

PROSPECTUS

Investasia Growth Fund

AN OPEN-END MUTUAL FUND SCHEME

Initial Size of Issue	BDT 250,000,000.00 (Twenty-Five Crore Taka)
Number of Units	2,50,00,000 (Two Crore Fifty Lac) units
Initial Offer Price	BDT10.00 (Ten Taka) per unit
Sponsor's Contribution	BDT 25,000,000.00 (Two Crore Fifty Lac Taka)
Initial Subscription Opens	,2022
Initial Public Offering	BDT 225,000,000.00 (Twenty-Two Crore Fifty Lac)

Sponsor
Investasia Capital & Asset Management Limited.

Corporate Office:
Shareef Mansion (7th Floor),
56-57 Motijheel C/A,
Dhaka-1000, Bangladesh

Asset Management Company
Investasia Capital & Asset Management Limited

Corporate Office:
Shareef Mansion (7th Floor),
56-57 Motijheel C/A,
Dhaka-1000, Bangladesh

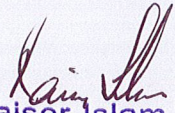
Trustee
Sentinel Trustee and Custodial Services Limited

Registered Office:
Gulfesha Plaza (12th Floor),
8, Shahid Sangbadik Selina Parvin Road,
Moghbar, Dhaka-1217

Custodian
Sentinel Trustee and Custodial Services Limited

Registered Office:
Gulfesha Plaza (12th Floor),
8, Shahid Sangbadik Selina Parvin Road,
Moghbar, Dhaka-1217

PROSPECTUS PUBLICATION DATE:.....,2022


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



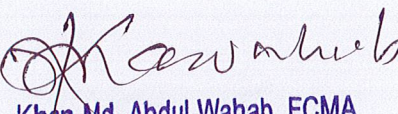

Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

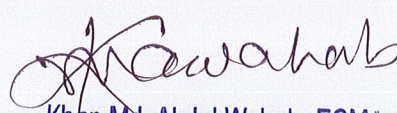
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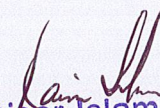

Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.



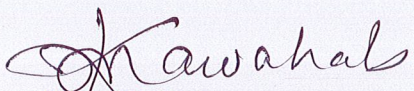

Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

Fund Directory

Sponsor	Investasia Capital & Asset management Limited Shareef Mansion (7th Floor), 56-57, Motijheel, C/A, Dhaka-1000, Bangladesh Tel: +8809678367367
Trustee	Sentinel Trustee and Custodial Services Limited Gulfesha Plaza (Level-12), Sangbadik Selina Parvin Road, Moghbazar, Dhaka-1217 Tel: +8802-9330481
Custodian	Sentinel Trustee and Custodial Services Limited Gulfesha Plaza (Level-12), Sanbadik Selina Parvin Road, Moghbazar, Dhaka-1217 Tel: +8802-9330481
Auditor	Mabs & J Partners Chartered Accountants SMC Tower (7 th Floor), 33, Banani C/A, Road- 17, Dhaka-1213, Bangladesh Tel: + 8802-57160824
Banker	Bank Asia Limited Banani -11 Branch, Nur Empori (1 st Floor) House 77, Road# 11 Road 11, Block # M Dhaka-1213, Bangladesh Tel:+ 09617120100
Investor Relation Office	Investasia Capital & Asset Management Limited Shareef Mansion (7 th Floor), 56-57 Motijheel, C/A, Dhaka-1000, Bangladesh Tel: +8809678367367
Selling Agent	Investasia Capital & Asset Management Limited Shareef Mansion (7 th Floor), 56-57 Motijheel, C/A, Dhaka-1000, Bangladesh Tel: +8809678367367


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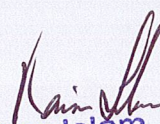



Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge),
 Sentinel Trustee & Custodial Services Lt

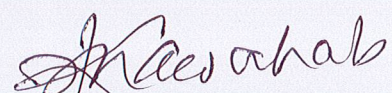
Definitions and Elaborations of Abbreviated Terms used in the Prospectus

বিধিমালা/Rule	:	সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১
Act	:	সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন আইন, ১৯৯৩
Allotment	:	Letter / Certificate of allotment for units
Asset Manager /Asset Management Company/ Fund Manager/ Investment Manager/ AMC	:	The Asset Management Company (AMC) refers to “Investasia Capital & Asset Management Ltd.”
Application Form	:	An application form meant to be used by an investor to purchase units of the Scheme
BB	:	Bangladesh Bank
BDT	:	Bangladeshi Taka
BEFTN	:	Bangladesh Electronic Fund Transfer Network
STCSL	:	Sentinel Trustee and Custodial Services Ltd.
BO A/C	:	Beneficial Owner Account or Depository Account
BSEC / Commission	:	Bangladesh Securities & Exchange Commission
Business Day	:	A day not being: 1) A weekend; 2) A day on which the stock exchanges are closed; 3) A day on which purchase and Surrender of units is suspended or a book closure period/record date announced by the Trustee/AMC; or 4) A day on which normal business cannot be transacted due to unavoidable circumstances or such other events as the AMC may specify from time to time; 5) A day on which banks are closed.
CAGR	:	Compound Annual Growth Rate
CDBL	:	Central Depository Bangladesh Ltd.
CEO/MD	:	Chief Executive Officer/Managing Director
Cheque	:	All payment instruments (Cheque / Pay Order / Demand Draft / Other Banking Instrument) should be MICR (Magnetic Ink Character Recognition) coded as per the Bangladesh Bank Rules
CIP	:	Cumulative Investment Plan
Companies Act	:	কোম্পানি আইন, ১৯৯৪
Confirmation of Unit Allocation	:	Letter confirming allocation of units
CSE	:	Chittagong Stock Exchange Ltd.
Custodian	:	Sentinel Trustee and Custodial Services
Dividend	:	Income distributed by the Fund, when/where applicable
DSE	:	Dhaka Stock Exchange Ltd.
Effective Date	:	The date of registration of the Trust Deed
EPU	:	Earnings Per Unit
FIS	:	Fixed Income Securities
Fund / Scheme	:	Investasia Growth Fund

Government	:	The Government of the People's Republic of Bangladesh
IDRA	:	Insurance Development & Regulatory Authority
IPO	:	Initial Public Offering
Mutual Fund/The Fund/Unit Fund/Open End Mutual Fund	:	Investasia Growth Fund
NAV	:	Net Asset Value
NBFI	:	Non-Banking Financial Institution
NBR	:	National Board of Revenue
Non-Resident Bangladeshi/NRB	:	Non-resident Bangladeshi (NRB) means Bangladeshi citizens staying abroad including all those who have dual citizenship provided they have a valid Bangladeshi passport or those, whose foreign passport bear a stamp from the concerned Bangladesh Embassy /High Commission to the effect that <i>"no visa is required to travel to Bangladesh"</i>
Our Document	:	This document issued by Investasia Growth Fund, offering Units of the Fund for subscription. Any modifications to the offer document will be made by way of an addendum which will be attached to offer document. On issuance of any such addendum, prior approval from BSEC is required and offer document will be deemed to be updated by the addendum.
Offering price	:	Price of the units of the Fund being offered
Ongoing Our Period	:	Offer of Units of the Fund after the closure of the initial offer period
Prospectus	:	The advertisements or other documents (approved by the BSEC) which contain the investment and all other information in respect of the Mutual Fund, as required by the বিধিমালা and is circulated to invite the public to invest in the Mutual Fund
Purchase/Subscription	:	Subscription to/purchase of units of the Fund
Purchase Price	:	The price, calculated in the manner provided in this offer document, at which the units can be purchased
Reinvestment	:	Distribution of profit by issuing units based on most recent NAV of the Mutual Fund
Repurchase / Surrender	:	Repurchase of units by the Fund from a unit-holder
Repurchase / Surrender Price	:	Price at which the Units can be purchased/ surrendered and calculated in the manner provided in this offer document prescribed by the rules and its amendment
Sales Agent/ Selling Agent/ Point of Sales	:	AMC designated official points for accepting transaction / service requests from the investors
SME	:	Small & Medium Enterprise
Sponsor	:	Investasia Capital & Asset management Limited.
Trustee	:	Sentinel Trustee and Custodial Services Ltd. (STCSL)
Unit	:	One undivided share of the Mutual Fund
Unit Certificate / Certificate	:	Unit Certificate of the Fund in dematerialized form under CDBL
Unit Holder	:	A person (single / joint) or institution holding units of Investasia Growth Fund offered under this offer document

