDD EBCGF, also confirm that to the best of our knowledge:

a. This Prospectus conforms with other documents, materials and papers related to the Public Offer of GDD EBCGF Units;
b. All legal requirements of the GDD EBCGF Public Offer have been duly fulfilled; and
c. Disclosures made in the Prospectus and other documents related to the Public Offer of GDD EBCGF Units are true and fair, and we believe adequate for investors to make an informed investment decision.

Investors should be aware that the value of their investment in GDD EBCGF may be volatile and that there is no guarantee with regard to return on or preservation of capital invested in GDD EBCGF Units. Investors considering an investment in GDD EBCGF Units are requested to pay careful attention to the "Primary Risk Factors & Risk Management" outlined in Chapter 4 of the Prospectus.

Sd/-

Shahbaj Talat
Managing Director & CEO
Green Delta Dragon Asset Management Company Limited

1.8 DUE DILIGENCE CERTIFICATES

DUE DILIGENCE CERTIFICATE BY SPONSORS

চতুর্থ তফসিল-(১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

The Honorable Chairman

Bangladesh Securities and Exchange Commission

Securities Commission Bhaban, E-6/C, Agargaon,

Sher-e-Bangla Nagar Administrative Area, Dhaka-1207, Bangladesh.

Subject: Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF)

We, the Sponsors of the Green Delta Dragon Enhanced Blue Chip Growth Fund, state as follows:

a. We, the Sponsors of GDD EBCGF, have examined the draft Prospectus and other Public Offer documents

b. and materials; and

c. We warrant that we shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১, (Securities and Exchange Commission (Mutual Fund) Rules, 2001), Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Deed of Trust of GDD EBCGF and the Rules, orders, guidelines, directives, notifications and circulars that may be issued by BSEC from time to time.

WE CONFIRM THAT TO THE BEST OF OUR KNOWLEDGE AND ABILITY:

a. All information in the draft Prospectus forwarded to the BSEC is authentic and accurate;

b. We shall assume the duties and responsibilities of Sponsors as described in the Deed of Trust and other constitutive documents

c. We shall abide by the সিকিউরিটিজও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and conditions imposed by the BSEC as regards of GDD EBCGF; and

d. We shall act for the benefit of and in the best interests of the Unit Holders of GDD EBCGF.

For Sponsor

Sd/-
Syed Moinuddin Ahmed
Additional Managing Director
Green Delta Insurance Company Limited

Sd/-
Shimanto Shahriar Oni
Authorized Signatory
Dragon Capital Markets Limited

DUE DILIGENCE CERTIFICATE BY TRUSTEE

চতুর্থ তফসিল-(১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

Honorable Chairman

Bangladesh Securities and Exchange Commission

Securities Commission Bhaban, E-6/C, Agargaon,

Sher-e-Bangla Nagar Administrative Area, Dhaka-1207, Bangladesh.

Subject: Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF)

We, the Trustee of the Green Delta Dragon Enhanced Blue Chip Growth Fund state as follows:

a. We, the Trustee of GDD EBCGF, have examined the draft Prospectus and other Public Offer documents and materials; and

b. We warrant that we shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১, (Securities and Exchange Commission (Mutual Fund) Rules, 2001), Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Dhaka Stock Exchange (Listing) Regulations, 2015, Chittagong Stock Exchange (Listing) Regulations, 2015, Deed of Trust of GDD EBCGF and the Rules, guidelines, circulars, orders and directions that may be issued by the Bangladesh Securities and Exchange Commission from time to time.

WE CONFIRM THAT TO THE BEST OF OUR KNOWLEDGE AND ABILITY:

a. All information and documents as are relevant to the Public Offer of GDD EBCGF Units have been received and examined by us and the draft Prospectus forwarded to the BSEC has been approved by us;

b. We have collected and examined all other documents relating to the Public Offer of GDD EBCGF Units;

c. While examining the above-mentioned documents, we have found that all the requirements of the সিকিউরিটিজও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) have been complied with;

d. We shall act as Trustee of GDD EBCGF as per the provisions of the Deed of Trust executed with the Sponsors and shall assume the duties and responsibilities as described in the Deed of Trust and other constitutive documents;

e. We shall abide by the সিকিউরিটিজও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and conditions imposed by the BSEC with regard to GDD EBCGF; and

f. We shall act for the benefit of and in the best interests of the Unit Holders of GDD EBCGF.

For Trustee

Sd/-
Ahmed Saifuddin Chowdhury
Managing Director & CEO
Bangladesh General Insurance Company Limited.

DUE DILIGENCE CERTIFICATE BY CUSTODIAN

চতুর্থ তফসিল-(১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

To

The Chairman

Bangladesh Securities and Exchange Commission

Securities Commission Bhaban,

E-B/C, Agargaon,

Sher-e-Bangla Nagar Administrative Area,

Dhaka-1207, Bangladesh.

Subject: Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF)

Dear Sir,

We, the under-noted Custodian to the above-mentioned forthcoming mutual Fund, state as follows:

1. We, while acting as Custodian to the above mentioned Fund on behalf of the investors, shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001), Depository Act, 1999, Depository Regulation, 2000, Depository (User) Regulation, 2003, Deed of Trust of the Fund and the Rules, guidelines, circulars, orders and directions that may be issued by the Bangladesh Securities and Exchange Commission from time to time in this respect.

WE CONFIRM THAT:

a. We will keep all the securities (both listed and non-listed) and assets of the Green Delta Dragon Enhanced Blue Chip Growth Fund, including FDR receipts in safe and separate custody as per বিধি ৪১ (Rules-41) of সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and will provide the highest level of security for such assets of the Fund;

b. We shall act as Custodian of the Fund as per the provisions of the custodian agreement executed with the asset management company and shall assume the duties and responsibilities as described in the Deed of Trust of the mentioned Fund and other constitutive documents;

c. We shall abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and conditions imposed by the Commission as regards of the Fund; and

d. We shall act to our best for the benefit and sole interests of the Unit Holders of the Fund.

For Custodian

Sd/-
Tareq Refat Ullah Khan
DMD & Head of Corporate Banking
BRAC Bank Limited

DUE DILIGENCE CERTIFICATE BY ASSET MANAGER

চতুর্থ তফসিল-(১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

The Honorable Chairman

Bangladesh Securities and Exchange Commission

Securities Commission Bhaban, E-6/C, Agargaon,

Sher-e-Bangla Nagar Administrative Area, Dhaka-1207, Bangladesh.

Subject: Green Delta Dragon Enhanced Blue Chip Growth Fund (GDD EBCGF)

We, the Asset Manager of the Green Delta Dragon Enhanced Blue Chip Growth Fund state as follows:

a. We, the Asset Manager of the GDD EBCGF declare and certify that to the best of our knowledge the information provided in the draft Prospectus, is complete and true in all respects;

b. We further certify that we shall inform the Bangladesh Securities and Exchange Commission immediately of any material change in Public Offer information regarding GDD EBCGF; and

c. We warrant that we shall comply with the Securities and Exchange Ordinance, 1969, the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ Securities and Exchange Commission (Mutual Fund) Rules, 2001), Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Dhaka Stock Exchange (Listing) Regulations, 2015, Chittagong Stock Exchange (Listing) Regulations, 2015, and the Rules, guidelines, circulars, orders and directions that may be issued by the Bangladesh Securities and Exchange Commission from time to time.

WE CONFIRM THAT TO THE BEST OF OUR KNOWLEDGE AND ABILITY:

a. The draft Prospectus forwarded to the BSEC conforms with the other Public Offer documents, materials and papers of GDD EBCGF;

b. All legal requirements connected with the Public Offer of GDD EBCGF Units have been duly complied with; and

c. Disclosures made in the draft Prospectus are true, fair and, we believe, adequate for investors to make an informed investment decision.

For the Asset Manager

Sd/-
Shahbaj Talat
Managing Director & CEO
Green Delta Dragon Asset Management Company Limited

CHAPTER 2
BACKGROUND

2.1 PREAMBLE TO THE FORMATION OF GDD EBCGF

A mutual fund is a professionally managed fund that pools money from investors, including individuals and institutions, and invests them collectively into various types of assets including stocks, bonds and/or money market instruments. The prevalent form of mutual fund structure used around the world is the Open-End Mutual Fund of unlimited size and tenor. Mutual funds invest in many different Financial Assets enabling small-scale investors to diversify investment risk. A mutual fund also benefits directly from the resources of its asset manager that conducts research, analysis and due diligence on potential and existing portfolio investments of the mutual fund.

Mutual funds have various objectives with corresponding investment mandates, such as Growth Funds, value funds, money market funds, fixed income funds, alternative investment funds and hybrid funds. Growth Funds predominantly invest in equity Securities with the objective of capital appreciation.

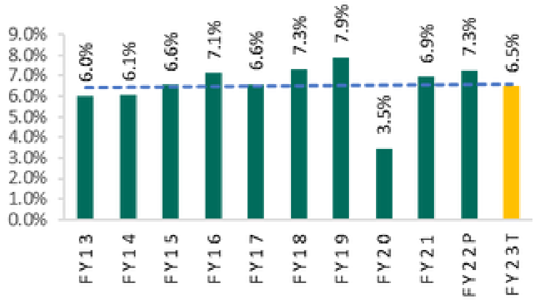
GDD EBCGF is a Growth Fund jointly sponsored by Green Delta Insurance Company Limited and Dragon Capital Markets Limited with the Objective to outperform the benchmark DS30 return rate on an annual basis to the extent reasonably possible by focusing on select investments in the Securities of market leading companies, targeting capitalizations of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments of potential future market leaders.

For the avoidance of doubt, the Sponsors and the Asset Manager do not, in any way, guarantee the performance of GDD EBCDF or the preservation of capital invested into it by investors.

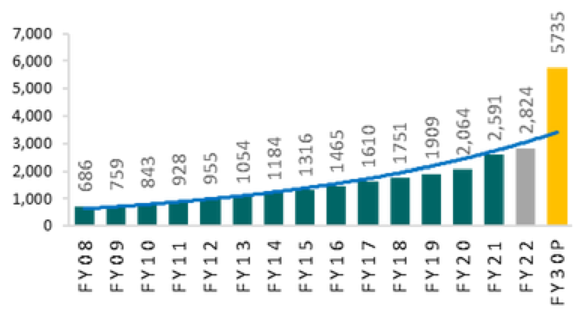
2.2 THE ECONOMY OF BANGLADESH

Bangladesh stands as an emerging trade and investment destination with steady average gross domestic product (GDP) growth of nearly 7% (seven percent) per annum over the last decade. Strengthening domestic consumption, steady export growth and continued development of infrastructural facilities have contributed to this growth story.

BANGLADESH REAL GDP GROWTH



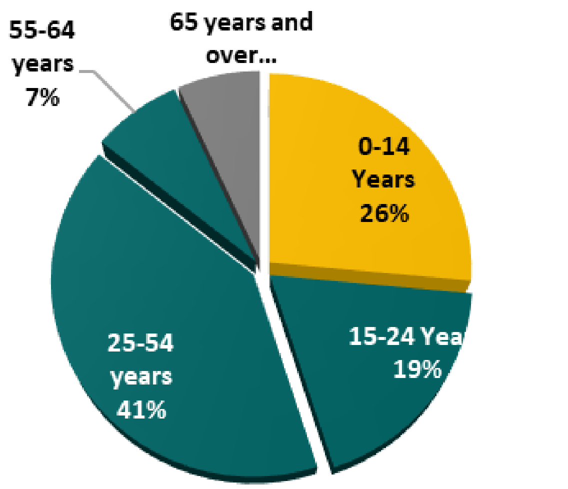
GROWING PER CAPITA INCOME ($)



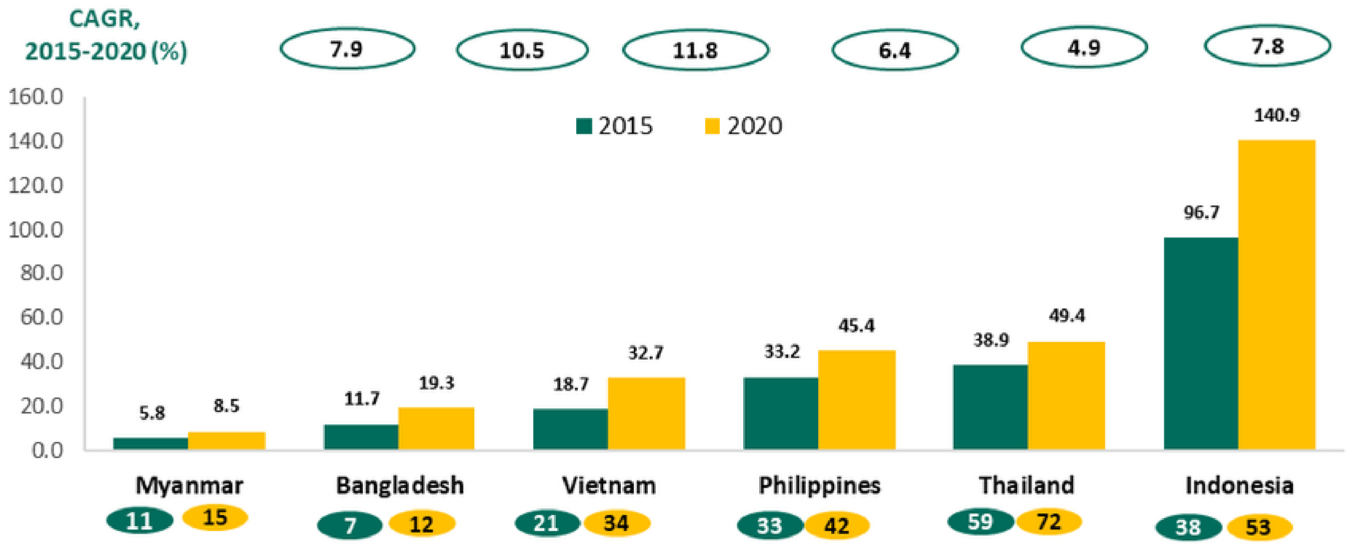
Source: Bangladesh Bureau of Statistics (BBS), Bangladesh Bank (BB); Note: P= Provisional

The gross domestic product (GDP) of Bangladesh is nearly US$ 465 billion- (United States Dollars four hundred and sixty-five billion), and per capita income has increased by more than five times since fiscal year (FY) 2005/2006 to US$ 2,824- (United States Dollars two thousand eight hundred and twenty-four), surpassing India in this category. The 8th five-year plan composed by the National Economic Council of Bangladesh aims to achieve a GDP growth rate of 8.5% (eight-point five percent) per annum by 2025, with a stable inflation rate of 4.6% (four point six percent) per annum. One of the core targets of 8th five-year plan is to make visible advancements toward SDGs. The country is anticipated to graduate from the status of least developed country to a developing country by 2026 and is projected to become the 24th largest economy in the world by 2030. Presently, 2.1% (two-point one percent) of the global population is Bangladeshi, with 74% of this population being of working-age (15 – 64 years). With such a demographic advantage, Bangladesh hopes to achieve the status of developed country by 2041.

AGE DISTRIBUTION

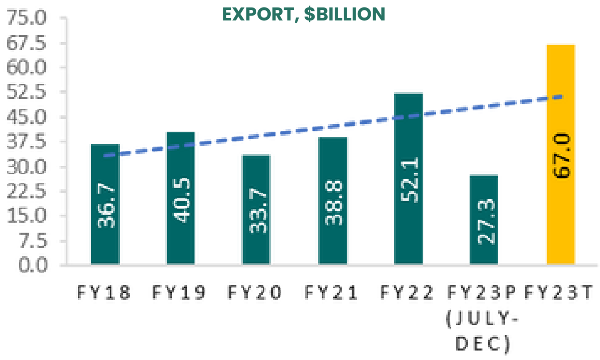


MIDDLE AND AFFLUENT CLASS (MAC) AS A SHARE OF THE POPULATION (%)

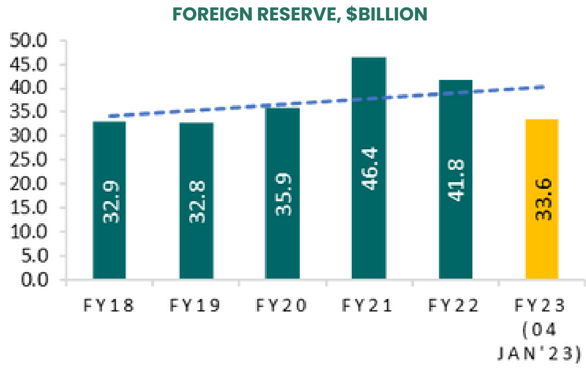


Source: Boston Consulting Group (BCG) Survey of Bangladesh Consumers & BCG Analysis Note: MAC includes Bangladeshis, whose monthly income in at least US $401 (United States Dollars four hundred and one)

According to Boston Consulting Group, the middle and affluent class (MAC) consumer base is expected to account for nearly 20% (twenty percent) of the total Bangladesh population by 2025 from 12% (twelve percent) in 2020. Growing domestic consumption led by the rise in middle class population and overall better income level of the population at large has become a major driver of economic activity. Regional stability, cooperation, economic development through international and regional trade with its trade partners and an increasing flow of remittances by Bangladeshi expatriates have also substantially contributed to the country's impressive economic performance.