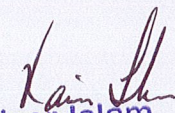

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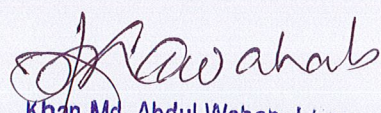

Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

Fund Highlights

Name of the Fund	Investasia Growth Fund
Type	Open-End Mutual Fund
Life and Size of the Fund	Perpetual life and unlimited size
Investment Objective	To create a trust to launch an open end growth oriented Open-End Mutual Fund in the Bangladesh Capital Market with the objective to provide a capital market based platform for investors.
Sponsor	Investasia Capital & Asset Management Ltd.
Asset Manager	Investasia Capital & Asset Management Ltd.
Trustee	Sentinel Trustee and Custodial Services Ltd. (STCSL)
Custodian	Sentinel Trustee and Custodial Services Ltd. (STCSL)
Initial Size of the Fund	BDT 250,000,000.00 (Twenty Five Crore Taka) divided in to 25,000,000 (Two Crore Fifty lac) Units of BDT10.00 (Ten Taka) each
Face Value	BDT 10.00 (Ten Taka) per unit
Minimum Application Amount	500 units equivalent to BDT 5,000 (during public subscription) for individuals 5,000 to BDT 50,000 (during public subscription) for institutions (Not applicable for SIP Investors)
Transparency / NAV Disclosure	NAV, Purchase Price and Surrender Price will be disclosed on weekly basis and will be published on website, notice board of the AMC and one national daily newspaper as per prescribed rule
Target Group	All eligible investors including individuals-both resident and non-resident, institutions- both local and foreign, mutual funds and Collective Investment Schemes are eligible to subscribe the units of the Fund
Dividend	Minimum 50% (Fifty percent) of realized profit of the Fund will be distributed as dividend in Bangladeshi Taka or SIP (if requested by the investor) only in each accounting year
Dividend Distribution	The dividend warrant will be distributed within 45 (forty-five) days from the date of declaration
Transferability	The Units of the Fund are transferable by way of inheritance/gift and /or by specific operation of the law
Liquidity	The Unit holders can surrender and encash their units to the Asset Manager and through the selling agents appointed by the Asset Manager during the business hours as specified by the Asset Management Company
Systematic Investment Plan (SIP)	Systematic Investment Plan or SIP allows investor to invest a certain pre-determined amount at a regular interval (monthly, quarterly, yearly etc.). A SIP is a planned approach towards investments and helps to inculcate the habit of saving and building wealth for the future. Investor can start SIP with a very small amount.
Reports and Accounts	Every Unit holder is entitled to receive annual report along with the quarterly, half-yearly, annual financial statements and portfolio statements as and when published in the official web site of the Asset Manager
Tax Benefit	Income from the Mutual Fund up to BDT 25,000.00 is exempted from tax according to the 6th Schedule, Part A under Income Tax Ordinance, 1984
Allowable / Eligible Investment	Investment in the Mutual Fund will qualify for investment tax credit according to the Section 44(2) under Income Tax Ordinance, 1984


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 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, F.C.M.I.
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

ফান্ড হাইলাইটস্

নাম	ইনভেস্টএশিয়া গ্রোথ ফান্ড
প্রকৃতি	বে-মেয়াদী মিউচুয়াল ফান্ড
ফান্ড এর মেয়াদ এবং আকার	অসীম এবং বে-মেয়াদী
বিনিয়োগের উদ্দেশ্য	বাংলাদেশ ক্যাপিটাল মার্কেটে বিনিয়োগকারীদের জন্য একটি পুঁজিবাজার ভিত্তিক প্রাথমিক প্রদানের লক্ষ্যে একটি গ্রোথ ভিত্তিক ওপেন-এন্ড মিউচুয়াল ফান্ড চালু করার জন্য একটি ট্রাস্ট তৈরি করা।
উদ্যোক্তা	ইনভেস্টএশিয়া ক্যাপিটাল এন্ড এ্যাসেট ম্যানেজমেন্ট লিমিটেড
সম্পদ ব্যবস্থাপক	ইনভেস্টএশিয়া ক্যাপিটাল এন্ড এ্যাসেট ম্যানেজমেন্ট লিমিটেড
ট্রাস্টি	সেন্দ্রিনাল ট্রাস্টি এন্ড কাস্টডিয়াল সার্ভিসেস লিমিটেড
হেফাজতকারী	সেন্দ্রিনাল ট্রাস্টি এন্ড কাস্টডিয়াল সার্ভিসেস লিমিটেড
ফান্ডের প্রাথমিক আকার	৬২৫০,০০০.০০০/- (পঁচিশ কোটি টাকা মাত্র) যা প্রতিটি ৬১০/- (দশ টাকা মাত্র) অভিহিত মূল্যে ২৫,০০০,০০০ (দুই কোটি পঞ্চাশ লাখ) ইউনিটে বিভক্ত
অভিহিত মূল্য	৬১০/- (দশ টাকামাত্র) প্রতি ইউনিট
ন্যূনতম আবেদন মূল্য	ব্যক্তি বিনিয়োগকারীগণের জন্য প্রতি আবেদনে ৫০০ ইউনিট (প্রাথমিকগণ প্রস্তাবের সময়ে) ৬ ৫,০০০/- (পাঁচ হাজার টাকা মাত্র) এর সমতুল্য; প্রাতিষ্ঠানিক বিনিয়োগকারীগণের জন্য প্রতি আবেদনে ৫,০০০ ইউনিট (প্রাথমিক গণপ্রস্তাবের সময়ে) ৬ ৫০,০০০/- (পঞ্চাশ হাজার টাকা মাত্র) এর সমতুল্য। (নিয়মিত বিনিয়োগ পরিকল্পনা বা SIP বিনিয়োগকারীদেরও জন্য ইহা প্রযোজ্য নয়)
স্বচ্ছতা / NAV প্রকাশ	ফান্ডের সাপ্তাহিক নেট অ্যাসেট ভ্যালু (NAV), ক্রয় ও বিক্রয়/ সমর্পনমূল্য অ্যাসেট ম্যানেজমেন্ট কোম্পানির ওয়েবসাইট, নোটিস বোর্ড এবং একটি জাতীয় দৈনিক পত্রিকায় প্রকাশ করা হবে
উদ্দিষ্ট বিনিয়োগকারীগণ	নিবাসী ও অনিবাসী ব্যক্তিবর্গ, দেশী ও বিদেশী প্রতিষ্ঠানসমূহ, নিবন্ধিত মিউচুয়াল ফান্ড সমূহ এবং সামষ্টিক বিনিয়োগ ক্ষমসমূহ ফান্ডে বিনিয়োগ করতে পারবে
লভ্যাংশ	ফান্ডের অর্জিত বাৎসরিক আয়ের ন্যূনতম ৫০ (পঞ্চাশ) শতাংশ বাংলাদেশী টাকা অথবা পুঞ্জীভূত বিনিয়োগ পরিকল্পনা (সিআইপি) হিসাবে প্রতি হিসাব বছরান্তে বিতরণ করা হবে
লভ্যাংশ বিতরণ	লভ্যাংশ ঘোষণার তারিখ থেকে ৪৫ (পঁয়তাল্লিশ) দিনের মধ্যে তা বিতরণ করা হবে
হস্তান্তর যোগ্যতা	ফান্ডের প্রতিটি ইউনিট উত্তরাধিকার/ উপহার এবং আইনের নির্দিষ্ট বিধিবিধান অনুযায়ী হস্তান্তরযোগ্য
নগদীকরণ	ফান্ডের ইউনিট সম্পদব্যবস্থাপক এবং সম্পদ ব্যবস্থাপক কর্তৃক নিয়োগকৃত বিক্রয় প্রতিনিধির নিকট নির্ধারিত অফিস সময়ে সমর্পন এবং নগদায়ন করা যাবে
নিয়মিত বিনিয়োগ পরিকল্পনা	নিয়মিত বিনিয়োগ পরিকল্পনা/ এসআইপি (SIP) এর মাধ্যমে বিনিয়োগকারীগণ নির্দিষ্ট সময় অন্তর (মাসিক, ত্রৈমাসিক, বাৎসরিক প্রভৃতি) পূর্বনির্ধারিত পরিমাণ অর্থ বিনিয়োগ করতে পারবেন। ভবিষ্যৎ সঞ্চয় ও সম্পদ গড়ার লক্ষ্যে এবং বিনিয়োগের জন্য নিয়মিত বিনিয়োগ পরিকল্পনা একটি পরিকল্পিত মাধ্যম। বিনিয়োগকারীগণ স্বল্প পরিমাণ অর্থ বিনিয়োগ করেও এসআইপি (SIP) শুরু করতে পারেন
হিসাবরক্ষণ ও প্রতিবেদন	ফান্ডের সকল ইউনিটধারী ফান্ডের বাৎসরিক, অর্ধ-বার্ষিকী এবং ত্রৈমাসিক হিসাব বিবরণীসহ নিরীক্ষিত বার্ষিক প্রতিবেদন পাওয়ার অধিকার রাখেন, যা সম্পদ ব্যবস্থাপকের অফিসিয়াল ওয়েবসাইট এ প্রকাশিত হবে
কর সুবিধা	Income Tax Ordinance, 1984 এর ষষ্ঠ তফসিল এর Part-A অনুযায়ী মিউচুয়াল ফান্ড বা ইউনিট ফান্ড হতে ২৫,০০০/- টাকা (পঁচিশ হাজার) পর্যন্ত প্রাপ্ত আয়করের আওতা মুক্ত থাকবে
কর রেয়াত জনিত সুবিধা	মিউচুয়ালফান্ড-এ বিনিয়োগ Income Tax Ordinance, 1984 এর ৪৪(২) ধারা অনুযায়ী বিনিয়োগজনিত কর রেয়াত সুবিধা পেয়ে থাকবে

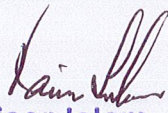
RISK FACTORS

Investors should know that Investasia Growth Fund is not a guaranteed or assured return scheme and the past performance of the Sponsor and their affiliates / AMC does not guarantee future performance of the Scheme. The name of the Scheme does not in any manner indicate either the quality of the Scheme or its future prospects and returns. Investing in the Investasia Growth Fund involves some general risks and some scheme specific risks that investors should carefully consider before investing in the Fund.

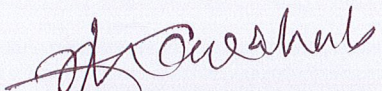
General Risk Factors:

- I. Due to the fluctuation of the price/ value/ Interest rates of the securities in which Scheme invests, the value of investment in the Scheme may go up or down depending on the various factors and forces affecting the economy, capital markets and money markets.
- II. Government policy and tax laws may change, affecting the return on investments of the fund, which may eventually affect the NAV and return of the Units.
- III. Large number of redemption requests, may lead to an asset-liability mismatch and therefore may require the investment manager to make a quick sale of the securities leading to realignment of the portfolio and consequently resulting in investment in lower yield instruments.
- IV. Delays or other problems in settlement of transactions could result in temporary periods when the assets of the Scheme remain idle and no return is earned there on. The inability of the Scheme to make intended securities purchases and sales, due to settlement problems, could cause the Scheme to miss certain investment opportunities.

THE MUTUAL FUND IS NOT GUARANTEEING OR ASSURING ANY RETURNS


Kaiser Islam
Chief Executive Officer

Investasia Capital & Asset Management Ltd.


Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

CHAPTER 1: PRELIMINARY

1.1 Publication of Prospectus for Public Offering

Investasia Capital & Asset Management Ltd. has received the Asset Management license from the Bangladesh Securities & Exchange Commission under Bangladesh Securities & Exchange Commission Act, 1993 and সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, 2001 made there under and also received consent for issuing prospectus for public offering. A complete copy of the prospectus of the public offering is available for public inspection at Shareef Mansion (7th Floor), 56-57, Motijheel C/A, Dhaka-1000, Bangladesh, (Corporate Office of InvestAsia Capital & Asset Management Ltd.) the asset manager of the Investasia Growth Fund, hereinafter referred to as the Fund.

1.2 Consent of the Bangladesh Securities and Exchange Commission

“APPROVAL OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/ OFFER OF THE FUND UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969 AND THE সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS APPROVAL, THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE FUND, ANY OF ITS SCHEMES OR THE ISSUE PRICE OF ITS UNITS OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ASSET MANAGER, TRUSTEE, SPONSOR AND/ OR CUSTODIAN.”

1.3 Listing of the Fund

The Fund, being an open-end one, will not be listed with any stock exchange of the country. Hence the units of the Fund will not be traded in the stock exchanges unless otherwise BSEC and Stock Exchanges make arrangement in future. In that case, public communication will be made as per BSEC's approval.

The securities will be kept in dematerialized form in Central Depository Bangladesh Limited (CDBL) to facilitate the holding and transfer of the units of the Fund. Units will always be available for sale and surrender/ repurchase except on the last working day of every week and during book closure period/ record date of the Fund at the corporate office of Investasia Capital & Asset Management Ltd. and the authorized selling agents. Investasia Capital & Asset Management Ltd. shall disclose selling price and surrender value /repurchase price of units at the beginning of business operation on the first working day of every week as per বিধিমালা.