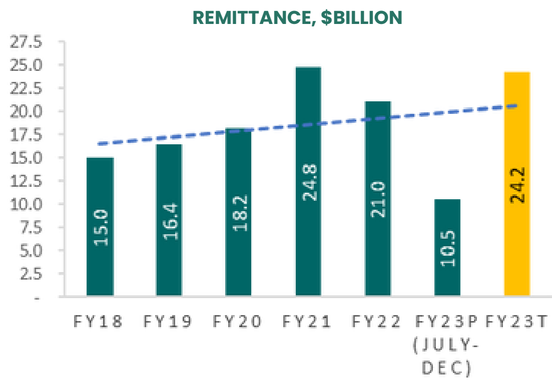
Source: Bangladesh Bureau of Statistics (BBS), Bangladesh Bank (BB); Note: T= Target



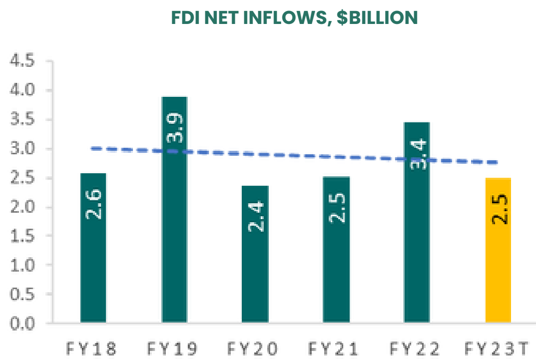
Source: Bangladesh Bureau of Statistics (BBS), Bangladesh Bank (BB); Note: T= Target

Bangladesh's foreign currency reserves now stand at almost US$32.3 billion (United States Dollars thirty-two billion three hundred million) as of 02 March 2023, which is sufficient to meet more than 4 months of import payments. The country's stable foreign currency reserve is supported by its export proceeds and inflow of remittances from Bangladeshi expatriates working overseas. In addition, foreign direct investment into Bangladesh is now recovering from the decline experienced during the COVID 19 pandemic.

Trade wise, Bangladesh's economy is powered by its status as the world's second largest garment exporter. Bangladesh's exports totaled US$ 52 billion (United States Dollars fifty-two billion) in FY2022, with a year-on-year growth of 34% (thirty four percent) and resulting in the largest value of exports ever recorded by Bangladesh. It is estimated that the country's share in apparel exports in the global market will exceed 10% (ten percent) by 2025, as there has been several initiatives taken to ensure a sustainable supply chain. Propelled by the recent completion of core infrastructure improvements and the establishment of countrywide economic zones, the Government has set an export target of US$ 80 billion (United States Dollars eighty billion) by 2024.



Source: Bangladesh Bureau of Statistics (BBS), Bangladesh Bank (BB); Note: P=Provisional, T= Target

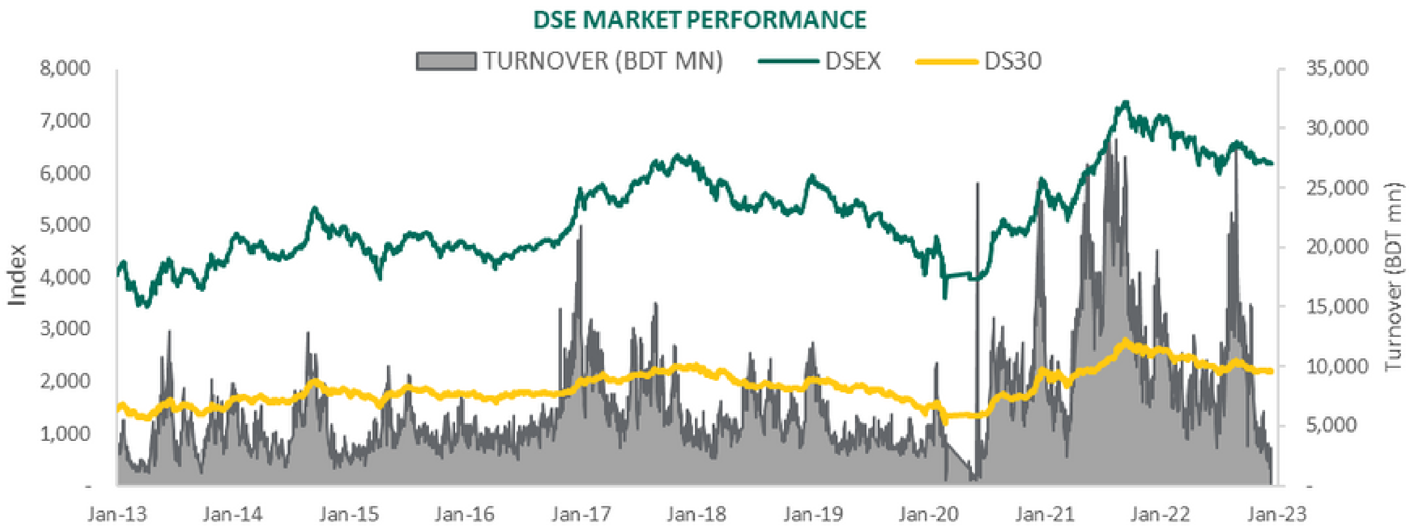


Source: Bangladesh Bureau of Statistics (BBS), Bangladesh Bank (BB); Note: P=Provisional, T= Target

Bangladesh intends to support industrial growth up the value chain by implementing a number of additional infrastructure projects. The completion of the self-funded Padma Multipurpose Bridge in 2022 is the most recent example of significant logistical improvements. The Bangladesh government envisages a 1.2% (one point two percent) incremental rise in GDP growth rate and a 2.5% (two-point five percent) incremental increase to economic growth in the Southwestern Region of the country from the completion of the Padma Multipurpose Bridge. Economic activities in the Mongla and Payra Seaport will also increase due to the rise in regional connectivity, reducing congestion in the Chattogram Port and creating employment opportunities for about 1 (one) million people during the next 5 (five) years and 1.5 (one point five) to 2 (two) million people during the next 10 (ten) years. The Bangladesh economic zones authority (BEZA) is developing 17 (seventeen) economic zones in the region to accelerate industrialization and economic growth. As per the Asian Development Bank, the projected total benefit from these zones may be up to US$ 25 billion (United States Dollars twenty-five billion).

2.3 THE CAPITAL MARKET & MUTUAL FUND INDUSTRY OF BANGLADESH

The capital market of Bangladesh is considered a frontier market in the context of the global financial system. The market has immense potential to support the country's further industrialization, and thus far it has played an important role in the economic development of the country by channeling investment capital from investors to companies and financial institutions to expand their businesses.



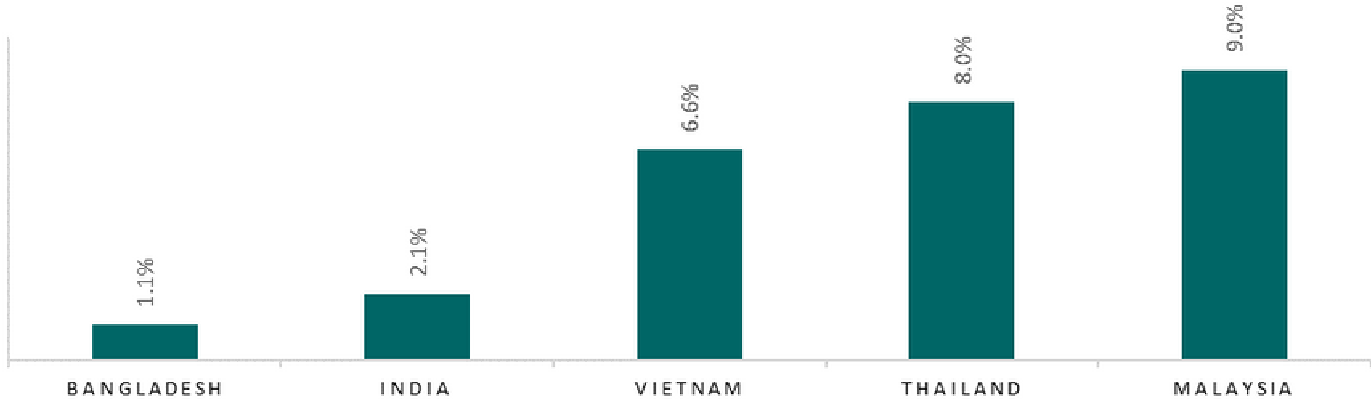
Source: Dhaka Stock Exchange

The capital market in Bangladesh holds significant potential, as its capitalization remains modest in comparison to that in other developing and frontier countries in South Asia and Southeast Asia. In fact, the Bangladesh capital market only has an investor penetration rate of around 1.1% (one point one percent) of the total population – dominated primarily by retail investors – and an equity market capitalization to GDP ratio of approximately 11% (eleven percent).

MARKET CAPITALIZATION TO GDP RATIO						
Year	Bangladesh	Indonesia	Vietnam	India	Malaysia	Thailand
2013	16%	38%	19%	61%	161%	84%
2014	18.%	47%	20%	76%	145%	103%
2015	18%	41%	22%	72%	138%	85%
2016	13%	46%	26%	68%	128%	102%
2017	14%	51%	41%	90%	133%	119%
2018	12%	47%	41%	77%	113%	97%
2019	12%	47%	43%	77%	108%	104%
2020	8%	47%	51%	96%	121%	107%
2021	13%	48%	70%	113%	110%	116%
2022	11%	51%	62%	102%	105%	111%

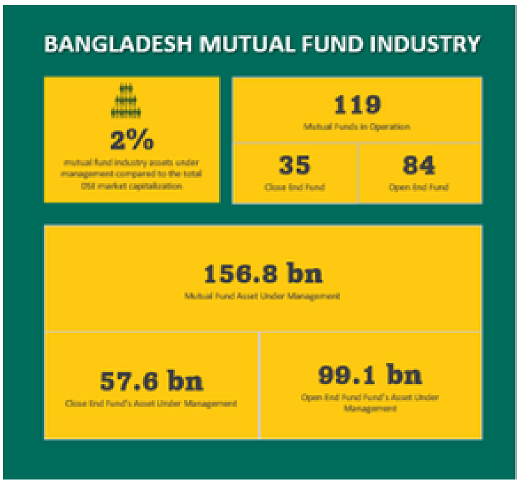
Source: World Bank, DSE, Bangladesh Bureau of Statistics, CEIC Data, available secondary data;
Note: Based on Equity Market Capitalization.

INVESTOR PENETRATION RATE

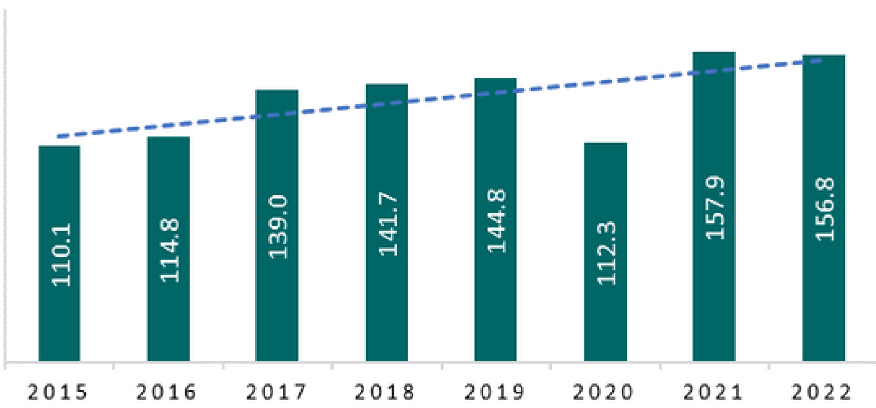


Source: GDDA Research

The concept of professional fund management is still relatively new in Bangladesh. The mutual fund market is comprised of 119 (one hundred and nineteen) mutual funds, among which, 35 (thirty-five) are close-end mutual funds and 84 (eighty-four) are Open-End Mutual Funds. Assets under management (AUM) of the mutual fund industry amount to BDT 156.8 billion (Bangladesh Taka one hundred fifty six billion eight hundred million) or approximately 2% (two percent) of the total DSE market capitalization. Moving forward, the pace of development of the mutual fund industry in Bangladesh is expected to be linked to market stability, product innovation and performance.



MUTUAL FUND INDUSTRY AUM (BDT BN)



Source: GDDA Research

BSEC is diligently working towards creating a vibrant capital market which will play an increasingly important role of capital allocation within the growing economy of Bangladesh. The BSEC has recently launched an electronic bond trading platform and has stream-lined new listing procedures. In addition, the BSEC has laid or is laying the regulatory framework associated with alternative fund management, exchange traded funds (ETF), forwards and other options that are necessary to expand investor choice and meet their needs.

2.4 POTENTIAL BENEFITS OF INVESTING IN GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

Primary benefits associated with investing in GDD EBCGF Units are:

2.4.1 The GDD EBCGF portfolio decision-making process is research driven. The GDD EBCGF research and portfolio management teams are composed of 5 (five) experienced professionals performing intensive analysis on a limited number of GDD EBCGF target Investee Companies and Investee Groups that meet its "Blue Chip" criteria.

2.4.2 GDDA's aptitude in analyzing financial and quantitative models and its corporate access enables GDD EBCGF to make up-to-date informed investment decisions.

2.4.3 GDDA pre-screens potential Investee Companies and Investee Groups for environmental, social and governance (ESG) risks to favor sustainable businesses within the GDD EBCGF portfolio.

2.4.4 GDD EBCGF strives to minimize risk by creating a well-diversified portfolio taking into account industry and specific risks of potential Investee Companies and Investee Groups, including such factors as cyclicality, industry positioning, growth prospects, financial profile, value proposition, governance and management track-record.

2.4.5 GDD EBCGF intends to enhance its overall return by partaking in IPOs of select entities assessed to be capable of achieving "Blue Chip" status within their respective industries.

2.4.6 As a growth fund, GDD EBCGF emphasizes long-term capital appreciation, by reinvesting a higher percentage of realized returns into the portfolio.

2.4.7 GDD EBCGF trading is based on daily NAV. The NAV and the NAV per Unit of GDD EBCGF is calculated and published at the end of each Trading Day by the Asset Manager on behalf of the Fund.

2.4.8 At the beginning of each Trading Day, the Asset Manager determines and publishes GDD EBCGF's Offer Price and Bid Price for the sale and purchase of GDD EBCGF Units.

2.4.9 Investment in GDD EBCGF permits smaller investors ownership in a "Blue Chip" portfolio at a lower cost than such investors could likely create on their own.

2.4.10 Investors in GDD EBCGF (Bangladeshi investors) may benefit from tax exemption on up to BDT 25,000- (Bangladesh Taka twenty-five thousand) of dividend income from GDD EBCGF, as per the prevailing Finance Act.

2.4.11 Investors in GDD EBCGF (Bangladeshi investors) may qualify for investment tax credit under section 44(2) of the Income Tax Ordinance 1984 in Bangladesh.

2.4.12 GDD EBCGF shall comply with সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১, (Securities and Exchange Commission (Mutual Fund) Rules, 2001).

CHAPTER 3

THE FUND (GDD EBCGF)

3.1 FORMATION OF GDD EBCGF

GDD EBCGF was constituted through the Deed of Trust between Green Delta Insurance Company Limited and Dragon Capital Markets Limited as Sponsors and Bangladesh General Insurance Company Limited as Trustee, on 12 February 2023 under the Trust Act, 1882 and Registration Act, 1908. GDD EBCGF was registered by the BSEC on 23 February 2023 under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001).

3.2 TENOR AND SIZE OF GDD EBCGF

GDD EBCGF is an unlisted, Open-End Mutual Fund with a perpetual life. Institutional and individual investors, residing both in and outside of Bangladesh, including NRBs and foreign nationals, are eligible to invest in GDD EBCGF.

The Initial Target Size of GDD EBCGF is BDT 500,000,000- (Bangladesh Taka five hundred million), divided into 50,000,000 (fifty million) Units of BDT 10- (Bangladesh Taka ten) each. The size of GDD EBCGF shall be increased from time to time by the Asset Manager subject to approval of the Trustee and with due intimation with the BSEC.

3.3 FACE VALUE AND INVESTOR MINIMUM SUBSCRIPTION SIZE

The face value of each Unit will be BDT 10.00 (Bangladesh Taka ten). Subscribers during the Initial Subscription Period of GDD EBCGF will be issued Acknowledgement Certificates by GDD EBCGF for the amount of subscription funds received and upon the conclusion of the Initial Subscription Period will receive a Confirmation of Unit Allocation from GDD EBCGF and be issued Unit Certificates in minimum marketable lots of 500 (five hundred) Units for individual investors and 5,000 (five thousand) Units for institutional investors, as determined by the Asset Manager on behalf of GDD EBCGF.

3.4 INVESTMENT OBJECTIVE

The Investment Objective of GDD EBCGF is to outperform the benchmark DS30 return rate on an annual basis to the extent reasonably possible by focusing on select investments in the Securities of market leading companies, targeting capitalizations of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments of potential future market leaders.

The Green Delta Dragon Enhanced Blue Chip Growth Fund, Green Delta Dragon Asset Management Company Limited, Green Delta Insurance Company Limited and Dragon Capital Markets Limited in no way guarantee the performance of GDD EBCGF or the preservation of capital invested into it by investors.

3.5 INVESTMENT POLICY

The Investment Policy of GDD EBCGF is as follows:

3.5.1 GDD EBCGF shall invest in accordance with the Rules and only in those Securities, deposits and investments approved by BSEC and/or BB and/or the Insurance Development & Regulatory Authority of Bangladesh.

3.5.2 All money collected by GDD EBCGF shall be invested only in encashable/transferable instruments and Securities whether in money market or capital market or primary market offerings to be listed (IPOs).

3.5.3 Subject to other provisions of the Rules, GDD EBCGF may invest moneys collected only in—

3.5.3.1 Securities listed or to be listed with a stock exchange;

3.5.3.2 money market instruments including Government Securities;

3.5.4 Not less than 50% (fifty percent) and not more than 90% (ninety percent) of total assets of the GDD EBCGF shall be invested in listed Securities. Investments in listed Government Securities shall be excluded from this condition.

3.5.5 All investment Securities shall be purchased/transferred in the name of GDD EBCGF.

3.5.6 In the event, any investment Securities holding of GDD EBCGF exceeds the Investment Policy limits or Investment Restriction limits provided for in this Prospectus or in the Rules due to the acquisition of bonus shares, subscription to share rights or due to portfolio divestments, the Asset Manager shall use its best endeavors to bring the exposure within the prescribed limits within 6 (six) months of the event, but in any case GDD EBCGF shall not add to such excess investment Securities while the deviation continues.