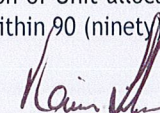
1.4 Availability of Documents for Inspection

- I. Copy of this prospectus will be available at the registered office of the Asset Manager and offices of the authorized selling agents of the Fund. This prospectus will also be available at the web site of Bangladesh Securities and Exchange Commission (www.sec.gov.bd) & Investasia Capital & Asset Management Ltd. (www.investasiabd.com) ;
- II. Copy of the Trust Deed will be available for public inspection during business hours at the office of the asset manager of the Fund; the document may also be viewed on the web site of Investasia Capital & Asset Management Ltd. One will be able to purchase a copy of the trust deed by paying the price as determined by the Asset Manager.

1.5 Conditions under Section 2CC of the Securities & Exchange Ordinance, 1969

Part-A

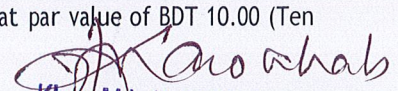
- I. The Fund shall not account for any upward revaluation of its assets creating reserve without clearance from the Bangladesh Securities and Exchange Commission;
- II. The Fund shall not be involved in option trading, short selling or carry forward transaction;
- III. A Confirmation of Unit allocation shall be issued at the cost of the Fund at par value of BDT 10.00 (Ten Taka) each within 90 (ninety) days from the date of sale of such Units;


Kaiser Islam

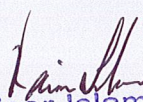
Chief Executive Officer

Investasia Capital & Asset Management Ltd.

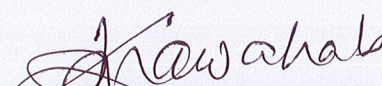



Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

- IV. Money receipt/ acknowledgement slip issued at the time of sale of units will be treated as allotment letter, which shall not be redeemable/transferable;
- V. The annual report of the Fund/or its abridged version will be published within 45 (forty-five) days of the closure each accounting year of the Fund;
- VI. An annual report and details of investment and savings of the Fund shall be submitted to the Commission, Trustee and Custodian of the Fund within 90 (ninety) days from the closure of the accounts;
- VII. Half-yearly accounts/financial statements of the Fund will be published in at least one English and another Bangla national daily newspapers within 30 (thirty) days from end of the period;
- VIII. Dividend shall be paid within 45 (forty-five) days of its declaration, and a report shall be submitted to the BSEC, Trustee and Custodian within 7 (seven) days of dividend distribution;
- IX. Net Asset Value (NAV) of the Fund shall be calculated and disclosed publicly at least once a week;
- X. The script wise detail portfolio statement consisting of all securities holdings of the Fund shall be disclosed in the website of the AMC and will be sent to Unit holders on quarterly basis within 30 (thirty) days of each quarter end;
- XI. The sale and repurchase/surrender price of units will be determined by the Asset Management Company based on NAV at fair value. The difference between sale price and repurchase/surrender price shall not exceed 1% of the NAV per unit at fair value of the mutual fund;
- XII. BSEC may appoint auditors for special audit / investigation on the affairs of the Fund, if it so desires;
- XIII. 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;
- XIV. The prospectus/abridged version of the prospectus shall be published in one of the widely circulated Bengali national daily newspapers. Provided that information relating to publication of the prospectus be published in two (2) national daily newspapers (Bengali and English) and one online newspaper;
- XV. If abridged version of the prospectus is published in the newspaper, complete prospectus shall be made available to the applicants;
- XVI. The initial target size of the Fund is BDT 25.00 (Twenty-Five) 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 will be increased from time to time by the AMC subject to approval of the Trustee and with intimation to the Commission;
- XVII. If the Asset manager fails to collect the minimum 40% of the initial target amount under বিধি ৪৬ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১, will refund the subscription money within 30 days without any deduction. In case of failure, the Asset Manager will refund the same with a rate of return of 18 percent per annum from its own account within the next month;
- XVIII. 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;
- XIX. The AMC should ensure compliance of বিধি ৪৬ of সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১;
- XX. Unit allocation of the Sponsor's contribution amounting to BDT 2,50,00,000/- (Tk. Two crore Fifty Lac) only shall be subject to a lockin 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;
- XXI. A confirmation of Unit allocation amounting BDT 2,50,00,000/- (Tk. Two crore and Fifty lac and 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;


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.



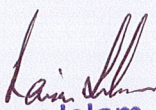

Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge,
 Sentinel Trustee & Custodial Services LI

- XXII. Annual fee of the fund shall be submitted to the Commission on the fund size (i. e. year-end NAV at market price of the fund) on advance basis as per rule and may adjust the fee in next year, if necessary.
- XXIII. The subscription period of the Fund will be 45 (forty-five) days which will be started on2022. and be ended on 2022. as per বিধি ৪৭ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১,

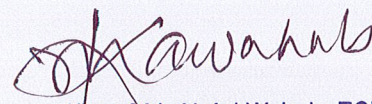
PART-B

Please ensure that the following are adhered to:

- I. As per provisions contained in the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১, regarding limitation of time on closure of subscription, the initial public subscription will remain open for 45 (forty-five) days or for a period up to achievement of the initial target amount, whichever is earlier;
- II. 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 hours of publication thereof;
- III. The Asset Management Company shall submit 20 (Twenty) copies of printed prospectus to the Commission for official record;
- IV. 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.
- V. The expiry date of the Sponsor's locked-in portion shall be specifically mentioned on the body of the jumbo confirmation of Unit allocation;
- VI. The AMC shall apply the spot buying rate (TT clean) of Sonali Bank Limited prevalent on the date of opening of subscription for conversion of foreign currencies;
- VII. The AMC shall submit to the Commission a diskette containing the vetted prospectus and its abridged version;
- VIII. 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.
- IX. After due approval by the Trustee regarding issue and formation expenses, the AMC shall submit in details along with supporting documents to the Commission regarding issue and formation expenses within 15 days of fund operation. The Auditor of the fund shall also put opinion about the above expenses in the initial financial statements of the fund;
- X. Bank statement 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;
- XI. 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 guide line shall include among other issues, the investment delegation power of Managing Director and Chief Executive Officer and the Committee separately and also the meeting resolution presentation process.
- XII. 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 days of issuing the consent letter.


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge);
 Sentinel Trustee & Custodial Services Ltd.

1.6 General Information

- I. This prospectus has been prepared by Investasia Capital & Asset Management Ltd. based on the Trust Deed executed between the Trustee and the Sponsor of the Fund, which is approved by the Commission and available publicly. The information contained herein is true and correct in all material aspects and there are no other material facts, the commission of which would make any statement herein misleading.
- II. No person is authorized to give any information to make any representation not contained in this prospectus and if so given or made, such information or representation must not be relied upon as having been authorized by Investasia Capital & Asset Management Ltd.
- III. The issue as contemplated in this document is made in Bangladesh is subject to the exclusive jurisdiction of the courts of Bangladesh. Forwarding this prospectus to any person residing outside Bangladesh in no way implies that the issue is made in accordance with the laws of that country or is subject to the jurisdiction of the laws of that country.

1.7 Sale and Re-purchase of Units

Investasia Capital & Asset Management Ltd. will maintain two separate BO Accounts with Sentinel Trustee & Custodial Services Ltd, custodian of Investasia Growth Fund for creation and redemption of units namely "Investasia Growth Fund-Sale of units" and "Investasia Growth Fund-Repurchase of units" respectively.