3.5.7 Only the Asset Manager is permitted to make investment decisions and place orders with regard to investment Securities purchased or sold by GDD EBCGF.

3.6 INVESTMENT RESTRICTIONS

Investment Restrictions of GDD EBCGF are as follows:

3.6.1 GDD EBCGF shall not invest more than 10% (ten percent) of its total assets in Securities of any one Investee Company, or to the extent as may be determined by the BSEC from time to time.

3.6.2 The total amount of GDD EBCGF investments in an Investee Company's Securities shall not exceed 10% (ten percent) of the paid-up capital of such Investee Company.

3.6.3 GDD EBCGF shall not invest more than 15% (fifteen percent) of its total assets in shares, debentures or other Securities of an Investee Company or an Investee Group. This condition shall not be applicable in case of investments in Government Securities, or to the extent as may be determined by the BSEC from time to time.

3.6.4 GDD EBCGF shall not, under any circumstance, trade in units of mutual funds, schemes of mutual funds, under the control of the same Asset Manager.

3.6.5 GDD EBCGF shall not, for the purpose of inducing, dissuading, effecting, preventing, or in any manner influencing or framing to its advantage, the sale or purchase of any Security, directly or indirectly:

3.6.5.1 create a false and misleading appearance of active trading in any Security;

effect any transaction in Securities with another mutual fund under the control of the Asset Manager;

3.6.5.2 directly or indirectly effect a series of transactions in any Security creating the appearance of active trading therein or of raising of price of the same for the purpose of inducing its purchase by others or depressing its

3.6.5.3 price for the purpose of inducing its sale by others.

3.6.6 GDD EBCGF shall not acquire any asset, which involves the assumption of any liability that is unlimited or shall result in encumbrance of the Trust Property in any way.

3.6.7 GDD EBCGF, or the Asset Manager on behalf of GDD EBCGF, shall not give or guarantee term loans for any purpose or take up any similar activity in contravention of the Rules.

3.6.8 GDD EBCGF shall buy and sell Securities on the basis of deliveries and shall, in all cases of purchases, take delivery of and in all cases of sales, deliver the Securities on the respective settlement dates as per the custom and practice of the stock exchange(s).

3.6.9 GDD EBCGF shall not be involved in option trading or short selling or carry forward transactions, as long as it is not permissible under the Rules.

3.6.10 GDD EBCGF shall not borrow to finance its investments, as long as it is not permissible under the Rules.

3.6.11 GDD EBCGF shall not buy and hold its own Units, as long as it is not permissible under the Rules.

3.7 VALUATION POLICY

The Valuation Policy of GDD EBCGF is as follows:

3.7.1 For listed investment Securities of GDD EBCGF, the quoted market price at the close of trading on the Dhaka Stock Exchange or Chittagong Stock Exchange on a Trading Day shall form the basis of the daily calculation of Net Asset Value of such listed Securities.

3.7.2 The valuation of listed investment Securities of GDD EBCGF that are not traded on the Dhaka Stock Exchange or Chittagong Stock Exchange on a Trading Day will be valued as of the most recent previous Trading Day recorded within the preceding 30 (thirty) Trading Days.

3.7.3 If a Security was not traded either on the Dhaka Stock Exchange or Chittagong Stock Exchange within the previous 30 (thirty) Trading Days, GDD EBCGF shall follow the valuation methodology for such Securities as approved by the BSEC for valuation of a non-traded security, and such calculated valuation of the Security shall not exceed its intrinsic value as determined by the Trustee upon its quarterly review, and with GDD EBCGF's external Auditor reviewing and commenting on such valuation in the GDD EBCGF annual report.

3.7.4 GDD EBCGF shall follow a general formula approved by the BSEC and as per clause 3.8 of this Prospectus for computing the NAV at fair value of GDD EBCGF and NAV per Unit of GDD EBCGF at the close of Business Hours on each Trading Day or as directed by the BSEC with adequate disclosure.

3.7.5 The Net Asset Value of GDD EBCGF shall be equal to the fair value of assets minus the fair value of liabilities of GDD EBCGF. Net Asset Value per Unit shall be calculated by dividing the Net Asset Value of GDD EBCGF by the number of Units outstanding of GDD EBCGF at the measurement date.

3.7.6 For securitized debts, fixed income and fixed deposit investment Securities of GDD EBCGF, the then accrued interest on such instruments shall be included into the calculation of the GDD EBCGF NAV.

3.7.7 Except for the inclusion of unamortized initial issue costs, only identifiable assets shall be included into the calculation of the GDD EBCGF NAV.

3.7.8 Identifiable assets provide future economic benefits to an entity and are either:

- **3.7.8.1** Separable – i.e. capable of being separated or divided from the entity or sold, transferred, licensed, rented or exchanged either individually or together with a related contract; or
- **3.7.8.2** Arise from contractual or other rights, regardless of whether or not those rights are separable or transferrable from the entity or from other rights or obligations.

3.7.9 In case of deferred expenses of GDD EBCGF, the then accrued expenses shall be included into the calculation of the GDD EBCGF NAV.

3.7.10 The Trustee shall not approve the GDD EBCGF financial statements without adequate disclosure of accounting policies used by GDD EBCGF to determine its fair value.

3.7.11 An independent, external Auditor shall give an opinion as to the fair value of investments in Securities and deposits held by GDD EBCGF.

3.8 NET ASSET VALUE CALCULATION

The NAV calculation methodology of GDD EBCGF is as follows:

GDD EBCGF will use the following formula to derive its NAV and NAV per Unit:

NAV = VA - LT

NAV per Unit = NAV / No. of Units outstanding, including Units Created, but excluding Units Redeemed at the close of Business Hours on the Trading Day

VA = value of all investment Securities in custody (end of Trading Day market price) + cash on-hand and at bank and/or financial institutions (including net Unit Creation/Redemption amounts on the Trading Day) + value of all investment Securities receivables + dividend receivables net of tax + interest/profit receivables net of tax + initial issue costs(i.e. formation fee, registration fees, legal and compliance fees, printing and publication expenses and other expenses).

LT = value of all investment Securities payables + payables to Brokers/agents and custodial charges + payables to Trustee + payables related to printing, publication and stationery + amortized initial issue costs (i.e., formation fee, registration fees, legal and compliance fees, printing and publication expenses and other expenses) as on the date and accrued deferred expenses with regard to management fee, annual fee, audit fee and safe keeping fees

*<u>** All the aspects within the calculation of NAV shall be performed in compliance with applicable IFRS and IAS with regard to the recognition of assets and liabilities and measurement of fair value and BSEC guidance.</u>*

3.9 ACCOUNTING AND REPORTING FOR PROVISION FOR DIMINUTION (OR APPRECIATION) IN FAIR VALUE OF INVESTMENTS IN FINANCIAL ASSETS

3.9.1 GDD EBCGF shall recognize the purchase of each Financial Asset at its acquisition cost which shall be the acquisition price paid for the Financial Asset plus transaction costs and GDD EBCGF shall recognize the sale of each Financial Asset at its sale receipt which shall be the sale price of the Financial Asset minus transaction costs.

3.9.2 After the initial recognition of a Financial Asset, GDD EBCGF shall make provision for diminution in the fair value of a Financial Asset held whenever the fair value of such Financial Asset is less than its acquisition cost. At subsequent balance sheet dates, if the fair value of the Financial Asset further decreases, a new provision to that extent shall accrue with respect to that Financial Asset. On the other hand, if the fair value rises since the previous balance sheet date but remains below the acquisition cost of the Financial Asset, a reversal of past provision to the extent of the rise shall be made and added to the earnings for the period of GDD EBCGF.

3.9.3 If the fair value of a Financial Asset exceeds its acquisition cost, the excess of the fair value over the acquisition cost shall be recognized as 'Other Comprehensive Income', which shall not to be offset against the aggregate provision for diminution in the fair value of other Financial Assets but shall be reported in the GDD EBCGF balance sheet as a separate line item under Unit Holder equity separate from any other reserve.

3.9.4 Any excess in the aggregate fair value of Financial Assets over their cost shall be reported in the GDD EBCGF profit/loss accounts as 'Other Comprehensive Income'.

3.9.5 Any Financial Asset, which is not actively trading in any organized stock exchange, shall be classified as a 'Non-Performing Financial Asset', provided that the Financial Asset fails to pay a return, either a dividend or interest income, to the GDD EBCGF during 2 (two) consecutive financial years.

3.9.6 The fair value of a 'Non-Performing Financial Asset' shall be deduced following International Financial Reporting Standards, supplemented by a full disclosure of inputs and methods for deducing the valuation, and such valuation is subject to the approval of the Trustee of GDD EBCGF.

3.9.7 GDD EBCGF's external Auditor shall comment on the fair valuation of any 'Non-Performing Financial Asset' and on the quality of the accompanying disclosure on Financial Assets.

3.10 CLASSIFICATION OF INCOME AND EXPENSES

3.10.1 GDD EBCGF shall recognize its income and expenses (gains or losses) on an accrual basis within its statement of profit/loss and other comprehensive income, and such income and expenses (gains or losses) shall be categorized by type.

3.11 OTHER FAIR VALUE ACCOUNTING PRINCIPLES

3.11.1 Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement shall be done for a particular asset or liability. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or in the absence of the principal market, in the most advantageous market for the asset or liability.

3.11.2 GDD EBCGF shall recognize the Financial Asset or a financial liability in its statement of financial position when, and only when, it becomes a party to the contractual provisions of the financial instrument. At initial recognition, GDD EBCGF shall measure a Financial Asset or a financial liability at its fair value plus (or minus) transaction costs that are directly attributable to the acquisition (or issue) of the Financial Asset or financial liability.

3.11.3 After initial recognition of a Financial Asset, that is on subsequent balance sheet dates, GDD EBCGF may classify such Financial Asset at fair value through its profit or loss, fair value through 'Other Comprehensive Income' or amortized costs in compliance with the provisions of IFRS.

3.11.4 After initial recognition of a financial liability, that is on subsequent balance sheet dates, GDD EBCGF may classify such financial liability at fair value through profit or loss or amortized costs in compliance with the provisions of IFRS.

3.11.5 A gain or loss on the Financial Asset or financial liability that is measured at fair value shall be recognized in profit or loss unless:

3.11.5.1 it is an investment in an equity Security and GDD EBCGF has elected to present gains and losses on that Security within 'Other Comprehensive Income'; or

3.11.5.2 it is a Financial Asset measured at fair value classified in 'Other Comprehensive Income'; or

3.11.5.3 it is a financial liability classified at fair value through the profit or loss, but GDD EBCGF is required to present the effects of changes in such financial liability's credit risk in 'Other Comprehensive Income', with the remaining amount of financial liability classified in the profit or loss.

3.11.6 GDD EBCGF shall classify dividends/interest received from investments with its profit and loss statement.

3.12 LIMITATION OF EXPENSES

3.12.1 Initial issue costs incurred by GDD EBCGF during the Initial Subscription Period shall not exceed 3.5% (three and one-half percent) of the Collected Amount or any other subscribed amount as determined by the Asset Manager on behalf of GDD EBCGF and approved in writing by the Trustee and the BSEC. such initial issue costs shall be capitalized and amortized within 5 (five) years of the close of the Initial Subscription Period by GDD EBCGF.

3.12.2 Inclusive within the initial issue costs, GDD EBCGF shall pay a 0.2% (zero point two percent) upfront registration fee calculated on the Initial Target Size to the BSEC, as per the Rules.

3.12.3 Other recurring operating expenses of GDD EBCGF shall include the following;

3.12.3.1 CDBL fees and charges;

3.12.3.2 Trustee fees;

3.12.3.3 Custodian fees;

3.12.3.4 Management fees;

3.12.3.5 Annual fee to the BSEC and any other authorities;

3.12.3.6 Valid expense for organizing a Unit Holders' meeting in compliance with the Mutual Fund Rules—2001

3.12.3.7 Audit fee;

3.12.3.8 Costs for the printing, distribution and publication of reports and periodicals;

3.12.3.9 Bank fees;

3.12.3.10 Selling Agent fees; and

3.12.3.11 Other authorized costs and expenses incurred for the sound operation of GDD EBCGF under the Rules.

3.12.4 The Selling Agent fees paid by GDD EBCGF to a Selling Agent may vary, but may not exceed 1% (one percent) of the investor's acquisition price of the Units.

3.12.5 Total annual operational expenses of GDD EBCGF, excluding amortized amounts of the initial issue costs and any provision for diminution in the fair value of investments, shall not exceed 4% (four percent) of the average of the daily NAV at fair value of GDD EBCGF during any financial year.

3.12.6 Inclusive within its total annual operational expenses, GDD EBCGF shall pay annual fees by a pay order or bank draft, at the rate of 0.10% (zero point ten percent) of the Net Asset Value of GDD EBCGF at the end of a financial year or BDT 100,000- (Bangladesh Taka one hundred thousand), whichever is higher, to the BSEC within 90 (ninety) days from the end of such financial year, as per the terms of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001).

3.13 UNIT PRICE FIXATION

3.13.1 The Creation and Redemption of Unit Certificates may only be performed by the Asset Manager acting on behalf of GDD EBCGF. The total number of Units Created or Redeemed by the Asset Manager on behalf of GDD EBCGF on any Trading Day is unlimited.

3.13.2 All payments/receipts in connection with or arising out of purchase or sale transactions of GDD EBCGF Units shall be performed in Bangladesh Taka (BDT).

3.13.3 The Asset Manager, on behalf of GDD EBCGF, will calculate GDD EBCGF's sale price (investor purchase price) per Unit (Offer Price) and repurchase price (Unit Holder sale price) per Unit (Bid Price) at the beginning of each new Trading Day, with the Offer Price being the NAV per Unit at fair value as calculated per clause 3.8 of this Prospectus at the close of Business Hours on the preceding Trading Day.

3.13.4 The difference between Offer Price per Unit (the NAV per Unit at fair value as calculated per clause 3.8 of this Prospectus at the close of Business Hours on the preceding Trading Day) and Bid Price per Unit shall not exceed 1% (one percent) of the Offer Price of GDD EBCGF and the Asset Manager will disclose the GDD EBCGF Offer Price and Bid Price at the beginning of each new Trading Day and publish such prices on the websites of the Asset Manager and GDD EBCGF.

3.13.5 On a Trading Day, the GDD EBCGF sale price per Unit to an investor shall be at that same Trading Day's Offer Price when a completed purchase form and Good Funds are received by the Asset Manager from the investor before the close of Business Hours on such Trading Day.

3.13.6 On a Trading Day, the GDD EBCGF repurchase price per Unit from a Unit Holder shall be at that same Trading Day's Bid Price when a completed sale form is received by the Asset Manager from the Unit Holder before the close of Business Hours on such Trading Day.

3.14 UNIT PURCHASE AND SALE PROCEDURE

The procedure for the purchase of GDD EBCGF Units by investors and the sale of GDD EBCGF Units by Unit Holders is as follows:

3.14.1 Subscribers during the Initial Subscription Period of GDD EBCGF will be issued Acknowledgement Certificates by GDD EBCGF for the amount of subscription funds received and upon the conclusion of the Initial Subscription Period will receive a Confirmation of Unit Allocation from GDD EBCGF and be issued Unit Certificates in minimum marketable lots of 500 (five hundred) Units for individual investors and 5,000 (five thousand) Units for institutional investors, as determined by the Asset Manager on behalf of GDD EBCGF, at face value of BDT 10- (Bangladesh Taka ten).

3.14.2 After the close of the Initial Subscription Period, GDD EBCGF Units may be purchased by investors and sold by Unit Holders during the Ongoing Offer Period in minimum lots of 500 (five hundred) Units for individuals and 5,000 (five thousand) Units for institutional investors.

3.14.3 Purchase and Sale Forms for Units of GDD EBCGF shall be available to investors and Unit Holders during the Ongoing Offer Period at the office of the Asset Manager and at the offices of authorized Selling Agents to apply in writing to the Asset Manager for the purchase or sale of Unit Certificates.

3.14.4 In order to execute a sale of Units to an investor, the Asset Manager on behalf of GDD EBCGF must receive both a duly completed Subscription/Purchase Form and Good Funds from the investor.

3.14.5 In order to execute a repurchase of Units from a Unit Holder, the Asset Manager on behalf of GDD EBCGF must receive a duly completed Sale Form from the Unit Holder.

3.14.6 The repurchase of Units by GDD EBCGF from Unit Holders shall be made on first-come-first-serve basis.

3.14.7 In the event that Unit repurchase requests from Unit Holders on a particular Trading Day exceeds 5% (five percent) of the total Units outstanding of GDD EBCGF, the GDD EBCGF may defer Unit repurchase requests made over 5% (five percent) of the total Units outstanding of GDD EBCGF for a maximum period of 3 (three) Trading Days, provided that such deferred amount will be repurchased by GDD EBCGF at the applicable Bid Price prior to deferral.

3.14.8 Unit Certificates shall be freely transferable by way of inheritance/gift and/or by specific operation of the Applicable Law.

3.15 UNIT PURCHASE AND SALE PROCEDURE VIA SIP

3.15.1 After completion of Initial Subscription Period, during the Ongoing Offer Period, an investor can invest through SIP either by cheque or via auto-debit system from an investor's bank account on a monthly basis.

3.15.2 All payments/receipts in connection with or arising out of purchase or sale transactions of GDD EBCGF Units by a SIP investor shall be performed in Bangladesh Taka (BDT).

3.15.3 SIP investors may purchase Unit Certificates in minimum amount of BDT 1,000- (Bangladesh Taka one thousand) and sell Unit Certificates as directed in the SIP brochure.

3.15.4 GDD EBCGF Unit determination dates for SIP investors (SIP Determination Date) shall be on the 14th day and 27th day of each month or the next immediate Trading Day if such dates are not Trading Days.