For sale of units, Investasia Capital & Asset Management Ltd. will issue a certificate for the units sold and send it to Sentinel Trustee & Custodial Services Ltd. for setting up of demat request. After the acceptance of demat setup by Sentinel Trustee & Custodial Services Ltd. from its terminal, units will be credited to the BO Account of "Investasia Growth Fund- Sale of units". Then Sentinel Trustee & Custodial Services Ltd. will transfer the units from "Investasia Growth Fund- "Sale of units" to the unit holders' BO Accounts as per instruction of Investasia Capital & Asset Management Ltd.

In the case of redemption/ repurchase by the Asset Manager, the unit holder will transfer his/her/ the Institutional holder's units to the "Investasia Growth Fund - Repurchase of units". Sentinel Trustee & Custodial Services Ltd. will remat the units from the "Investasia Growth Fund- Repurchase of units" BO account as per instruction of Investasia Capital & Asset Management Ltd. Simultaneously, the payment will be made to the investor's Bank Account through Cheque / BEFTN as per the request of the investor.

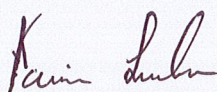
1.8 Systematic Investment Plan (SIP)

A Systematic Investment Plan or SIP is a smart and hassle-free mode for investing money in mutual funds. SIP allows an investor to invest a certain pre-determined amount at a regular interval (monthly, quarterly, yearly etc.). A SIP is a planned approach towards investments and helps to inculcate the habit of saving and building wealth for the future.

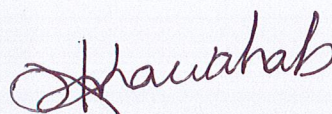
Buy and Surrender in SIP Process:

An investor can invest through SIP either by auto debit system provided against investor's Bank Account or by providing monthly predetermined cheques via selling agents at a regular interval (monthly/ bi-monthly/ quarterly). Investor must have a BO Account; he/she will get the SIP units in his/her BO Account and get a 1% discount from ongoing Weekly "Investor's Buy Price" of the mutual fund.

It is advisable to continue SIP investments with a long-term perspective, however there is no compulsion. Investors can discontinue the plan at any time. If an investor wants to terminate the SIP before two (2) years, 1% discount from the "Investor's sale/ surrender price" will be applicable on total accumulated invested amount on the date of cancellation of the scheme. After maturity of SIP, the investor can easily surrender his/her total units through the AMC or the Selling Agents.



Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.

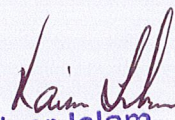
Khan Md. Abdul Wahab, FCMA
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 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd

Benefits may be offered for SIP Investors such as:

SIP encourages a disciplined investment; while invested through SIP, investor commits himself/herself to save regularly. Different benefits may be offered as follows:

- **Flexibility:** Investor can start SIP with a very small amount i.e. BDT 3,000/ BDT 4,000/ BDT 5,000 or multiple of additional BDT 1,000. One can also increase/ decrease the amount being to be invested in regular fashion.
- **Flexible SIP Tenor:** The SIP will be offered for at least 2 years or any other higher period set by the AMC. However, investor can set SIP scheme for 3years/ 5years or as decided by the Asset Manager. After this period, the individual scheme will be matured and may surrender or continue after maturity. If surrendered, no fees/ charges may be charged on surrender and may also offer highest premium over the declared surrendered price at that time.
- **No Minimum lot size:** There will be no minimum lot size under the SIP as like normal investors. Based on "Investor's Buy Price" per unit available for SIP investors, units will be credited to investor's BO account. However, any fraction amount remaining will be converted when it sums up to one unit. The fractional amount will be kept as liability of the fund in a separate account head.
- **CIP option for the SIP investors:** SIP investors can choose either option of cash dividend or Cumulative Investment Plan (CIP). If a SIP investor chooses CIP (i.e. Dividend reinvestment process) instead of cash dividend, they may also enjoy CIP units at a discount of prevailing "Investor's Buy Price" used for CIP conversion. After CIP conversion, they will get dividend on total number of units in the next year.

Detailed of SIP Scheme, Scheme information will be provided in the Scheme Brochure in future


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

1.9 Declarations

DECLARATIONS ABOUT THE RESPONSIBILITY OF THE SPONSOR

We, as the Sponsor of the "Investasia Growth Fund", accept full responsibility for the authenticity and accuracy of the information contained in this Prospectus and other documents regarding the mutual fund. To the best of the knowledge and belief of the Sponsor, who has taken all reasonable care to ensure that all the conditions and requirements concerning this public offer and all information contained in this document, drawn up by virtue of the Trust Deed of the Fund by the entrusted Asset Management Company, have been met and there is no other information or documents, the omission of which may make any information or statements therein misleading.

We also confirm that full and fair disclosures have been made in this Prospectus to enable the investors to make an informed decision for investment.

Sd/-

Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Limited.

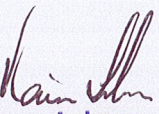
DECLARATIONS ABOUT THE RESPONSIBILITY OF THE TRUSTEE

We, as the Trustee of the Investasia Growth Fund, accept the responsibility and confirm that we shall:

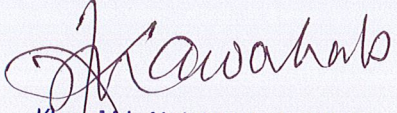
- be the guardian of the Fund, held in trust for the benefit of the unit holders in accordance with the Rules & the Trust Deed;
- always act in the interest of the unit holders;
- take all reasonable care to ensure that the Fund floated and managed by the Asset Management Company are in accordance with the Trust Deed and the Rules;
- make sure that there is no contradiction between the prospectus, trust deed and সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১;
- make such disclosures by the Asset Management Company to the investors as are essential in order to keep them informed about any information, which may have any bearing on their investments; and
- take such remedial steps as are necessary to rectify the situation where we have reason to believe that the conduct of business of the Fund is not in conformity with the relevant Rules.

Sd/-

Khan Md. Abdul Wahab, FCMA
DMD & Chief Executive Officer
Sentinel Trustee and Custodial Services Ltd.



Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

Declarations about the Responsibility of the Custodian

We, as the Custodian of the Investasia Growth Fund, accept the responsibility and confirm that we shall:

- keep all the securities (both listed and non-listed) of the Fund including FDR receipts in safe and separate custody as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ and shall provide the highest security for the assets of the Fund;
- act as custodian of the fund as mentioned above as per provisions of the custodian agreement executed with the asset management company and shall assume the duties and responsibilities as described in the trust deed of the mentioned fund and other constitutive documents;
- abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ and conditions imposed by the Commission in regard of the fund; and
- act to our best for the benefit and sole interest of the unit- holders of the fund.

Sd/-

Khan Md. Abdul Wahab, FCMA
DMD & Chief Executive Officer
Sentinel Trustee and Custodial Services Ltd.

DECLARATION ABOUT THE RESPONSIBILITY OF THE ASSET MANAGER

This Prospectus has been prepared by us based on the Trust Deed, the Investment Management Agreement, the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) ২০০১, ডিপজিটরিআইন, ১৯৯৯ and other related agreements and examination of other documents as relevant for adequate disclosure of the Fund's objectives and investment strategies to the investors.

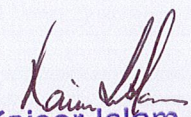
We also confirm that:

- The prospectus is in conformity with the documents, materials and papers related to the public offer;
- All the legal requirements of the public offer have been duly fulfilled; and
- The disclosures made are true, fair and adequate for investment decision.