3.15.5 All SIP purchases and sales shall take place on the Trading Day immediately following a SIP Determination Date and the SIP purchase price per GDD EBCGF Unit shall be the Offer Price per Unit at the beginning of such next Trading Day after the SIP Determination Date as published on the websites of GDD EBCGF and the Asset Manager.

3.15.6 If a SIP investor wants to terminate his SIP scheme before the end of two (2) years from the date of the scheme's first SIP Determination Date, GDD EBCGF shall apply a 1% (one percent) exit load penalty on such SIP investor's Units at the time of sale.

3.16 UNIT PURCHASE AND SALE PROCEDURE FOR NRB & FOREIGN INVESTORS

3.16.1 NRBs and other foreign based investors (both individuals and institutions) can invest in GDD EBCGF from anywhere around the world without visiting Bangladesh during the Initial Subscription Period and Ongoing Offer Period.

3.16.2 During Ongoing Offer Period, the investors may purchase units of GDD EBCGF at the respective Offer Price and the Unit Holders may sell Units of GDD EBCGF at the respective Bid Price, as per clause 3.14.

3.16.3 In order to execute a sale of Units to foreign based investors, the Asset Manager on behalf of GDD EBCGF must receive a duly completed Subscription/Purchase Form and any required support documents via email or web based online portal along with Good Funds from the foreign based investor through the Custodian.

3.16.4 In order to execute a repurchase of Units from foreign based Unitholders, the Asset Manager on behalf of GDD EBCGF must receive a duly completed Sale Form and any required support documents via email.

3.16.5 Foreign based investors, in general, are required by Applicable Law to establish a NITA (Non-Resident Investors' Taka Account) and BO account through a BSEC registered custodian bank to remit funds for the purchase of GDD EBCGF Units and also for repatriation of the sales proceeds after sale of GDD EBCGF Units. For further details, foreign based investors may contact their broker or the Asset Manager.

3.17 INVESTMENT MANAGEMENT

Green Delta Dragon Asset Management Company Limited shall conduct the day-to-day management of GDD EBCGF and its portfolio as the Asset Manager subject to the provisions of সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) and the Deed of Trust, Investment Management Agreement and any general directions given by the Trustee and/or by the BSEC.

3.18 DIVIDEND POLICY

The Dividend Policy of GDD EBCGF is as follows:

3.18.1 Net income for a financial period of GDD EBCGF shall be measured following International Financial Reporting Standards after incorporating all valid income and expenses.

3.18.2 The Trustee shall examine the recorded income and expense items of GDD EBCGF to confirm their validity.

3.18.3 GDD EBCGF may, at its discretion, declare and pay Dividend to Unit Holders annually from the distributable profit, if any, in cash.

3.18.4 Dividend shall not be paid out of other comprehensive income and/or unrealized capital gains.

3.18.5 Before declaration of GDD EBCGF Dividend, the GDD EBCGF shall make a provision in consultation with GDD EBCGF's Auditor if the market value of investment Securities falls below their acquisition cost and the method of calculation of this provision will be incorporated in the notes of the GDD EBCGF audited financial accounts.

3.18.6 GDD EBCGF may also create a Dividend equalization reserve by appropriation from its income subject to compliance with the Rules.

3.18.7 GDD EBCGF shall distribute a minimum of 50% (fifty percent) of its annual realized net profit as Dividend at the end of each accounting year after making provision for diminution in the value of its Financial Assets and any Dividend equalization reserve.

3.18.8 Unit Holders whose names appear in the register on the Dividend Record Date will be eligible to receive the Dividend.

3.18.9 The default payment option to Unit Holders for GDD EBCGF Dividends shall be cash. If a Unit Holder, wishes to reinvest its Dividend using cumulative investment plan (CIP), it may apply to the Asset Manager to do so within 15 (fifteen) days of the Dividend declaration date. The calculation for the conversion of Dividend distributions to GDD EBCGF Units shall divide the Unit Holder cash Dividend entitlement by the GDD EBCGF NAV per Unit calculated at the close of Business Hours on the Record Date. A calculation resulting in partial Units of 0.50 (zero point five) or above shall be rounded up to a whole, while a calculation resulting in partial Units of less than 0.50 (zero point five) shall be rounded down to a whole. Unit Holders should consult their tax advisor with regard to the tax treatment of GDD EBCGF cash Dividend and reinvestment under CIP.

3.18.10 Dividends shall be paid within 45 (forty-five) days from the declaration of such Dividends and a statement shall be submitted within the subsequent 7 (seven) days of dispatch to the BSEC.

3.18.11 GDD EBCGF shall not issue reinvestment unit (RIU) under any circumstance.

3.19 ACCOUNTS AND REPORTS

GDD EBCGF will perform the following accounts and adhere to the following reporting:

3.19.1 The GDD EBCGF annual report, inclusive of GDD EBCGF's financial accounts or an abridged summary thereof shall be published through GDD EBCGF's website, the website of the Asset Manager and advertisement no later than 45 (forty-five) days from the close of each financial year, and such annual report or any abridged summary thereof shall include details specified in Schedule VI and VII of the Rules for the purpose of providing a true and fair view of GDD EBCGF. And further provided that, whenever the annual report is published in summary form, such publications carry a note that the full GDD EBCGF annual report is available for inspection at the office of the Asset Manager, and if so required, a copy thereof shall be made available upon payment to the Asset Manager by a requestee of a specified fee.

3.19.2 GDD EBCGF shall before the expiry of 30 (thirty) days from the close of each half year publish through GDD EBCGF's website, the website of the Asset Manager and an advertisement, its abridged unaudited financial results in at least one Bangla and one English daily newspapers, provided that the half-yearly accounts/financial results shall contain details as specified in Schedule VII in the Rules and such other details as are necessary for the purpose of providing a true and fair view of the operation of GDD EBCGF.

3.19.3 GDD EBCGF shall, within 1 (one) month from the end of each quarter, publish a copy of its unaudited quarterly financial statements on the GDD EBCGF's website and the website of the Asset Manager.

3.19.4 GDD EBCGF shall, before expiry of 7 (seven) days from the end of each month, disclose for all Unit Holders a complete statement of portfolio of GDD EBCGF, in the prescribed form and shall upload the same on the GDD EBCGF's website and the website of the Asset Manager.

3.19.5 Without prejudice to the generality of the above, GDD EBCGF shall furnish the following periodic reports to the BSEC, namely:

3.19.5.1 A copy of its annual audited accounts, including statement of financial position, statement of comprehensive income, statement of cash flows, statement of changes in equity and accompanying accounting policies and notes to the account statements, within 3 (three) months from the end of each financial year;

3.19.5.2 A copy of its semi-annual unaudited accounts within 45 (forty-five) days of the end of each 6 (six) month period;

3.19.5.3 A quarterly statement of change in Net Assets of GDD EBCGF within 30 (thirty) days of the end of the quarter;

3.19.5.4 A quarterly portfolio statement of GDD EBCGF, including changes from the previous quarterly period within 30 (thirty) days of the end of each quarter, provided that, the Sponsors, the Trustee, the Asset Manager, and the Custodian of GDD EBCGF will make disclosures or submit documents as per requirements of the Rules and as they may be called upon to do so by the BSEC.

3.19.5.5 Quarterly unaudited financial statements within 30 (thirty) days from the end of the quarter of the financial year;

3.19.5.6 A monthly statement of portfolios, including changes therein from the previous period, for GDD EBCGF, within 7 (seven) days from the end of the month; and

3.19.5.7 The Asset Manager shall publish a monthly statement to the BSEC, within 7 (seven) days from the end of the month, reporting new Units sold, capital funds received, Units repurchased, and capital funds paid for every Trading Day of the month.

3.20 WINDING UP

The winding up procedures of GDD EBCGF are as follows:

3.20.1 The GDD EBCGF may be wound up in case of one of the following:

3.20.1.1 If the total number of outstanding Units held by the Unit Holders after Redemptions at any point of time falls below 25% (twenty-five percent) of the Units comprising the Collected Amount; or

3.20.1.2 Upon the happening of any event, which, in the opinion of the Trustee with approval from the BSEC, requires GDD EBCGF to be wound up; or

3.20.1.3 If the BSEC directs GDD EBCGF to be wound-up in the interest of the Unit Holders.

3.20.2 In the event that the GDD EBCGF is wound up, it will be wound up in the following manner:

3.20.2.1 The Trustee shall call a meeting within 30 (thirty) days from the notice date to the Unit Holders of GDD EBCGF to consider and pass necessary resolutions by 3/4th (three-fourths) majority of Unit Holders present and voting at the meeting, authorizing the Trustee to take steps for winding up of GDD EBCGF;

3.20.2.2 If such vote fails to have 3/4th (three-fourths) majority mandate, the BSEC shall have the power to supersede the mandate if the situation demands; and

3.20.2.3 The Trustee shall dispose of the assets of GDD EBCGF in the best interest of the Unit Holders, provided that the proceeds of sale shall, in the first instance, be utilized towards discharge of such liabilities as are properly due under GDD EBCGF after making appropriate provision for meeting the expenses connected with such winding up, the balance to be paid to the Unit Holders in proportion to their respective interest in the assets of GDD EBCGF as on the date when the decision for winding up was taken.

Within 30 (thirty) days from the completion of the winding up, the Trustee shall forward to the BSEC and the Unit Holders a report on the winding up containing particulars, such as circumstances leading to the winding up, the steps taken for disposal of assets of GDD EBCGF before winding up, expenses of GDD EBCGF for winding up, net assets available for distribution to the Unit Holders and a certificate from the Auditor.

3.20.3 On and from the date of the notice of the winding up of GDD EBCGF, the Trustee or the Asset Manager, as the case may be, shall:

3.20.3.1 Cease to carry on any business activities of GDD EBCGF; and

3.20.3.2 Cease to Create and Redeem Units of GDD EBCGF

3.20.4 Where GDD EBCGF is to be wound up pursuant to the above, the Trustee and the Asset Manager shall give simultaneously separate notice of the circumstances leading to the winding up of GDD EBCGF to the BSEC and if winding up is permitted by the BSEC, shall publish such notice in two national daily newspapers including a Bangla newspaper having nationwide circulation.

CHAPTER 4

INVESTMENT APPROACH & RISK MANAGEMENT

In line with the GDD EBCGF Investment Objective, the portfolio of GDD EBCGF may be concentrated in Blue Chip Securities of issuers with capitalization of BDT 8,500,000,000- (Bangladesh Taka eight billion five hundred million) or more and IPO investments in potential future market leaders.

4.1 INVESTMENT APPROACH

The GDD EBCGF will adhere to a research-driven investment approach while building its investment portfolio, including, but not limited to, assessment of:

4.1.1 Global, regional and local macro-economic indicators and socio-economic conditions;

4.1.2 Market trends, including liquidity and interest rate trends;

4.1.3 Sectoral outlook based on the analysis of business cycle, growth potential, regulatory events, etc.;

4.1.4 4.1.4Individual Investee Company and Investee Group fundamentals within their sectoral structure, including valuation, quality of management, financial profile, earnings growth prospects, sensitivity to economic changes and yield;

4.1.5 Environmental, social and governance issues and mitigants within the sector and with relation to an Investee Company and its Investee Group;

4.1.6 Additional research analysis to identify latent, unidentified value potential with relation to a potential Investee Company and its Investee Group;

4.1.7 Adherence to the GDD EBCGF Investment Policy and Investment Restrictions; and

4.1.8 Diversification safeguards within the investment portfolio by industry sector and Investee Company and its Investee Group profiles.

4.2 INVESTMENT APPROACH IMPLEMENTATION METHODOLOGY

The Investment Committee of GDD EBCGF is comprised of experienced investment professionals, who will review and approve all potential investment opportunities identified. The Investment Committee shall conduct regular reviews of the GDD EBCGF investment portfolio as per the investment management process.

The investment analysis process of GDD EBCGF shall incorporate the Investment Approach of clause 4.1 in the following manner:

4.2.1 **Investment Landscape Pre-Screening:** GDDA's Research Analysts and Portfolio Managers will identify prospective investment Securities by screening potential investments to ensure that they meet the Fund's basic investment criteria and by performing certain basic fundamental analysis. The result will be a smaller universe of investible Securities after completion of pre-screening. The following pre-screening criteria will be applied:

4.2.1.1 Pre-screening for size resiliency, with minimum BDT 8,500,000,000 (Bangladesh Taka eight thousand five hundred million) in market capitalization or potential to be such;

4.2.1.2 Pre-screening for compliance with GDD EBCGF Investment Policy and Investment Restrictions (Sections 3.5 and 3.6 of this Prospectus respectively);

4.2.1.3 Pre-screening of a potential Investee Company/Investee Company and its Investee Group for compliance with GDD EBCGF ESG criteria, based on the GDD EBCGF ESG exclusion lists;

4.2.1.4 Pre-screening for liquidity and historical price stability;

4.2.1.5 Qualitative review and assessment of the potential Investee Company/Investee Company management, corporate culture and history of regulatory compliance; and

4.2.1.6 Track record of potential Investee Company/Investee Company actions while conducting its business.

4.2.2 **Portfolio Diversification:** A well-balanced asset allocation strategy shall be followed to construct an investment portfolio incorporating a diversified selection of equity and fixed income Securities which meet GDD EBCGF's investment requirements.

4.2.3 **Macro Business Positioning:** Sectoral outlook, the present business position of an Investee Company within its sector and how such position may be affected by change in economic cycles and/or political, social and global events. Assessment of market competition and the ability of the Investee Company to maintain or grow its position within its industry sector.

4.2.4 **Unique Attributes:** Associated with macro business positioning, GDD EBCGF will look for Investee Companies with unique attributes, advantages or business plans that will permit them to sustainably deviate or have potential to sustainably deviate from sector peers.

4.2.5 **Fundamental Analysis and Valuation:** Investee Companies will be consulted with and reviewed to analyze historical results vs. prior projections and formulate assumptions to be used for future growth and valuation. Fundamental analysis shall include, but not be limited to:

4.2.5.1 Capital structure and historical financial results, such as revenue composition, cost structure, balance sheet composition, cash flow and performance ratios, as well as the frequency of extraordinary items;

4.2.5.2 Assessment of sales and earnings quality and earnings growth potential;

4.2.5.3 Historical pay-out growth and dividend yield;

4.2.5.4 Financial forecast and valuation/sensitivities based on well-researched assumptions; and

4.2.5.5 Business performance comparatives vs. peers within the industry sector.

4.3 INVESTMENT MONITORING AND STOP LOSS

4.3.1 **Actively Monitor and Rebalance Portfolio:** The Portfolio Manager will monitor the GDDA EBCGF portfolio on an ongoing basis under the supervision of the Investment Committee. The Portfolio Manager will rebalance the portfolio to seek optimization of its overall risk/return dynamics by purchasing or selling select Securities after proposing such to and receiving approval from the Investment Committee.

4.3.2 **Stop Loss:** If the fundamentals of any investment Security held by GDD EBCGF materially deteriorate, the Portfolio Manager may propose a stop loss action to the Investment Committee.

4.4 ESG SCREENING

GDD EBCGF considers the implications for environmental, social and governance factors as an integral part of its investment analysis process. It believes that sustainable development can play a pivotal role in sound business performance and encourages Investee Companies to transition toward the creation of a more sustainable economy. Integration of ESG analysis into its investment research, investment decision-making and portfolio management processes are a core priority of GDD EBCGF. The Asset Manager of the Fund will continually monitor Investee Companies and Investee Groups on environmental, social and governance matters.

ESG Approval Process

4.4.1 The Asset Manager shall perform an environmental and social screening at the earliest assessment stage of a potential Investee Company to determine whether there are environmental and social at the Investee Company or in its Investee Group that are unacceptable for GDDA investment. The potential Investee Company shall be screened by a Research Analyst and/or Portfolio Manager against the Fund's environmental and social exclusion lists. Any proposed investment in an Investee Company who partakes or Investee Group that partakes in an activity on the Fund's environmental and social exclusion list (provided in Annexure 1 hereto) shall be rejected.

4.4.2 Good governance reduces overall Investee Company risk. The Asset Manager shall perform a governance risk screening at the earliest assessment stage of a potential Investee Company to determine whether or not such potential Investee Company is involved in activities that compromise good governance standards. The potential Investee Company shall be screened by the Research Analyst and/or Portfolio Manager against the governance risk exclusion list (provided in Annexure 2 hereto). Any proposed investment in an Investee Company who exhibits characteristics included on the governance exclusion list shall be rejected.

4.4.3 Once an investment has been approved by the Fund's Investment Committee, the Research Analyst and/or Portfolio Manager shall monitor the Investee Company and its Investee Group's ongoing performance, as compliance status may change from time to time after investment approval. The monitoring process generally involves a review of an Investee Company and its Investee Group's information disclosures, interviews with the management and review of all publicly available information on the Investee Company and its Investee Group, including:

- Reports on serious incidents
- Changes in business activities.
- Monitoring for new permits or licenses.
- Any fines and penalties for non-compliance with ESG regulations.

- Recent reports from the relevant regulator or inspection authority.
- Environmental and social issue occurrences, including accidents or incidents.
- Media attention to environmental and social issues related to the Investee Company and its Investee Group.
- Any complaints regarding environmental, social and governance issues that are submitted by stakeholders about the Investee Company and its Investee Group.
- Opportunities to enhance the management of environmental, social and governance risks and improve environmental, social and governance performance.

4.5 PRIMARY RISK FACTORS & RISK MANAGEMENT

Investing in the Green Delta Dragon Enhanced Blue Chip Growth Fund bears market and investment risks that investors should carefully consider before investing. These risks could result in loss of some or all of the invested capital contributed by the investor. Potential investors in GDD EBCGF should carefully consider the primary risk factors outlined in this Prospectus, as well as other risks that may occur from time to time.

4.5.1 Market and Investment Risk Factors

Some of the principal market and investment risk factors being incurred by investors when investing in GDD EBCGF are listed, but not limited, to the below:

4.5.1.1 Event Risk: The Bangladesh capital market may be affected by events inside and outside of Bangladesh, including political, social and economic trends and events, as well as natural disasters and pandemic, that may materially affect the value of GDD EBCGF's portfolio.

GDDA shall remain informed and attuned to global, regional and local events that may affect the value of GDD EBCGF's portfolio and shall actively manage the investment portfolio to try to reduce event risk.

4.5.1.2 Liquidity Risk: The stock exchanges and fixed income trading platform of Bangladesh have limited trading liquidity, particularly during negative events and economic downturns, which may make it difficult for GDD EBCGF to liquidate certain Securities positions and may result in potential loss.

GDDA shall seek to minimize liquidity risk through pre-screening the historical liquidity situation of Investee Companies and by analysis of Investee Company's fundamentals in light of the status of the economy, capital market trends, industry conditions and researched Investee Company prospects. GDDA shall also proactively make investment and portfolio rebalancing decisions.

4.5.1.3 Governance Risk: Honest and reliable management and sound governance structure of an Investee Company are fundamental to its performance expectations. The performance of an Investee Company is likely to be negatively affected by management that fails to fulfill its business plan, is conflicted or does not act in the best interest of all stakeholders.

Early-stage pre-screening of Investee Companies helps to identify Investee Companies who possess obvious governance flaws. Risks specific to governance may be further minimized via regular interaction with Investee Company management and thorough research of the Investee Company's governance structure, including such factors as minority rights, disclosure, representation, etc.

4.5.1.4 Credit Risk: If for any reason, the business or business prospects of an Investee Company materially weaken, the credit strength of such Investee Company could reduce, inhibiting its access to capital and/or resulting in default or inability to continue as a going concern.

Credit risk may be mitigated by thorough research of the Investee Company's financial profile and fundamentals, as well as management action track-record, transparency and availability. Third party ratings assessment of an Investee Company is also useful in quantifying credit risk.

4.5.1.5 Environmental and Social Risk: Every Investee Company makes use of environmental and social resources to operate its business. In order for Bangladesh to grow and generate increasing wealth, an Investee Company must be sustainability conscious and preferably be moving toward carbon neutrality, while treating its employees and the communities it operates in respectfully and fairly. Investee Companies that do not have aligned environmental, social and governance goals will likely find it harder to achieve their business ambitions.

Early-stage pre-screening for Investee Company activities violating the Fund's environmental and social exclusion list and governance exclusion list is the first stage to reducing environmental and social risk. Additionally, continuous monitoring of Investee Companies and their Investee Groups by GDDA should act to further minimize environmental, social and governance risk.

4.5.1.6 Regulatory Risk: The capital market of Bangladesh is subject to regulation by the BSEC, free flow of funds is regulated by the Bangladesh Bank and Investee Companies are subject to industry regulations. Material regulatory changes could have an impact on the capital market and/or the performance of individual Securities within GDD EBCGF's portfolio.

GDDA, itself, as the Asset Manager of GDD EBCGF, is required to comply with BSEC regulations while managing the Fund, and it will further strive to maintain international best practices in the Fund's operation. Sectoral knowledge and pre-screening of an Investee Company's regulatory compliance history and regular interaction with its management should provide appropriate perspective when assessing Investee Company regulatory risk.

4.5.1.7 Interest Rate and Monetary Policy Risk: Changes in interest rates affect the cost of Investee Company funding and directly the price of fixed income Securities held by GDD EBCGF. Revisions in benchmark interest rates and the monetary policy of Bangladesh may affect capital liquidity in Bangladesh as well as the exchange rate of the BDT. These factors may materially affect an Investee Company's growth rate and valuation, as well as the Fund's NAV.

By staying up-to-date and attune to interest rate and monetary policy, GDDA may adjust its investment exposure to optimize return from anticipated changes to interest rate cycles and monetary policies.

4.5.1.8 Tax Risk: The tax policies of Bangladesh are subject to change, which may affect the Fund's and its Unit Holders' returns. GDD EBCGF and its Unit Holders shall be subject to Bangladesh tax law.

If there is a particularly substantive change to Bangladesh tax law that impacts GDD EBCGF returns, GDDA may seek to manage the investment portfolio to optimize investor after-tax return without compromising the quality of the investment portfolio.

4.5.1.9 Currency risk: Investments in GDD EBCGF by both NRB and foreign investors are likely exposed to potential fluctuations in foreign exchange rates, which could lead to either positive or negative return effects as a result of currency appreciation or depreciation.

Foreign exchange risk is usually an inherent aspect of any foreign investment. A long-term investment approach, together with potential GDP growth higher than the global average may mitigate the effect of foreign exchange volatility on foreign investments.

4.5.2 Fund Specific Risk Factors

Some of the primary fund specific risk factors incurred by investors when investing in GDD EBCGF are listed, but not limited, to the below:

4.5.2.1 New Manager Risk: GDD EBCGF is the first fund offering managed by Green Delta Dragon Asset Management Company.

GDDA is a joint venture between two reputable and experienced financial behemoths, being Green Delta Insurance Company Limited, Bangladesh's largest general insurer, and the Dragon Capital Group, Vietnam's largest private asset management company. Both have taken the position as Sponsors of GDD EBCGF. The investment decision-making body is the Investment Committee of GDD EBCGF. It is comprised of experienced senior executives, who have solid track-records in the Bangladesh financial industry.

4.5.2.2 Growth Fund Risk: GDD EBCGF is structured as a Growth Fund which entails that a higher proportion of the Fund's earnings are retained and re-invested and that equity Securities may make up a higher proportion of its portfolio. As a result, GDD EBCGF's NAV may experience volatility despite the rather large size of underlying "Blue-Chip" investments.

GDD EBCGF intends to invest in both listed equity and debt Securities. The research-driven Investment Approach and Investment Approach Implementation Methodology (Clauses 4.1 and 4.2 above) attest to the veracity of GDDA's investment requirements. The Investment Policy of GDD EBCGF provides room for GDDA to manage the amount of overall listed Securities (excluding Government of Bangladesh Securities) in the investment portfolio, being at least 50% (fifty percent) and not more than 90% (ninety percent) of the investment portfolio composition.

4.5.2.3 Concentration Risk: Due to the limited number of listed securities in both the DSE and CSE that are likely to meet the investment requirements of GDD EBCGF, the GDD EBCGF portfolio is likely to be relatively concentrated in comparison to its peers.

GDDA intends to proactively manage Investee Company exposures within the investment portfolio. The Investment Policy of GDD EBCGF restricts the Fund from investing more than 10% (ten percent) of its total assets in Securities issued by a single Investee Company and from investing more than 15% (fifteen) percent of its total assets in Securities of an Investee Group.

4.5.2.4 Performance Risk: There is no guarantee that GDD EBCGF will be able to meet its Investment Objective. Investors could potentially incur losses, which includes loss of some or all of their invested capital amount. As with any investment in securities, the Net Asset Value of GDD EBCGF may go up or down depending on various factors and forces affecting the Bangladesh capital market, as well as the performance of individual Securities within the GDD EBCGF portfolio.

Performance risk is inherent to investment. GDD EBCGF relies on the experience and knowledge of the Asset Manager, the GDD EBCGF Investment Committee and the structure of the Fund when composing its investment portfolio and seeking to meet the Investment Objective.

CHAPTER 5

FORMATION, MANAGEMENT & ADMINISTRATION

5.1 SPONSORS OF GDD EBCGF

GDD EBCGF is being jointly sponsored by Green Delta Insurance Company Limited (GDIC) and Dragon Capital Markets Limited (DCM).

Green Delta Insurance Company Limited was founded in 1985 and has grown to be the largest non-life insurer of Bangladesh. It has 39 (thirty-nine) branches across the country with insured assets of over BDT 3,500,000,000,000- (Bangladesh Taka three thousand five hundred billion). GDIC has a credit rating of AAA and ST-1 for the last 9 (nine) consecutive years from Credit Rating Agency of Bangladesh (CRAB). It achieved the ICMAB Best Corporate Award in the insurance industry category for 6 (six) consecutive years since 2016 and is the only Bangladeshi insurance company that has earned the globally renowned "Superbrands" recognition, as well as the "Commward", which is the most prestigious brand centric award in Bangladesh.

Dragon Capital Markets Limited is a wholly owned subsidiary of Dragon Capital Group (DC). DC is the largest and longest established private asset management company in Vietnam with AUM of over US$ 5,000,000,000- (United States Dollars five billion). DC manages 4 (four) core equity and fixed income funds internationally and 7 (seven) core equity and fixed income funds, including 2 (two) ETFs domestically. Its flagship fund Vietnam Enterprise Investments Ltd. is listed on the London Stock Exchange.

5.2 TRUSTEE OF GDD EBCGF

Bangladesh General Insurance Company Ltd. (BGIC) is the Trustee of GDD EBCGF. BGIC is one of the first general insurance companies in Bangladesh in the private sector, providing all classes of non-life insurance since its establishment on 29 July 1985. BGIC took the pioneering initiative to act as the trustee of mutual funds and bonds in Bangladesh since 2000 to serve the capital market of the country.

The Trustee has composed a committee responsible for discharging the obligations of the Trustee with the following members:

5.2.1 Chairman, BGIC

5.2.2 Managing Director & CEO, BGIC

5.2.3 Financial Consultant, BGIC

5.2.4 Deputy Managing Director, BGIC

This Trust committee shall conduct at least 1 (one) meeting every quarter regarding the performance of GDD EBCGF in order to protect the interests of Unit Holders.

5.3 CUSTODIAN OF GDD EBCGF

BRAC Bank Limited is the Custodian of GDD EBCGF. BRAC Bank Limited was incorporated under Companies Act, 1994 and Bank Companies Act, 1991. BRAC Bank Limited has one of the strongest financial standings amongst banks in Bangladesh. The bank achieved a Moody's Investor rating of Ba3-, the highest rating Moody's may assign to banks in Bangladesh. It is also a top-rated bank by local credit rating agencies (CRAB AA1/ST-1, CRISL- AA+/ ST-1 and Emerging Credit Rating- AA+/ ST-1), due to the high quality of its portfolio and strong capital base. BRAC Bank was registered with the BSEC on December 15, 2009, to act as a Custodian. The Bank has been providing custodial services to numerous mutual funds in Bangladesh. It has the required capabilities, qualifications and skills to perform skilled custodian services.

5.4 ASSET MANAGER OF GDD EBCGF

Green Delta Dragon Asset Management Company Limited (GDDA) is the Asset Manager of GDD EBCGF. GDDA received its asset management license on 24 November 2021 and is structured as a research-driven asset manager to compose and deliver innovative, high-quality products and services in Bangladesh.

The GDDA mission is to be a top-class intermediator of capital in Bangladesh by providing attractive returns to investors, value to companies and a desirable workplace for employees – and to perform with absolute professionalism and integrity, driven by a long-term commitment to the environment, society and economy of Bangladesh.

Its vision is to combine the unique local know-how, relationships and insights of the Green Delta Insurance Group with the asset management experience and international best practices of the Dragon Capital Group, and to follow an investment approach driven by close teamwork, rigorous research and the latest financial technology to deliver superior products and services to investors.

5.4.1 BOARD OF DIRECTORS OF GDDA

The board of directors of Green Delta Dragon Asset Management Company Limited is multi-national, with decades of combined experience in the global asset management and the finance sectors. The GDDA board members are as follows:

SL	NAME	Representing Institutions	BRIEF PROFILE	POSITION
1	Mr. Joseph J. Hoess MBA, GAICD	Dragon Capital Management (HK) Ltd.	• Director at Dragon Capital Group Limited • Over 10 years as the Head of Financial Institutions and an Investment Manager at Dragon Capital • Manager of the Mekong Brahmaputra Clean Development Fund (DC closed-end, clean tech private equity fund 2010 -2020) • Previously held several senior positions in both commercial and investment banking capacities with ABN AMRO Bank NV in the United States, Europe, Brazil, China, Singapore and Thailand from 1991 to 2006 • MBA from the University of Illinois at Chicago and BA from Northern Illinois University	Chairman
2	Mr. Rafiqul Islam	Equinox Dhaka Ltd.	• Director of Equinox Dhaka Limited • Experience of over 2 decades in the financial sector & financial advisory • Former Chairman of FDI Standing Committee of Bangladesh-Malaysia Chamber of Commerce & Industry for 2018-19 and Member of Sub Committee on Investment 2018 of Metropolitan Chamber of Commerce and Industry, Dhaka • Master of Commerce Degree in Accounting and MBA in Finance from East West University. • Additional studies in Business, International Relations and Political Economy at London School of Economics	Vice-Chairman

SL	NAME	Representing Institutions	BRIEF PROFILE	POSITION
3	Farzanah Chowdhury Chartered Insurer	Green Delta Insurance Company Ltd.	• Managing Director & CEO of Green Delta Insurance Company Ltd. • The first female Managing Director & CEO of Bangladesh in financial sector, with experience of over 2 decades • Recognized as a Local SDG Pioneer 2016 by The UN Global Compact in the Global Leaders' Summit • "Woman Leader of the Year" in the Asian Insurance Industry Awards 2019 • Acknowledged as a Pioneer for Women's Economic Security through Nibedita- the first comprehensive insurance scheme for women in South Asia. • Honorable Mention for Excellence in Sustainability 2020 by the World Economic Forum • Bangladesh Sustainable Development Goals Pioneer for Women's Economic Security UN Global Compact • Global Chair of G100 • Ambassador of the UK Chartered Insurer Institute. • Member of the Chartered Insurance Institute, UK and the Malaysian Insurance Institute • MBA from Monash Business School, Monash University in Melbourne, Australia	Director
4	Dominic Scriven, OBE, OLM	Dragon Capital Management (HK) Ltd.	• Chairman & Co-Founder of the Dragon Capital Group • Prior to founding the Dragon Capital Group in 1994 worked in fund management and broking, with firms such as M&G, Sun Hung Kai, Citicorp, and Peregrine. • Received the Most Excellent Order of the British Empire in 2006 for his contribution to United Kingdom and Vietnam relations. • Received Recognition Award from the HCMC People's Committee in 2008, and an Order of Labor Medal from the Vietnamese Government in 2014, for his work in Vietnam. • Received dual degrees in Sociology & Law from Exeter University in 1985	Director
5	Syed Moinuddin Ahmed	Green Delta Insurance Company Ltd.	• Additional Managing Director of Green Delta Insurance Company Ltd. • Managing Director of GD Assist Limited • Over 20 years of experience in the banking and insurance industries • Working experience in several reputed commercial banks in the country at various vital roles • Engaged in business development, business process optimization, forging strategic alliances, human resource development and implementation of special projects and global best practices • MBA in Finance from the University of Dhaka	Director
6	Quyen Duong Do MCOM	Dragon Capital Management (HK) Ltd.	• Head of Principal Investments at Dragon Capital Group Limited • Prior to moving to the Dragon Capital Group worked for Mekong Capital and Lombard in Vietnam • Led the fundraising and managed the US$100 mln. Vietnam Azalea Fund at Mekong Capital • Graduated from the University of New South Wales in 2003 with a Master's Degree of Commerce	Director

SL	NAME	Representing Institutions	BRIEF PROFILE	POSITION
7	Syed Aliul Ahbab FCCA	Green Delta Insurance Company Ltd.	• Finance Controller of GDIC • Fellow Member of Chartered Certified Accountants (FCCA, UK) • More than a decade of experience with extensive knowledge and experience in financial reporting, financial planning and budgeting, statutory & internal audits and internal control systems development. • Oversees and supervises the financial reporting and regulatory reporting processes and involved in assisting strategy designing and implementation and continuous process development within the finance function of Green Delta Insurance. • Worked as a Senior Manager of Corporate Finance at KPMG, Bangladesh with experience of working with many other KPMG offices across the globe.	Director

5.4.2 BRIEF PROFILE OF FUND MANAGEMENT TEAM

GDDA LEADERSHIP

MANAGING DIRECTOR & CEO – MR. SHAHBAJ TALAT

Mr. Talat was appointed as the Managing Director & CEO of Green Delta Dragon Asset Management Company Limited at its inception. Talat is a seasoned corporate and investment banking professional with more than 17 (seventeen) years of experience in corporate banking and fund management at top-tier private commercial banks in Bangladesh. Prior to joining GDDA, he was the Executive Vice President & Dhaka Area Head of Corporate & Institutional Banking at Prime Bank Limited, where he managed a portfolio of approximately US$ 1 bln. (United States Dollars one billion). Talat is an experienced manager and is highly adept in risk management and business development. He completed a Bachelor of Business Administration with Major in Finance from the University of Dhaka.

GDDA INVESTMENT RESEARCH TEAM

SENIOR MANAGER, INVESTMENT RESEARCH – MR. MOHAMMAD ASRARUL HAQUE

Mr. Haque has 8 (eight) years of professional experience in the field of equity research and investment analysis. Prior to joining GDDA, he was the Team Leader at EBL Securities Ltd Equity Research Department. Haque is highly adept at business modeling and organizational performance analysis based on financial & non-financial metrics and has both extensive buy-side and sell-side research experience. He managed a core research team at EBL Securities Limited, where he initiated several successful global research distribution agreements with partners like, Bloomberg, Eikon Refinitiv, CFA ARX, Research Pool, RSRX, 1857 Advisors etc. Haque has a Bachelor of Business Administration Degree in Finance from the University of Dhaka and is presently studying for a Master of Science Degree in Economics from North South University. He also pursuing CFA credentials from the CFA Institute, USA and has passed the CFA Level 1 Examination.

SENIOR EXECUTIVE, INVESTMENT RESEARCH – MS. UMME MAKSUDA LUCKY

Ms. Lucky has 4 (four) years of experience in buy-side research as an Investment Analyst. Lucky has experience in macro-economic analysis, equity valuations and technical analysis of instruments used in portfolio management at AIMS of Bangladesh Limited. Ms. Lucky has completed a Bachelor of Business Administration Degree in Finance from the University of Dhaka.