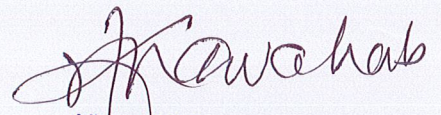
Investors should be aware that the value of investments in the mutual fund could be volatile as such no guarantee can be made about the returns from the investments that the Fund will make. Like any other equity investment, only investors who are willing to accept a high degree of risk, should invest in the mutual fund. Investors are requested to pay careful attention to the "Risk Factors" section of the Prospectus and to take proper cognizance of the risks associated with any investment in the mutual fund.

Sd/-

Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

1.10 Due Diligence Certificate

Due Diligence Certificate by the Sponsor

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

To
The Honorable Chairman
Bangladesh Securities & Exchange Commission

Subject: Investasia Growth Fund

We, the Sponsor of the above-mentioned forthcoming mutual fund, state as follows:

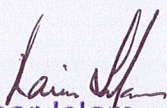
1. We, as the Sponsor of the above-mentioned mutual fund, have examined the prospectus and other documents and materials as relevant to our decision; and
2. We warrant that we shall comply with the Bangladesh Securities & Exchange Commission (Mutual Fund) Rules, 2001, Bangladesh Securities & Exchange Commission (Public Issue) Rules, 2015, Trust Deed of the mutual fund and the rules, orders, guidelines, directives, notifications and circulars that may be issued by the Bangladesh Securities & Exchange Commission from time to time in this respect.

WE CONFIRM THAT:

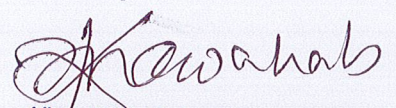
- a) All information in the prospectus forwarded to the Commission is authentic and accurate;
- b) We, as sponsor of the mutual fund as mentioned above, will act as per clauses of the trust deed executed with the trustee and shall assume the duties and responsibilities as described in the trust deed and other constitutive documents;
- c) We shall also abide by the Bangladesh Securities & Exchange Commission (Mutual Fund) Rules, 2001 and conditions imposed by the Commission as regards of the mutual fund; and
- d) We shall act to our best for the benefit and interest of the unit-holders of the mutual fund.

For the Sponsor,

Sd/-
Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

Due Diligence Certificate by the Trustee

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

To
The Honorable Chairman
Bangladesh Securities & Exchange Commission

Subject: Investasia Growth Fund

We, the under-noted trustee to the above-mentioned forthcoming mutual fund, state as follows:

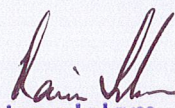
1. We, while act as trustee to the above-mentioned fund on behalf of the investors, have examined the draft prospectus and other documents and materials as relevant to our decision; and
2. We warrant that we shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১, Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Dhaka Stock Exchange (Listing) Regulations, 2015, Chittagong Stock Exchange (Listing) Regulations, 2015, Trust Deed 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:

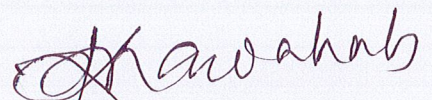
- a) All information and documents as are relevant to the issue have been received and examined by us and the draft prospectus forwarded to the Commission have been approved by us;
- b) We have also collected and examined all other documents relating to the fund;
- c) While examining the above documents, we find that all the requirements of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ have been complied with;
- d) We shall act as trustee of the fund as mentioned above as per provisions of the trust deed executed with the sponsor and shall assume the duties and responsibilities as described in the trust deed and other constitutive documents;
- e) We shall also abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ and conditions imposed by the Commission as regards of the fund; and
- f) We shall act to our best for the benefit and sole interest of the unit holders of the fund;

For the Trustee

Sd/-
Khan Md. Abdul Wahab, FCMA
DMD & Chief Executive Officer
Sentinel Trustee and Custodial Services Ltd.


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

Due Diligence Certificate by the Custodian

চতুর্থ তফসিল-(১) এর (জ) বিধি ৪৩ (৩) দৃষ্টব্য।

We, the under-noted custodian to the above-mentioned forthcoming mutual fund, state as follows:

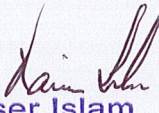
1. We, while act as custodian to the above mentioned fund on behalf of the investors, shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১, Depository Act, 1999, Depository Regulation, 2000, Depository (User) Regulation, 2003, Trust Deed of the Fund and the rules, guidelines, 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:

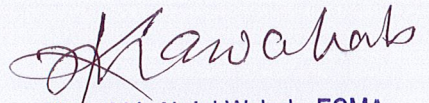
- a) we will keep all the securities (both listed and unlisted) and Assets of the Investasia Growth Fund including FDR receipts in safe and separate custody as per বিধি ৪১ of সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ and will provide highest security for the assets of the Fund;
- b) we shall act as custodian of the fund as mentioned above as per provisions of the custodian agreement executed with the asset management company and shall assume the duties and responsibilities as described in the trust deed of the mentioned fund and other constitutive documents;
- c) we shall also abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ 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/-
Khan Md. Abdul Wahab, FCMA
DMD & Chief Executive Officer
Sentinel Trustee and Custodial Services Ltd.



Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge,
Sentinel Trustee & Custodial Services Ltd.

Due Diligence Certificate by the Asset Manager

চতুর্থ তফসিল-(১) এর (জ) বিধি৪৩ (৩) দৃষ্টব্য।

To
The Honorable Chairman
Bangladesh Securities & Exchange Commission

Subject: Investasia Growth Fund

We, the Asset Manager of the above-mentioned forthcoming mutual fund, state as follows:

1. We, as the Asset Manager of the above-mentioned mutual fund, declare and certify that the information provided in the prospectus, is complete and true in all aspects;
2. We further certify that we shall inform the Bangladesh Securities & Exchange Commission immediately of any change in the information of the fund; and
3. We warrant that we shall comply with the Securities and Exchange Ordinance, 1969, Bangladesh Securities & Exchange Commission (Mutual Fund) Rules, 2001, Bangladesh Securities & Exchange Commission (Public Issue) Rules, 2015, Trust Deed of the mutual fund, Dhaka Stock Exchange (Listing) Regulations, 2015, Chittagong Stock Exchange Commission (Listing) Regulations, 2015 and the rules, orders, guidelines, circulars, directives, notifications and circulars that may be issued by the Bangladesh Securities & Exchange Commission from time to time in this respect.

WE CONFIRM THAT:

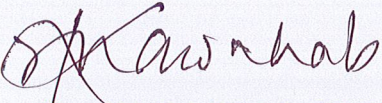
- a) The prospectus forwarded to the Commission is in conformity with the documents, materials and papers relevant to the mutual fund;
- b) All the legal requirements connected with the said mutual fund have been duly complied with; and
- c) The disclosures made in the prospectus are true, fair and adequate to enable the investors to make a well-informed decision for the investment in the mutual fund.

For the Asset Manager

Sd/-
Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd

CHAPTER 2: BACKGROUND

2.1 Preamble to the formation of Investasia Growth Fund

Mutual Fund is an investment tool that collects pool of fund from individual and institutional investors with a view to investing the fund in securities like stocks, bonds, money market instruments and other securities. Mutual funds are the most cost-effective way to diversify the investment portfolio across different asset categories. Moreover, mutual funds offer professional money management expertise at a reasonable cost. Especially in a developing country like Bangladesh where mass people are ignorant about investment management strategies, importance of such professional management services are beyond question.

The origin of mutual funds is often cited to be traced in Europe back in 19th century. By the time, mutual fund industry grew enormously with innovation of different investment strategies catering the need of different types of investors.

Recognizing the huge untapped market potential of mutual fund industry in Bangladesh and the need to offer a reliable solution for investment to the people, Investasia Capital & Asset Management Ltd. has begun the process to launch its first open-end mutual fund namely "Investasia Growth Fund" subject to successful completion of regulatory compliance. In order to cater diverse investment needs of people, the "Investasia Growth Fund" will aim to generate long-term capital appreciation through investment predominantly inequity and equity related instruments.

2.2 Necessity of Investasia Growth Fund in the Context of the Current State of Affairs of the Capital Market of Bangladesh:

The capital market of Bangladesh is still in a nascent stage which portrays both opportunities and challenges. Though stock exchanges were formally established as early as 1954, activities remained very low until 1990s. Market experienced both bubble and burst during its journey of around six decades. Though over the years the capital market is transforming in to a more structured and regulated form, it is still lagging behind in terms of number of stocks listed, asset classes available for investment etc. In emerging markets like Bangladesh where mass people lack the knowledge of proper investment decision, the scope of mutual fund industry, that offers professionally managed investment management service, is very bright. The mutual fund industry of Bangladesh is still very small compared to other countries.

In line with the above status, there is a significant need for new and diversified capital market instruments including mutual funds.

2.3 Advantages of investing in Investasia Growth Fund:

Investasia Growth Fund will be managed in manner that will ensure utmost benefit for the investors from their investment. Generally mutual funds are designed in such a way that reduces the risk of investment compared to direct investment in other securities like shares, debt instruments etc. In addition, investors will enjoy the following advantages from investing in "Investasia Growth Fund":

- I. Investasia Capital & Asset Management Ltd. through its proper corporate governance culture will ensure proper compliance with সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ under all circumstances.
- II. Investasia Growth Fund will ensure adequate investment in the growth assets (predominantly in equity and equity related instruments) to fulfill the ultimate investment objective of providing capital gain in the long-run. The fund will maintain a diversified portfolio through adequate professional knowledge which will reduce individual investment risk that would have been otherwise difficult through direct investment.
- III. Experienced professional management will help identify and secure potential investment opportunities.
- IV. The fund will offer minimum 50% of annual realized profit as cash dividend on regular basis. However, investors will have the discretion of choosing between cashing out the dividend and

- reinvesting the dividend through purchasing new units.
- V. Investors can hold larger number of securities through holding a single unit of the fund without having to incur high transaction cost like brokerage fee.
 - VI. Mutual funds enjoy 5% reserved quota in Initial Public Offerings (IPOs) under the current rules provided by BSEC, which enables the investors to enjoy the benefits of participating in IPOs indirectly.
 - VII. Income from this Fund will be tax free up to BDT 25,000.00 (Twenty-Five Thousand Taka) as permitted by the Finance Act.
 - VIII. As an open-end fund is not traded in the secondary market, its price will not be subjected to the interaction of demand and supply. As purchase and surrender price will be calculated based on Net Asset Value (NAV) as prescribed in সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১, the price of the fund will be more stable than that of other securities traded in secondary market.
 - IX. Investment in this Fund by individual investors will enjoy tax exemption benefit under Section 44(2) of the Income tax Ordinance, 1984. Country's Finance Act and Government's tax policies will always determine the tax benefits from investment in mutual funds.

CHAPTER 3: Investasia Growth Fund

3.1 Formation of the Fund

The Trust Deed of the Fund was registered on February 17, 2022 under the Trust Act, 1882 and Registration Act, 1908 through a Trust Deed entered into Investasia Capital & Asset Management Ltd. and Sentinel Trustee and Custodial Services Ltd (STCSL). The Fund was registered by the BSEC on March, 07, 2022 under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১.

3.2 Life of the Fund

The Fund will be an open-end mutual fund with a perpetual life established to broaden the base of investment and develop the capital market. Institutional (local and foreign) and individual (resident and non-resident) investors are eligible to invest in this Fund.

3.3 Size, Face Value and Denomination

- I. The initial target size of the Scheme shall be Tk. 250,000,000.00 (Taka Twenty-Five Crore) which may be increased from time to time by the Asset Management Company on requisition from the investors with due approval of the Trustee and notification to the BSEC.
- II. The Asset Management Company may constitute, organize, manage the Fund and will issue the unit certificates in any denomination of the par value of Tk 10.00 each.
- III. Initially, unit holders of the Fund shall be issued with a confirmation of Unit Allocation letter by the Asset Manager at the cost of the Fund in any denomination but not less than 500 (Five hundred) units for individuals and 5,000 (Five thousand) units for institutions.

3.4 Investment Objective

To create a trust to launch an open end growth oriented Open-End Mutual Fund in the Bangladesh Capital Market with the objective to provide a capital market based platform for investors.

3.5 Main Feature of the fund

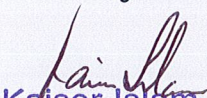
- I. There shall be one Scheme of the Fund namely INVESTASIA GROWTH FUND unless otherwise any other Scheme constituted, organized and managed by the Asset Management Company with due approval of the Trustee and the BSEC.

- II. The Fund shall be an Open-End in nature and the initial target size of the Scheme shall be Tk. 250,000,000.00 (Taka Twenty-Five Crore) which may be increased from time to time by the Asset Management Company on requisition from the investors with due approval of the Trustee and notification to the BSEC.
- III. A registration fee as payable to the Commission under the বিধিমালা for establishing the Fund and for registration of this Deed shall be paid from the Fund by the Asset Management Company.
- IV. The FIRST PART shall provide ten percent (10%) of the Fund as the minimum subscription amount of the Fund equal to a sum of Tk. 25,000,000.00 (Taka Two Crore Fifty Lac) on effective date, and the rest shall be raised by the Asset Management Company through sale of unit certificates as per the Rules of the Authority.
- V. The Asset Management Company may constitute, organize, manage the Fund and will issue the unit certificates in any denomination of the par value of Tk 10.00 each.
- VI. The Asset Management Company shall calculate the Net Asset Value (NAV) per Unit on last working day of every week as per formula prescribed in the বিধিমালা;
- VII. The sale and repurchase/surrender price of units will be determined by the Asset Management Company based on NAV at fair value. The difference between sale price and repurchase/surrender price shall not exceed 1% of the NAV per unit at fair value of the mutual fund.
- VIII. In case of holidays, the Asset Management Company shall notify the Unit holders and the prospective investors about the days of operation of the Fund in a manner which they may deem fit.
- IX. The unit holders may surrender their unit certificates during the business hour as specified by the Asset Management Company. The Fund shall be liable to repurchase the units at the surrender value determined by the Asset Management Company.
- X. Sale and repurchase of unit certificates by Asset Management Company shall remain closed during book closure period during first two weeks of July unless the Commission decides otherwise.