EXECUTIVE, INVESTMENT RESEARCH - MS. NUSRAT JAHAN NILOY

Ms. Nusrat has 3 (three) years of experience in diverse roles including financial accounting, audit and reporting. Nusrat previously worked at British American Tobacco Co. in Bangladesh. Being an ACCA affiliate, she is well-versed in International Financial Reporting Standards, International Accounting Standards and International Standards on Auditing. Nusrat graduated in Applied Accounting from Oxford Brookes University.

GDDA PORTFOLIO MANAGEMENT TEAM

PORTFOLIO MANAGER - MR. SADAT M FAISAL

Mr. Faisal has 7 (seven) years of experience in investment research and portfolio management in various investment firms and stock brokerage companies in Bangladesh. He is proficient in analytics and risk management. Faisal completed a Bachelor of Business Administration Degree with double major in Finance and Accounting from North South University and completed the Chartered Finance Analyst (CFA) Level 2 from the CFA Institute, USA.

ASSISTANT PORTFOLIO MANAGER - MR. TIPU SULTAN

Mr. Sultan has 5 (five) years of equity research and strategic investment experience in the Bangladesh capital market. He is skilled in evaluating potential investment opportunities, portfolio management, technical and financial analysis and valuations. Sultan has completed a Bachelor of Business Administration Degree with major in Finance from North South University and is presently pursuing the Chartered Finance Analyst (CFA) credential from the CFA Institute, USA.

ASSISTANT PORTFOLIO MANAGER - MR TAUKIR AZIZ

Mr. Aziz has almost 5 (five) years of equity and macro research experience in the Bangladesh capital market. He has a thorough understanding of capital markets, distressed assets restructuring, startup financing, etc. He also has experience in managing both open ended and closed ended portfolios. He completed his Bachelors in Actuarial Science from Binghamton University.

GDDA RISK & COMPLIANCE TEAM

SENIOR MANAGER, RISK & COMPLIANCE - MR. PROSENJIT SAHA

Mr. Saha has 12 (twelve) years of experience in the asset management industry of Bangladesh. During his career he has actively engaged in mutual fund operations, portfolio management, equity research, client relationship management and risk management. He is well-known in the industry for his proficiency in asset management company operations in Bangladesh, and he has successfully launched and managed several mutual funds within the Bangladesh market. Prior to joining GDDA, he was the Head of Operations at GM Equity Ltd. and Capitec Asset Management Ltd. Saha completed his Bachelor of Business Administration Degree in Finance and Accounting and a Master of Business Administration with concentration in Finance at the American International University Bangladesh.

5.5 AUDITORS

The Trustee has appointed A. Qasem & Co. Chartered Accountants as the initial Auditor of GDD EBCGF. A. Qasem & Co. Chartered Accountant was established in 1953 and is considered one of the most reputable audit firms in Bangladesh. It retains international affiliation with ECOVIS International. The Trustee shall appoint subsequent auditors throughout the tenure of GDD EBCGF.

5.6 OPERATING FEES AND EXPENSES

GDD EBCGF will pay fees to the BSEC, the Asset Manager, the Trustee, the Custodian, the CDBL, the Auditor, the Selling Agents and Brokerages, together with other costs and expenses incurred in association with its operation, in compliance with the Rules

Expected primary operating expenses of GDD EBCGF are, but are not limited to:

5.6.1 **BSEC Annual Fee:** GDD EBCGF, registered under this Rules, shall pay annual fees by a pay order or bank draft, at the rate of 0.10% (zero point ten percent) of the Net Asset Value of GDD EBCGF at the end of a financial year or BDT 100,000- (Bangladesh Taka one hundred thousand), whichever is higher, to the BSEC within 90 (ninety) days from the end of each financial year, as per the terms of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001).

5.6.2 **Management Fee:** The Asset Manager will be paid by GDD EBCGF a quarterly management fee calculated by using the average of the daily NAV at fair value of GDD EBCGF during the previous 3 (three) months period and the applicable fee designated below:

5.6.2.1 2.50% (two and a half percent) per annum if the average of the daily NAV at fair value is up to BDT 50,000,000- (Bangladesh Taka fifty million);

5.6.2.2 2.00% (two percent) per annum if the average of the daily NAV at fair value is over BDT 50,000,000- (Bangladesh Taka fifty million) up to BDT 250,000,000- (Bangladesh Taka two hundred and fifty million);

5.6.2.3 1.50% (one and a half percent) per annum if the average of the daily NAV at fair value is over BDT 250,000,000- (Bangladesh Taka two hundred and fifty million) up to BDT 500,000,000- (Bangladesh Taka five hundred million); and

5.6.2.4 1.00% (one percent) per annum if the average of the daily NAV at fair value exceeds BDT 500,000,000- (Bangladesh Taka five hundred million).

Such management fee will be paid in arrears and will be paid to the Asset Manager within 30 (thirty) days of the end of such 3 (three) months period.

5.6.3 **Trustee Fee:** The Trustee shall be paid an annual Trustee fee not exceeding 0.10% (zero point ten percent) per annum of the Net Asset Value at fair value of the GDD EBCGF, payable on a semi-annually in advance basis during the life of the GDD EBCGF.

5.6.4 **Custodian Fee:** The fee paid by GDD EBCGF for Custodian services shall not exceed 0.08% (zero point zero eight percent) per annum on the balance of investment Securities held by GDD EBCGF, calculated on their fair value per month and payable semi-annually in arrears.

5.6.5 **CDBL Fees:** The annual fee of CDBL is based on the face value of the total Fund size as follows:

Sl No.	Fee Tranches (Based on NAV)	Fees
A	Up to BDT 50 million	N/A
B	Above BDT 50 million up to BDT 200 million	BDT 20,000/-
C	Above BDT 200 million	BDT 40,000/-

Applicable VAT on such CDBL annual fee shall also be paid by GDD EBCGF. The annual Central Depository System (CDS) Connection Fee shall be BDT 6,000- (Bangladesh Taka six thousand) plus applicable VAT. These fees may be amended from time to time by the BSEC.

5.6.6 **Audit Fee:** The Auditor of GDD EBCGF will be paid an audit fee of BDT 50,000- (Bangladesh Taka fifty thousand) only, including taxes but excluding VAT for the first year. Subsequently, the Trustee shall appoint the external Auditor for GDD EBCGF with reasonable fees, for up to 3 (three) consecutive terms of 1 (one) year each. Thereafter, such Auditor shall only be eligible for appointment after the lapse of at least 1 (one) year. The Trustee may at any time, at the request of the Asset Manager, and shall, if directed by the BSEC, remove the Auditor and appoint another auditor in its place.

5.6.7 **Selling Agent Commission:** GDD EBCGF may contract Selling Agents through which Units of GDD EBCGF may be sold during the Initial Subscription Period and the Ongoing Offer Period. The Selling Agent Fee paid by GDD EBCGF to a Selling Agent may vary, but may not exceed 1% (one percent) of the investor's acquisition price of the Units. Except for Selling Agent fees, GDD EBCGF will not record marketing expenses during the Ongoing Offer Period unless permitted by the Rules.

5.6.8 **Brokerage Fees:** GDD EBCGF will pay to Brokerages commission of up to 0.25% of the total amount of a transaction, including Howla, Laga, CDBL fee and any other associated costs. This fee amount is subject to market conditions and may be changed or varied.

5.6.9 **Other Authorized Costs and Expenses:** GDD EBCGF will pay other authorized costs and expenses incurred for the sound operation of GDD EBCGF under the Rules. However, total annual operational expenses of GDD EBCGF, excluding amortized amounts of the initial issue costs and any provision for diminution in the fair value of investments, shall not exceed 4% (four percent) of the average of the daily NAV at fair value of GDD EBCGF during any financial year.

5.7 INITIAL ISSUE COSTS

Initial issue costs incurred by GDD EBCGF during the Initial Subscription Period shall not exceed 3.5% (three and one-half percent) of the Collected Amount or any other subscribed amount as determined by the Asset Manager on behalf of GDD EBCGF and approved in writing by the Trustee and the BSEC. Such initial issue costs shall be capitalized and amortized within 5 (five) years of the close of the Initial Subscription Period by GDD EBCGF.

The estimated expenses for the issue and formation of GDD EBCGF are as presented below, assuming that the Collected Amount will be BDT 500,000,000 (Bangladesh Taka five hundred million):

Estimated Issue and Formation Expenses					
Sl.	**Type of Expenses**	**% of total target fund**	**Sub Total (BDT)**	**Sub Total (BDT)**	**Description**
1	Formation Fee Payable to the Asset Manager	1.00%	5,000,000	5,000,000	Fixed 1% formation fee to Asset Manager on Collected Funds during the Initial Subscription Period.
2	Management Fee for Pre-fund Formation Period	0.22%	1,088,288	1,088,288	Management fee of the Asset Manager during the pre-Fund formation period as per BSEC directive (No SEC/CMRRCD/2009- 193/160) dated 28 May 2014.

Estimated Issue and Formation Expenses					
Sl.	**Type of Expenses**	**% of total target fund**	**Sub Total (BDT)**	**Sub Total (BDT)**	**Description**
3	Regulatory, Legal & Compliance Related Expenses (Application, Registration Fees etc.)	0.31%	1,573,500	100,000	BSEC Application Fee
				1,000,000	BSEC Registration Fee (0.2% of Initial Fund Size)
				250,000	Legal Advisor Fee
				100,000	Deed of Trust Registration Fee
				115,000	CDBL Fee
				8,500	CDBL Documentation and Connection
4	Printing & Publication	0.45%	2,250,000	1,500,000	Publication of Abridged Version
				500,000	Printing of Prospectus
				250,000	Printing of Forms and Other Marketing Documents
5	Road Show and Marketing Expenses	0.50%	2,500,000	2,500,000	Marketing, Courier, Distribution, Road Show etc.
6	Selling Agent Fees	0.50%	2,500,000	2,500,000	Selling Agent ½ Target Size
7	Bank Fees	0.02%	100,000	100,000	Account and Transfer Fees
8	Miscellaneous	0.50%	2,500,000	2,500,000	Others/ Miscellaneous
Total Cost (BDT)		**3.50%**	**17,511,788**	**17,511,788**	

* The above costs are made on a “best efforts” basis and may vary from the actual issue and formation expenses incurred by GDD EBCGF. The Trustee shall approve all issue and formation expenses and inform the BSEC within 15 (fifteen) days of the formation meeting.

CHAPTER 6

CAPITAL STRUCTURE AND RIGHTS OF UNIT HOLDERS

6.1 SIZE OF THE ISSUE

The initial size of GDD EBCGF shall be BDT 500,000,000- (Bangladesh Taka five hundred million) divided into 50,000,000 (fifty million) Units of BDT 10- (Bangladesh Taka ten) face value each, and the number of Units may be increased from time to time by the Asset Manager subject to approval of the Trustee with due intimation to the BSEC until the liquidation of the GDD EBCGF. The initial distribution of Fund's Units shall be as follows:

Subscribers	No of Units	Face Value (BDT)	Amount (BDT)	Remarks
Sponsor: GDIC	2,500,000	10.00	25,000,000	Subscribed
Sponsor: DCM	2,500,000	10.00	25,000,000	Subscribed
Public Subscription	45,000,000	10.00	450,000,000	To be subscribed
Total	50,000,000		500,000,000	

6.2 SUBSCRIPTION FROM SPONSOR

Green Delta Insurance Company Limited and Dragon Capital Markets Limited., the Sponsors, have already subscribed BDT 50,000,000- (Bangladesh Taka fifty million), or BDT 25,000,000- (Bangladesh Taka twenty five million) each, for 5,000,000 (five million) Units, or 2,500,000 (two million five hundred thousand) Units each, @ BDT 10- (Bangladesh Taka ten) face value per Unit as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001).

6.3 RIGHTS OF THE UNIT HOLDERS

The rights attached to the Units of GDD EBCGF are as follows:

6.3.1 **Voting Rights:** Unit Holders shall have equal voting rights. Voting rights can be exercised in person or by proxy in a meeting held in connection with any proposal to amend the characteristics of the GDD EBCGF or any other agenda of meeting called by the Trustee in the circumstances mentioned in the Trust Deed or the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001). Every Unit Holder present in person or by proxy shall have 1 (one) vote for every Unit held.

6.3.2 **Transfer of Units:** Units of GDD EBCGF are freely transferrable by way of inheritance/ gift and/or by specific operation of Applicable Law.

6.3.3 Accounts and Information: GDD EBCGF's financial year shall be closed on December 31 of every calendar year or as determined by the BSEC. Annual report or abridged version of audited financial statements in line with schedule VI of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001) shall be published within 45 (forty-five) days from the closure of each accounting year.

6.4 BENEFICIAL INTEREST

The Unit Holders of GDD EBCGF shall have beneficial interest in the Trust Property to the extent of their individual holding only in GDD EBCGF.

6.5 POTENTIAL TAX BENEFITS

Potential tax benefits to investors of investing in GDD EBCGF may include:

6.5.1 Tax benefit on dividend income: Dividend income from investing in GDD EBCGF up to BDT 25,000- (Bangladesh Taka twenty-five thousand) is exempt from income tax for Bangladeshi individual investors as per clause 22A of Schedule (Part A) of the Income Tax Ordinance 1984.

6.5.2 Tax exemption on profit from the Fund: Profit generated by a mutual fund is exempt of tax.

6.5.3 Avoidance of double taxation for non-resident investors: Non-resident Unit Holders may qualify for a tax deduction within their resident country for withholding tax paid in Bangladesh, subject to double taxation convention between the Government of Bangladesh and the government of the country of residence of the Unit Holder.

6.5.4 Investment tax credit: According to section 44(2)(c) amended in 2016 and Section 44(2)(b) of the Income Tax Ordinance 1984 of Bangladesh, a Bangladeshi individual investor may receive 15% (fifteen percent) tax credit on an allowable investment amount calculated on the lowest of:

6.5.4.1 actual investment amount; or

6.5.4.2 20% (twenty percent) of his total annual taxable income; or

6.5.4.3 BDT 10,000,000- (Bangladesh Taka ten million).

Tax Credit Example 1:

Tax credit on actual investment amount:

An individual having a total yearly taxable income of BDT 6,000,000- (Bangladesh Taka six million) and actual investments of BDT 1,000,000- (Bangladesh Taka one million).

Description	Calculation	Amount
A. Total taxable income during the year		BDT 6,000,000/-
B. Allowable annual investment amount for tax credit		(Lowest of a, b or c)
a. Actual investment amount	BDT 1,000,000/-	
b. 20% (twenty percent) of total annual taxable income	BDT 1,200,000/-	
c. BDT 10,000,000- (Bangladesh Taka ten million).	BDT 10,000,000/-	
C. Allowable Tax Credit (15% (fifteen percent) tax credit on an allowable investment amount)	BDT 1,000,000 x 15%	BDT 150,000/-

Since the individual's actual investment amount (a) is lower than 20% (twenty percent) of his total annual taxable income (b) and BDT 10,000,000- (Bangladesh Taka ten million) (c), the actual investment amount of the individual is used to calculate the tax credit as per Section 44(2)(b) of the Income Tax Ordinance 1984 of Bangladesh.

Tax Credit Example 2:

Tax credit on 20% (twenty percent) of total annual taxable income:

An individual having a total yearly taxable income of BDT 6,000,000- (Bangladesh Taka six million) and actual investments of BDT 1,500,000- (Bangladesh Taka one million five hundred thousand).

Description	Calculation	Amount
A. Total taxable income during the year		BDT 6,000,000/-
B. Allowable annual investment amount for tax credit		(Lowest of a, b or c)
a. Actual investment amount	BDT 1,500,000/-	
b. 20% (twenty percent) of total annual taxable income	BDT 1,200,000/-	
c. BDT 10,000,000- (Bangladesh Taka ten million).	BDT 10,000,000/-	
C. Allowable Tax Credit (15% (fifteen percent) tax credit on an allowable investment amount)	BDT 1,200,000 x 15%	BDT 180,000/-

Since 20% (twenty percent) of the individual's total annual taxable income (b) is lower than the individual's actual investment amount (a) and BDT 10,000,000- (Bangladesh Taka ten million) (c), 20% (twenty percent) of the individual's total annual taxable income is used to calculate the tax credit as per Section 44(2)(b) of the Income Tax Ordinance 1984 of Bangladesh.

Tax Credit Example 3:

Tax credit on maximum allowable income:

An individual having a total yearly taxable income of BDT 60,000,000- (Bangladesh Taka sixty million) and actual investments of BDT 15,000,000- (Bangladesh Taka fifteen million).

Description	Calculation	Amount
A. Total taxable income during the year		BDT 60,000,000/-
B. Allowable annual investment amount for tax credit		(Lowest of a, b or c)
a. Actual investment amount	BDT 15,000,000/-	
b. 20% (twenty percent) of total annual taxable income	BDT 12,000,000/-	
c. BDT 10,000,000- (Bangladesh Taka ten million).	BDT 10,000,000/-	
C. Allowable Tax Credit (15% (fifteen percent) tax credit on an allowable investment amount)	BDT 10,000,000/- x 15%	BDT 1,500,000/-

Since BDT 10,000,000- (Bangladesh Taka ten million) (c) is lower than the individual's actual investment amount (a) and 20% (twenty percent) of his total annual taxable income (b), BDT 10,000,000- (Bangladesh Taka ten million) is used to calculate the individual's tax credit as per Section 44(2)(b) of the Income Tax Ordinance 1984 of Bangladesh.

Please note that tax circumstances are particular to each individual and institution and that the Income Tax Ordinance 1984 of Bangladesh is subject to change in accordance with the Finance Act of Bangladesh. None of Green Delta Dragon Enhanced Blue Chip Growth Fund, Green Delta Dragon Asset Management Company Limited, Green Delta Insurance Company Limited and Dragon Capital Markets Limited make any representation as to the applicability of Potential Tax Benefits mentioned in this Chapter 6. It is recommended that each investor consults with his tax advisor in advance of making an investment in GDD EBCGF to understand how such investment may affect his tax position.

CHAPTER 7

UNIT SUBSCRIPTION

7.1 TERMS AND CONDITIONS OF UNIT SUBSCRIPTIONS BY SUBSCRIBERS

7.1.1 Subscribers during the Initial Subscription Period of GDD EBCGF will be issued an Acknowledgement Certificate and upon the conclusion of the Initial Subscription Period, will receive a Confirmation of Unit Allocation and be issued Unit Certificates in demat format will be issued in minimum marketable lots of 500 (five hundred) Units for individual investors and 5,000 (five thousand) Units for institutional investors, as determined by the Asset Manager, at face value of BDT 10- (Bangladesh Taka ten).

7.1.2 The Unit Holders of GDD EBCGF will have beneficial interest in the Trust Property to the extent of their individual holding only in GDD EBCGF.

7.1.3 If the Asset Manager fails to collect at minimum 40% (forty percent) of the Initial Target Size, under বিধি ৪৮ (Rule 48) of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (Securities and Exchange Commission (Mutual Fund) Rules, 2001), the Asset Manager shall refund the Subscription money within 30 (thirty) days without any deduction. In case of failure to return the money within the given period, the Asset Manager shall refund the same with interest at 18% (eighteen percent) per annum from its own account within the following month.

7.1.4 Institutional and individual investors, both resident and non-resident of Bangladesh, including foreign nationals, of sound mind are eligible to subscribe to GDD EBCGF Units. Applications from insurance, financial institutions and companies must be accompanied by Memorandum and Articles of Association of such company.

7.1.5 Subscription forms to be completed by investors to subscribe to Units of GDD EBCGF shall be available at the office of the Asset Manager and at the offices of authorized Selling Agents.

7.1.6 Joint application for Subscription to GDD EBCGF Units by 2 (two) persons is acceptable. In such cases, registration and issuance of the Acknowledgement Certificate will be in favor of the principal applicant, and dividend and other benefits, if any, will be addressed to the BO account of the principal applicant mentioned in the Subscription Form. In case of the death of any of the joint Unit Holders, only the survivor shall be recognized as having title to the GDD EBCGF Units. Upon the death of both Unit Holders, the title to the GDD EBCGF Units will be bestowed upon the nominee mentioned in the Subscription Form.

7.1.7 The Subscription Form to GDD EBCGF should be accompanied by an account payee cheque/pay order/bank draft/deposit slip/ electronic fund transfer in favor of "Green Delta Dragon Enhanced Blue Chip Growth Fund" for the total purchase price of the Units.

7.1.8 Upon clearance/encashment of cheque/draft/pay order/bank deposit/electronic fund transfer, the subscriber will be issued with an Acknowledgement Certificate by GDD EBCGF for his subscribed Units.

7.1.9 GDD EBCGF Units may be transferred by way of inheritance/gift and/or by specific operation of Applicable Law. Except in the case of transfer by way of inheritance, GDD EBCGF will charge a nominal transfer fee as decided by the Asset Manager from time to time.

7.1.10 All payments/receipts in connection with or arising out of Subscription to GDD EBCGF Units shall be denominated in Bangladesh Taka (BDT).

7.2 UNIT SUBSCRIPTION PROCEDURE FOR NRB & FOREIGN INVESTORS

7.2.1 NRBs and other foreign based investors (both individuals and institutions) can invest in GDD EBCGF from anywhere around the world without visiting Bangladesh during the Initial Subscription Period and Ongoing Offer Period.

7.2.2 During the Initial Subscription Period, foreign based investors may subscribe to GDD EBCGF Units at face value of BDT 10- (Bangladesh Taka ten) and subsequently receive an Acknowledgement Certificate, Confirmation of Unit Allocation and Unit Certificates as per clause 3.14.1.

7.2.3 In order to execute the Subscription of Units to foreign based investors, the Asset Manager on behalf of GDD EBCGF must receive a duly completed Subscription Form and any required support documents via email or web based online portal along with Good Funds from the foreign based investors through the Custodian.

7.2.4 Foreign based investors, in general, are required by Applicable Law to establish a NITA (Non-Resident Investors' Taka Account) and BO account through a BSEC registered custodian bank to remit funds for the purchase of GDD EBCGF Units and also for repatriation of the sales proceeds after sale of GDD EBCGF Units. For further details, foreign based investors may contact their broker or the Asset Manager.

CHAPTER 8

SALES AGENTS & BANKERS

8.1 SELLING AGENTS

The following institutions have been appointed to act as Selling Agents of GDD EBCGF Units by the Asset Manager:

Sl No.	Name of the Selling Agents	Nature of Business
1	Green Delta Securities Limited	Broker
2	BRAC EPL Stock Brokerage Limited	Broker
3	Bangladesh Finance Capital Limited	Merchant Bank
4	Shanta Securities Ltd	Broker

The Asset Manager may appoint other eligible institutions or individuals as Selling Agents or cancel any of the Selling Agents subject to approval of the Trustee and with due intimation to the BSEC. Individuals eligible to work as Selling Agents shall be appointed by the Asset Manager as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১. (Securities and Exchange Commission (Mutual Fund) Rules, 2001)

8.2 ADDRESS DETAILS OF SELLING AGENTS

8.2.1 Green Delta Securities Limited

8.2.1.1 CORPORATE OFFICE: Green Delta AIMS Tower (2nd Floor) 51-52, Mohakhali C/A Dhaka-1212. Fax: 88 02 222298340; Phone: 88 02 222298367; Email: info@gdslbd.com.

8.2.1.2 8.2.1.2HEAD OFFICE & PRINCIPAL BRANCH: Al Haj Tower, (4th Floor), South side, 82, Motijheel C/A Dhaka-1000. Tel: 880 (2) 9567505; Fax: 880 (2) 9567548; Phone: +8801971405238; Email: a.malek@gdslbd.com.

8.2.1.3 GULSHAN BRANCH: Giasuddin Tower (3rd Floor) 31, Gulshan Avenue, Gulshan-1, Dhaka-1212. Phone: +8801614009092; Email: islam@gdslbd.com.

8.2.1.4 AGRABAD (CTG) BRANCH: Makka Madina Trade Center (3rd Floor) 78, Agrabad C/A, Chattogram-4100. Tel: 02-333317845/46, Fax: 02-333314693; Phone: +8801920684862; Email: mashiur@gdslbd.com.

8.2.1.5 SYLHET BRANCH: JR Tower, (2nd floor), Jail Road, Sylhet. Tel: 0821-711483, Fax: 880 (821) 714255; Phone: +8801611507991; Email: alamgir@gdslbd.com.

8.2.1.6 NASIRABAD (CTG) BRANCH: Avenue Center (6th Floor), 787/A, CDA Avenue, East Nasirabad, Chattogram. Phone: +8801938707271; Email: gargi@gdslbd.com.

8.2.1.7 UTTARA BRANCH: Plot 31, Road 2, Sector 5, Uttara, Dhaka 1230. Phone: +8801612796266; Email: saydur@gdslbd.com.

8.2.1.8 HEAD OFFICE EXTENSION DHANMONDI: Plot 2, House 74, (2nd Floor North Side) Bikalpo Tower, Road 5/A, Dhanmondi, Dhaka 1209. Phone: +8801404047803;

8.2.2 BRAC EPL Stock Brokerage

8.2.1.1 Head Office: City Center Level 10, Motijheel C/A, Dhaka-1000

8.2.1.2 Corporate Office: Symphony Tower, 3rd floor, Road-142, Gulshan-01, Dhaka-1212

8.2.1.3 Dhanmondi Office: Concord Royal Court (5th floor), Road 27 (old), 16(new), Dhanmondi R/A, Dhaka-1209

8.2.1.4 Bashundhara Office: Rupayan Shopping Square (11th floor), Sayem Sobhan Avenue Road, Bashundhara R/A, Dhaka- 1229

8.2.3 Bangladesh Finance Capital Limited

8.2.3.1 64 Motijheel Rd, Dhaka 1000.

8.2.4 Shanta Securities Ltd.

8.2.4.1 Head Office: The Glass House (Level-04, Eastern Side) & (Level-10, Eastern Side), S.E (B)-2, 38, Gulshan Avenue, Gulshan-1, Dhaka-1212; Phone: +88-02- 58810684-88, FAX: +88-02-9513543

8.2.4.2 Peoples Insurance Bhaban (10th Floor), 36, Dilkusha C/A, Dhaka-1000; Phone: +88-02-9513540-2, FAX: +88-02-9513543

8.2.4.3 Ayub Trade Center (7th Floor), 1269/B, SK Mujib Road, Agrabad C/A, 4100, Chittagong, Bangladesh; Phone: +88-02-333312538, +88-02-333312573, FAX: +88-02-9513543

8.3 BANKER

BRAC Bank Limited has been appointed to act as the principal bank of GDD EBCGF by the Asset Manager with the approval of the Trustee and due intimation to the BSEC. Subscription monies associated with the Public Offer of GDD EBCGF Units will be held in trust in the following bank account until authorized to be released by the Trustee at the start of GDD EBCGF operations:

Account Number: 2054641040002

Bank: BRAC Bank Limited

Branch: Gulshan Branch

Routing Number: 060261726

SWIFT: BRAKBDDH

8.4 FORMS

Specimen copies of the following forms are given in the following pages:

8.4.1 FORM 101: Application Form to Subscribe/Purchase Units, Individual (Subscription/Purchase Form Individual)

8.4.2 FORM 102: Application Form to Subscribe/Purchase Units, Institution (Subscription/Purchase Form Institution)

8.4.3 FORM 103: Application Form for Sale of Units, Individual/Institutional (Sale Form)

8.4.4 FORM 104: Transfer Form

FORM-101

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

APPLICATION FORM TO PURCHASE UNITS – INDIVIDUAL

To
Managing Director
Green Delta Dragon Asset Management Company Limited
Tower of Aakash (18th floor),
54, Gulshan Avenue, Dhaka-1212

For Official Use Only
Registration No.: ....
Sale No.: ....
Selling Agent Name: ....
Selling Agent ID: ....

(Investors are advised to read 'Terms and Conditions' carefully)

Please fill up this form in BLOCK LETTERS

I/we would like to purchase ....units of Green Delta Dragon Enhanced Blue Chip Growth Fund at a price of BDT ....per unit, prevailing on the sale date.............................. I/we enclosed the Cheque/P.O./D.D./ BEFTN/ Deposit No: ...., Bank: ...., Branch: ...., Date:.............................. for an amount of BDT .... (In words: .... Taka only) with this application.

Information of Principal Applicant

Name:

Father's Name: Mother's Name: Spouse Name:

NID/Passport No: Date of Birth: D D M M Y Y Occupation:

Address: Nationality:

Phone No: Email: e-TIN :

Bank Name: .... Account No: ....

Routing No: .... Branch: ....BO A/C No:..............................

Registration No. (if any): .... No. of Units Held (if any): ....

Residency: Resident ☐ Non Resident ☐ Investment Option: SIP ☐ Non-SIP ☐ Dividend Option: Cash ☐ CIP ☐

Information of Joint Applicant (If any)

Name:

Father's Name: Mother's Name: Spouse Name:

NID/Passport No: Date of Birth: D D M M Y Y Occupation:

Address: Nationality:

Phone No: Email: e-TIN:

DOCUMENTS ENCLOSED

☐ National ID/Birth Certificate/Passport (Applicants and Nominee) ☐ E-TIN Certificate (Applicants) ☐ BO Acknowledgement

☐ Passport Size Color Photograph (Applicants: 2 copies, Nominee: 1 copy) ☐ Photocopy of Blank Undated Cheque Leaf/ Bank Statement

GREEN DELTA DRAGON
Asset Management Company Limited

Acknowledgement Receipt

Certified that this selling agent/ Green Delta Dragon Asset Management Company Ltd. has received a Cheque/P.O./D.D./BEFTN/Deposit No: ...., Bank: ...., Branch:.............................. Date: ....for an amount of BDT ....(In words: ....Taka only) from Mr./Mrs./Ms. ....being the application money for Green Delta Dragon Enhanced Blue Chip Growth Fund.

Sale No: .... Date: ....

Seal of the Selling Agent/ Green Delta Dragon and Date

Signature of Authorized Person and Date

FORM-101

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

Information of Nominee

Name:

Father's Name: Mother's Name: Spouse Name:

NID/Passport No: Date of Birth: D D M M Y Y Occupation:

Address: Nationality:

Phone No: Email: e-TIN:

BO A/C No.(if any): Relationship with Principal Applicant:

Photographs

Principal Applicant

Joint Applicant

Nominee (Attested by Principal Applicant)

OFFICIAL USE ONLY

Registration No.:

....

Sale No.:

....

Confirmation of Unit Allocation No.:

....

No. of Units:

....

Terms and Conditions

1. The units of "Green Delta Dragon Enhanced Blue Chip Growth Fund", hereinafter referred to as the GDD EBCGF, may be purchased/sold through Green Delta Dragon Asset Management Company Ltd. and authorized selling agents.
2. Application may be made by individual (both resident and non-resident), institution or company (both local and foreign), trust or a society (registered in or outside of Bangladesh) and not by minor or persons of unsound mind.
3. Joint application by two individuals is acceptable. In this case, registration and Confirmation of Unit Allocation will be in favor of principal applicant while dividend and other benefits, if any, will be addressed to bank account of principal applicant mentioned in the application form. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title to the units. On death of both the joint holders, the units will bestow upon the nominee mentioned in the application form.
4. Minimum purchase quantity for individual investors is 500 (Five hundred) units and for institutional investors is 5,000 (Five thousand) units.
5. Application for purchase of units should be accompanied by an account payee cheque/pay order/bank draft/deposit slip/electronic transfer in favor of **"Green Delta Dragon Enhanced Blue Chip Growth Fund"** for the total value of units.
6. After clearance/encashment of account payee cheque/pay order/bank draft/deposit slip/electronic transfer, the applicant will be issued with a Confirmation of Unit Allocation for every purchase with a denomination of number of units proportionate to the prevailing sales price of units of that working day. Units will be delivered to the unit holder's BO A/C in demat form.
7. Partial sale is allowed without any additional cost subject to minimum sale quantity is 500 (five hundred) units for individuals and 5,000 (five thousand) units for institutions. Upon partial sale, the unit holder will be issued with a new Confirmation of Unit Allocation representing the balance of her/his unit holding.
8. Sale of the units should be done by transferring units from unit holder's BO account to GDD EBCGF's designated BO account. The DP40 report shall have to be submitted to the Green Delta Dragon Asset Management Company Ltd. /selling agent for confirming the sale of units. units can be sold on all business days except the book closure periods of GDD EBCGF.
9. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer, GDD EBCGF will charge a nominal fee as decided by Green Delta Dragon Asset Management Company Ltd. from time to time except in the case of transfer by way of inheritance.
10. Dividend may be delivered in cash or by way of units under Cumulative Investment Plan (CIP) as the application mentioned in the application form. If the dividend option in the form remains blank, the default payment option to unit Holders for GDD EBCGF dividends shall be cash. If a Unit Holder wishes to reinvest its Dividend using cumulative investment plan (CIP), it may apply to the asset manager to do so within 15 (fifteen) days of the dividend declaration date.
11. All payments /receipts in connection with or arising out of transactions in the units hereby applied for shall be in Bangladeshi Taka (BDT).

Applicants Signature with Date

Principal Applicant　　Joint Applicant (if any)　　Nominee

GREEN DELTA DRAGON
Asset Management Company Limited

S.L.	Confirmation of Unit Allocation	Number of Unit Issued	Price	Total Value
1				
2				

I/we confirm that, I/we have received the Confirmation of Unit Allocation mentioned above and also that I/we have agreed to abide by the terms cited above as may be altered, replaced and modified from time to time by Green Delta Dragon Asset Management Company Ltd.

Date: ....

Principal Applicant　　Joint Applicant (if any)

FORM-102

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

APPLICATION FORM TO PURCHASE UNITS – INSTITUTION

To
Managing Director
Green Delta Dragon Asset Management Company Limited
Tower of Aakash (18th floor),
54, Gulshan Avenue, Dhaka-1212

For Official Use Only
Registration No.: ....
Sale No.: ....
Selling Agent Name: ....
Selling Agent ID: ....

(Investors are advised to read 'Terms and Conditions' carefully)

Please fill up this form in BLOCK LETTERS

I/we would like to purchase .... units of Green Delta Dragon Enhanced Blue Chip Growth Fund at a price of BDT ....per unit, prevailing on the sale date: ...., I/we enclosed the Cheque/P.O./D.D./ BEFTN/ Deposit No:.........., Bank: ...., Branch : ...., Date: ...., for an amount of BDT: .... (In words: .... Taka only) with this application

Details of the Institution

Name of Institution: ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Type of Institution: Local Company ☐ Foreign Company ☐ Society ☐ Trust ☐ Other: ______

Registration No: ______ e-TIN: ______

Registered Address: ______

Name of CEO/MD: ______
(if applicable)

Contact Person: ______

Phone No. (1): ______ Phone No. (2): ______

Email Address: ______ Fax No.: ______

Bank Name: .... Account No.: ....

Routing No.: .... Branch: ....BO A/C No:..........

Registration No. (if any): .... No. of Units Held (if any): ....

Investment Option: ☐ SIP ☐ Non-SIP Dividend Option: ☐ Cash ☐ Cumulative Investment Plan

Details of Authorized Person(s), if any:

Sl.	Name	Designation	Signature	Contact No.
1st				
2nd				

Mode of Operation: Single by.......... Jointly by ....

GREEN DELTA DRAGON
Asset Management Company Limited

Acknowledgement Receipt

Certified that this selling agent/ Green Delta Dragon Asset Management Company Ltd. has received a Cheque/P.O./D.D./BEFTN/Deposit No: ...., Bank: ...., Branch: ...., Date:.......... for an amount of BDT ....(In words: ....Taka only) from ....being the application money for Green Delta Dragon Enhanced Blue Chip Growth Fund.

Sale No: .... Date: ....

Seal of the Selling Agent/ Green Delta Dragon and Date

Signature of Authorized Person and Date

FORM-102

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

DOCUMENTS ENCLOSED

- ☐ Memorandum and Article of Association
- ☐ Certificate of Incorporation
- ☐ Extract of Board Resolution
- ☐ Power of Attorney in Favor of Authorized Person(s)
- ☐ Trade License/Trust Deed
- ☐ E-TIN Certificate
- ☐ Photocopy of Blank Undated Cheque Leaf/Bank Statement

Photographs

1st Authorized Person

2nd Authorized Person

CEO/MD
(If Applicable)

OFFICIAL USE ONLY

Registration No.:

....

Sale No.:

....

Confirmation of Unit Allocation No.:

....

No. of Units:

....

Terms and Conditions

1. The units of "Green Delta Dragon Enhanced Blue Chip Growth Fund", hereinafter referred to as the GDD EBCGF, may be purchased/sold through Green Delta Dragon Asset Management Company Ltd. and authorized selling agents.
2. Application may be made by individual (both resident and non-resident), institution or company (both local and foreign), trust or a society (registered in or outside of Bangladesh) and not by minor or persons of unsound mind.
3. Joint application by two individuals is acceptable. In this case, registration and Confirmation of Unit Allocation will be in favor of principal applicant while dividend and other benefits, if any, will be addressed to bank account of principal applicant mentioned in the application form. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title to the units. On death of both the joint holders, the units will bestow upon the nominee mentioned in the application form.
4. Minimum purchase quantity for individual investors is 500 (Five hundred) units and for institutional investors is 5,000 (Five thousand) units.
5. Application for purchase of units should be accompanied by an account payee cheque/pay order/bank draft/deposit slip/electronic transfer in favor of **"Green Delta Dragon Enhanced Blue Chip Growth Fund"** for the total value of units.
6. After clearance/encashment of account payee cheque/pay order/bank draft/deposit slip/electronic transfer, the applicant will be issued with a Confirmation of Unit Allocation for every purchase with a denomination of number of units proportionate to the prevailing sales price of units of that working day. Units will be delivered to the unit holder's BO A/C in demat form.
7. Partial Sale is allowed without any additional cost subject to minimum sale quantity is 500 (five hundred) units for individuals and 5,000 (five thousand) units for institutions. Upon partial sale, the unit holder will be issued with a new Confirmation of Unit Allocation representing the balance of her/his unit holding.
8. Sale of the Units should be done by transferring Units from Unit Holder's BO Account to GDD EBCGF's designated BO Account. The DP40 report shall have to be submitted to the Green Delta Dragon Asset Management Company Ltd. or selling Agent for confirming the sale of units. Units can be sold on all business days except the book closure periods of GDD EBCGF.
9. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer, GDD EBCGF will charge a nominal fee as decided by Green Delta Dragon Asset Management Company Ltd. from time to time except in the case of transfer by way of inheritance.
10. Dividend may be delivered in cash or by way of Units under Cumulative Investment Plan (CIP) as the application mentioned in the application form. If the dividend option in the form remains blank, the default payment option to Unit Holders for GDD EBCGF dividends shall be cash. If a Unit Holder wishes to reinvest its Dividend using cumulative investment plan (CIP), it may apply to the Asset Manager to do so within 15 (fifteen) days of the dividend declaration date.
11. All payments /receipts in connection with or arising out of transactions in the Units hereby applied for shall be in Bangladeshi Taka (BDT)

Applicants Signature with Date

1st Authorized Person

2nd Authorized Person

CEO/MD (if applicable)

GREEN DELTA DRAGON
Asset Management Company Limited

S.L.	Confirmation of Unit Allocation	Number of Unit Issued	Price	Total Value
1				
2				

I/we confirm that, I/we have received the Confirmation of Unit Allocation mentioned above and also that I/we have agreed to abide by the terms cited above as may be altered, replaced and modified from time to time by Green Delta Dragon Asset Management Company Ltd.

Date: ....

CEO/MD (If Applicable)

1st Authorized Person

2nd Authorized Person

FORM-103

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

APPLICATION FORM TO SALE OF UNITS

To
Managing Director
Green Delta Dragon Asset Management Company Limited
Tower of Aakash (18th floor),
54, Gulshan Avenue, Dhaka-1212

For Official Use Only
Registration No.: ....
Sale No.: ....
Selling Agent Name: ....
Selling Agent ID: ....

(Investors are advised to read 'Terms and Conditions' carefully)
Please fill up this form in BLOCK LETTERS

I/we ...., address ...., am/are the holder(s) of .... units of Green Delta Dragon Enhanced Blue Chip Growth Fund. I/we would like to Sale .... units of Green Delta Dragon Enhanced Blue Chip Growth Fund at the current bid price of BDT .... per unit on ..../........./............... as declared by Green Delta Dragon Asset Management Company Ltd. My/our Sale request is summarized below:

Sale/Repurchase Request:

S.L.	Confirmation of Unit Allocation No.	Number of Units held under this Allocation No.	Units to be Sold		
			Number of Units	Sale/Repurchase Price (in BDT/Unit)	Total Sale Value (in BDT)
1					
2					

I/we have attached herewith the above-mentioned unit allocation confirmation(s). Kindly issue an account payee cheque in favor of me/us for the Total Sale Value and issue a Confirmation of Unit Allocation for the balance units, if any.

Date: ....

Signature of Unit Holder(s)/ Principal Applicant/ 1st Authorized Person

Signature of Unit Holder(s)/ Joint Applicant/ 2nd Authorized Person

GREEN DELTA DRAGON
Asset Management Company Limited

Acknowledgement Receipt

Received the Confirmation of Unit Allocation for sale/partial sale request as mentioned below:

Registration No.: ....

1. Confirmation of Unit Allocation No.: .... Quantity: .... Sale Quantity: .... Balance Units: ....
2. Confirmation of Unit Allocation No.: .... Quantity: .... Sale Quantity: .... Balance Units: ....

Sale No.: .... Date: ....

Seal of the Selling Agent/ Green Delta Dragon and Date

Signature of Authorized Person and Date

DOCUMENTS ENCLOSED

☐ Confirmation of Unit Allocation(s)
☐ Others:...

FORM-103

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

OFFICIAL USE ONLY

Cheque No.: Date:

Bank Name:

Branch Name: Routing No.:

Amount BDT:

Amount in words: taka only

For Balance Units, if any due to partial sale,

Registration No.:

Sale No.:

Confirmation of Unit Allocation No.:

Number of Units:

Issuing Officer Sign, Seal & Stamp

Terms and Conditions

1. The units of "Green Delta Dragon Enhanced Blue Chip Growth Fund", hereinafter referred to as the GDD EBCGF, may be purchased/sold through Green Delta Dragon Asset Management Company Ltd. and authorized selling agents.
2. Partial Sale is allowed without any additional cost subject to minimum sale quantity is 500 (five hundred) units for individuals and 5,000 (five thousand) units for institutions. Upon partial sale, the unit holder will be issued with a new Confirmation of Unit Allocation representing the balance of her/his unit holding.
3. Sale of the Units must be done by transferring Units from Unit Holder's BO Account to GDD EBCGF's designated BO Account. The DP40 report shall have to be submitted to the Green Delta Dragon Asset Management Company Ltd. /Selling Agent for confirming the sale of units. Units can be sold on all business days except the book closure periods of GDD EBCGF..
4. After verification, account payee cheque for sale amount will be issued in favor of unit holder within maximum of five working days. In case of joint holding, account payee cheque will be issued in favor of principal holder.
5. All payments /receipts in connection with or arising out of transactions in the Units hereby applied for shall be in Bangladeshi Taka (BDT).

GREEN DELTA DRAGON
Asset Management Company Limited

S.L.	Confirmation of Unit Allocation (For Balance Units, if any due to partial sale)	Number of Unit Issued
1		
2		

I/we confirm that, I/we have received the cheque/BEFTN/pay order/instrument no. .... against my/our sale request in Green Delta Dragon Enhanced Blue Chip Growth Fund.

Date: ....

Signature of Unit Holder(s)

FORM-104

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

APPLICATION FORM TO TRANSFER UNITS

To
Managing Director
Green Delta Dragon Asset Management Company Limited
Tower of Aakash (18th floor),
54, Gulshan Avenue, Dhaka-1212

For Official Use Only
Registration No.: ....
Sale No.: ....
Selling Agent Name: ....
Selling Agent ID: ....

(Investors are advised to read 'Terms and Conditions' carefully)

Please fill up this form in BLOCK LETTERS

Transferor

I/we.., address.., hereinafter referred to as Transferor, am/are the unit holder(s) of .... units of Green Delta Dragon Enhanced Blue Chip Growth Fund. I/we would like to transfer .... units (in words .... units) to the following person/institution, hereinafter referred to as Transferee:

Transferee (For Individual)

Name: ☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐☐

Father's Name: ☐ Mother's Name: ☐ Spouse Name: ☐

NID/Passport No: ☐ Date of Birth: D D M M Y Y Occupation: ☐

Address: ☐ Nationality: ☐

Phone No: ☐ Email: ☐ e-TIN: ☐

Bank Name: .... Account No: ....

Routing No: .... Branch: ....BO A/C No:..........................

Registration No. (if any): .... No. of Units Held (if any): ....

Residency: Resident ☐ Non Resident ☐ Investment Option: SIP ☐ Non-SIP ☐ Dividend Option: Cash ☐ CIP ☐

*** If Transferee is Institution, please fill up detail information in next page.**

DOCUMENTS ENCLOSED

☐ Confirmation of Unit Allocation(s)

IF INDIVIDUAL:

☐ National ID/Birth Certificate/Passport (Transferee)
☐ E-TIN Certificate (Transferee)
☐ BO Acknowledgement
☐ Passport Size Color Photograph (Applicants: 2 copies, Nominee: 1 copy)
☐ Photocopy of Blank Undated Cheque Leaf/ Bank Statement

IF INSTITUTION:

☐ Memorandum and Article of Association
☐ Certificate of Incorporation
☐ Extract of Board Resolution
☐ Power of Attorney in Favor of Authorized Person(s)
☐ Trade License/Trust Deed
☐ E-TIN Certificate (Transferee)
☐ Photocopy of Blank Undated Cheque Leaf/Bank Statement

MEANS OF TRANSFER

☐ Inheritance ☐ Gift ☐ Operation of Law ☐ Others: ....

Witness

1. Signature
Name:
Father's/Husband's Name:
Address:

2. Signature
Name:
Father's/Husband's Name:
Address:

GREEN DELTA DRAGON
Asset Management Company Limited

Acknowledgement Receipt

Certified that this selling agent/ Green Delta Dragon Asset Management Company Ltd. has received a request for transferring ...., units of Green Delta Dragon Enhanced Blue Chip Growth Fund from .... to ....

Transfer No.: ....

Date: ....

Seal of the Selling Agent/ Green Delta Dragon and Date

Signature of Authorized Person and Date

FORM-104

GREEN DELTA DRAGON
Asset Management Company Limited

GREEN DELTA DRAGON ENHANCED BLUE CHIP GROWTH FUND

Transferee (* If Institution)

Name of Institution:

Type of Institution: Local Company ☐ Foreign Company ☐ Society ☐ Trust ☐ Other:

Registration No.: e-TIN:

Registered Address:

Name of CEO/MD:

Contact Person:

Phone No. (1): Phone No. (2):

Email Address: Fax No.:

Bank Name: .... Account No: ....

Routing No: .... Branch: .... BO A/C No: ....

Registration No. (if any): .... No. of Units Held (if any): ....

Investment Option: ☐ SIP ☐ Non-SIP Dividend Option: ☐ Cash ☐ Cumulative Investment Plan

Details of Authorized Person(s), if any:

Sl.	Name	Designation	Signature	Contact No.
1st				
2nd				

Mode of Operation: Single by................ Jointly by ....

Photographs

Principal Applicant (Individual Transferee) / MD or CEO (Institution Transferee)	1st Authorized Person (If Institution)	2nd Authorized Person (If Institution)

OFFICIAL USE ONLY

Transferee's Registration No.: ....

Transfer No.: ....

Confirmation of Unit Allocation No.: ....

No. of Units: ....

Certificate No.: ....

Issuing Officer Sign, Seal & Stamp

Terms and Conditions

1. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer the Fund will charge a nominal fee as decided by Green Delta Dragon Asset Management Company Ltd. from time to time, except in the case of transfer by way of inheritance. Transfer of units is allowed only through Green Delta Dragon Asset Management Company Ltd. or the selling agent from which the units were originally purchased.
2. The units will be transferred on all working days of the week and during the book closure period/record date of the Fund.
3. The total number of units held by a single Confirmation of Unit Allocation is required to be transferred at a time. Partial transfer (fraction of total units held under a single Confirmation of Unit Allocation) is not allowed. But, the unit holders may split the Confirmation of Unit Allocation to his/her desired denomination, but not less than 500 (five hundred) units per unit allocation confirmation, for the purpose of transfer.
4. The Confirmation of Unit Allocation(s) of the transferor is/are required to be attached with the Transfer Form. The conditions applicable for original unit allocation confirmation will apply even after transfer of units in the name of Transferee.

Applicants Signature with Date

Transferor Transferee

GREEN DELTA DRAGON
Asset Management Company Limited

S.L.	Confirmation of Unit Allocation	Number of Unit Transferred	Certificate No.
1			
2			

I/we confirm that, I/we have received the Confirmation of Unit Allocation mentioned above and agree to accept and take the said Confirmation of Unit Allocation on the same terms and conditions on which they were held by the said Transferor.

Date: ....

Signature of Transferee

ANNEXTURES

ANNEXURE 1: GDDA ENVIRONMENTAL AND SOCIAL EXCLUSION LIST

GDDA has adopted the IFC Exclusion List for its Environmental and Social pre-screening of potential Investee Companies.[1] GDDA shall not invest in Investee Companies involved in the following list of activities:

1. Production or trade in any product or activity considered illegal under the laws or regulations of Bangladesh or international conventions and agreements, or subject to international bans (i.e. pharmaceutical, pesticides, ozone-depleting substances, printed circuit board (PCB), wildlife or products regulated by CITES (Convention on International Trade in Endangered Species of wild fauna and flora).
2. Production or trade in weapons and munitions.
3. Production or trade in alcoholic beverages.
4. Production or trade in tobacco.
5. Gambling, casinos, and equivalent enterprises.
6. Production or trade in unbonded asbestos fibers. This does not applicable to the purchase and use of bonded asbestos cement sheeting where the asbestos content is less than 20%.
7. Drift net fishing in the marine environment using nets in excess of 2.5 km in length.
8. Production or activities involving harmful or exploitative forms of forced labor/harmful child labor.
9. Commercial logging operations for use in primary tropical moist forest.
10. Production or trade in wood or other forestry products other than from sustainably managed forests.

In addition, GDDA shall not invest in Investee Companies with the following activities and issues:

a. Recent major accidental significant pollution release - unless they have been resolved or are in the process of being resolved through the implementation of a corrective action plan.

b. Activities involving production, trade, storage or transport of significant volume of hazardous chemicals or commercial scale usage of hazardous chemicals.

c. Dams located in high-risk location that have not been independently certified.

d. Activities involving significant conversion or degradation of natural and/or critical habitats and/or any activities in legally protected or internationally recognized areas for environment safety or cultural heritage

e. Activities involving production, harvesting or trade in wood or other forestry products from plantation and natural forests

[1] https://www.ifc.org/wps/wcm/connect/78689ad7-7da4-4d06-a45f-a5d00a2cb4d9/IFC_Exclusion_List.pdf?MOD=AJPERES&CVID=ltRk5IE

f. Activities involving harvesting of endangered wild fish populations or other aquatic species.

g. Activities, including relocation, which have adverse impacts on the lands, natural resources, or critical cultural heritage subject to traditional ownership or under customary use by Indigenous people.

h. Operations located in UNESCO World Heritage Sites or National Parks.

i. Operations that impact the cultural values for which the critical cultural heritage was designated.

j. Operations that impact or effect nonreplicable heritage.

ANNEXURE 1: GDDA ENVIRONMENTAL AND SOCIAL EXCLUSION LIST

GDDA shall not invest in the following:

1. Investee Companies that are non-compliant with the BSEC Corporate Governance Code for listed companies.
2. Investee Companies categorized as Z Category in DSE and CSE (any Investee Company that does not hold regular AGM and does not distribute regular dividend as per minimum regulatory standard).
3. Investee Companies that violate shareholder rights such as voting power on major issues, timely disclosure of important price sensitive information or right to approve major corporate transactions.
4. Investee Companies having history of involvement in activities that violate its shareholders' interests, including any known cases of insider trading involving the Investee Company's directors and management.
5. Investee Companies with a history of legal actions or regulatory punishments for market manipulation in the past two years against board members and/ or key management or has a known history of violations of ethical or moral standards or prevailing regulations.
6. Investee Companies involved in suspicious Investee Group/related party transactions.
7. Investee Companies that do not provide reasonable public disclosure of material facts and figures.
8. Investee Companies that do not comply with local laws and regulations and/or have a recent history of involvement in illegal activities.
9. Investee Companies that have received a qualified audit opinion during the preceding two years.
10. Investee Companies that do not have a designated investor relations department or designated contact person for investor communications.

GREEN DELTA DRAGON
Asset Management Company Limited

Green Delta Dragon Asset Management Company Limited
Tower of Aakash (18th Floor), 54 Gulshan Avenue, Dhaka-1212
Website: www.greendeltadragon.com
Email: info@greendeltadragon.com
Phone: +880248812723