3.6 Some important policies regarding investment and operation of the fund

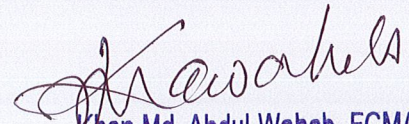
3.6.1 Investment Policy

- i. The Fund shall invest subject to the বিধিমালা and only in those securities, deposits and investments approved by the Bangladesh Securities and Exchange Commission and /or the Bangladesh Bank and /or the Insurance Development and Regulatory Authority (IDRA) of Bangladesh or any other competent authority in this regard.
- ii. Not more than 60% of total assets of the Scheme of the Fund shall be invested in capital market instruments out of which at least 50% shall be invested in listed securities. The fund can invest only in investment grade unlisted securities and after a prior approval of the trustee. The fund shall invest at least 30% of total assets of the fund in government securities or government backed securities in order for prudentially managing risk and liquidity of the fund.
- iii. Not Less than 30% of the total assets of the Scheme of the Fund shall be invested in Money market instruments.
- iv. Not more than 10% of the total assets of the fund shall be invested in non-listed securities at any particular date. In case of investment in non-listed corporate bonds or pre-IPO placement shares, the asset manager shall obtain approval on the Commission.


Kaiser Islam
 Chief Executive Officer

Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

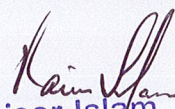
- v. All money collected under the Fund shall be invested only in a cashable/ transferable instruments, securities whether in money market or capital market or privately placed pre-IPO equity, preference shares, debentures or securitized debts.
- vi. The Fund shall get the securities purchased or transferred in the name of the Fund.
- vii. Only the Asset Management Company will make the investment decisions and place orders for securities to be purchased or sold for the Scheme's portfolio.
- viii. Non-Listed securities that are "investment grade" and enjoy "Very strong" credit rating by a licensed credit rating agency are eligible for investment under this scheme of the mutual fund.

3.6.2 Investment Restriction

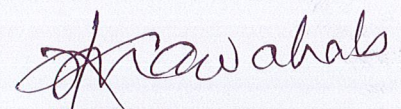
- i. The Fund shall not invest more than 10% of its total assets in any one particular company.
- ii. The Fund shall not invest in more than 10% of paid up capital (or other securities such as bond or debenture) issued by any company.
- iii. The Fund shall not invest more than 10% of its total assets in any one company or a group of companies under the control of a parent company. This condition shall not be applicable for investment in government securities.
- iv. The Fund shall not invest more than 25% of its total assets in shares, debentures or other securities in any one industry.
- v. The Fund shall not invest in, or lend to, any scheme under the same Asset Management Company.
- vi. The Fund shall not acquire any asset out of the Trust property, which involves the assumption of any liability that is unlimited or shall result in encumbrance of the Trust property in any way.
- vii. The Fund or the Asset Management Company on behalf of the Fund shall not give or guarantee term loans for any purpose or take up any activity in contravention of the বিধিমালা;
- viii. The Fund shall buy and sell securities on the basis of deliveries and shall, in all cases of purchases, take delivery of securities and in all cases of sale, deliver the securities on the respective settlement dates as per the custom and practice of the stock exchanges and shall in no case put itself in a position whereby it has to make short sell or carry forward transaction.
- ix. The Fund shall not involve in option trading or short selling or carry forward transaction, unless allowed by updated regulations of BSEC.
- x. The Fund shall not buy its own unit.

3.6.3 Valuation Policy

- I. For listed securities, the average quoted closing price on the stock exchanges on the date of valuation shall form the basis of any calculation of Net Asset Value of such securities in the portfolio of the Fund.
- II. For securitized debts, debentures, margin or fixed deposits, the accrued interest on such instruments on the date of valuation shall be taken into account in any calculation of Net Asset Value of such securities in the portfolio of the Fund.
- III. The fund shall fix the valuation method for the Scheme in compliance in the International Financial Reporting Standard (IFRSs) and subject to the prior approval of the commission.
- IV. The Fund shall follow the method approved by the Commission for valuation of the non-listed investment, if any, and the Asset Management Company and the Trustee shall periodically review the non-listed investment. The auditors shall comment in the annual report of the Scheme of the Fund.


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge,
 Sentinel Trustee & Custodial Services Ltd

- V. The valuation of listed securities not traded within previous one month will be made based on their reasonable value by the Asset Management Company and approved by the Trustee and commented upon by the auditors in the Annual Report of the Scheme of the Mutual Fund but shall not be more than the intrinsic value of the securities.
- VI. The valuation of non-listed securities will be made by the Asset Management Company in compliance with IFRSs and others securities regulations to be approved by the trustee and commented upon by the auditors in the annual report of the scheme.
- VII. Once non-listed securities are valued, the valued amount will be considered for the purpose of valuing the Fund's Assets at any interval of time until the securities are further revalued by the Asset Management Company.
- VIII. The Asset Management Company and the Trustee will value the non-listed securities at least once in every three months.
- IX. In case of deferred expenses, accrued expenses for the period will be taken into account for determining total liabilities.

3.7 Net Asset Value (NAV) calculation

The Fund will use the following formula to derive NAV per unit:

$$\text{Total NAV} = \text{VA} - \text{LT}$$

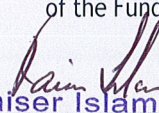
$$\text{NAV per unit} = \text{Total NAV} / \text{No. of units outstanding}$$

$$\text{V}_A = \text{Value of all securities in vault} + \text{Value of all securities placed in lien} + \text{Cash in hand and at bank} + \text{Value of all securities receivables} + \text{Receivables of proceeds of sale of investments} + \text{Dividend receivables net of tax} + \text{Interest receivables net of tax} + \text{Remaining issue expense after deducting amortization as on date} + \text{Remaining printing, publication and stationery expenses after deducting amortization as on date.}$$

$$\text{L}_T = \text{Value of all securities payable} + \text{Payable against purchase of investments} + \text{Payable as brokerage and custodial charges} + \text{Payable as Trustee fees} + \text{All other payable related to printing, publication and stationery} + \text{Accrue deferred expenses with regard to trustee fee, guarantee commission, annual fee, audit fee and safe keeping fee.}$$

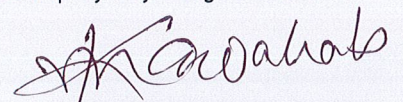
3.8 Limitation of Expense

- I. All expenses should be clearly identified and appropriated to the Fund.
- II. The Asset Management Company may charge Fund for Investment Management.
- III. Asset Management Company may amortize the initial issue costs of the Fund within a period of 5 (five) years; Provided that initial issue expenses/initial Public Offer (IPO) costs shall not exceed 3% of the fund of the collected amount raised under the Fund.
- IV. In addition to the fees mentioned hereinabove the Asset Management Company may charge the Scheme of the Fund with the following recurring expenses, namely;


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 InvestAsia Capital & Asset Management Ltd





Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
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- a. Marketing and selling expenses including commissions of the agents, if any;
 - b. Brokerage and Transaction costs;
 - c. Cost of registrar services for transfer of securities sold or redeemed;
 - d. Trusteeship fees;
 - e. Custodian fees;
 - f. Dematerialization fees and others;
 - g. Re-registration fees, if any.
 - h. Relevant expenditure for calling meeting by the trustee committee;
 - i. Other expenses applicable to the Mutual Fund.
- V. The expenses referred to hereinabove and any other fees payable or reimbursable to the Asset Management Company or the Trustee shall be charged to the Open-End Mutual Fund.

3.9 Expenses of the Fund

- I. The initial issue expenses in respect of the Fund shall not exceed 3% of the collected amount of the fund raised under the Scheme or any ceiling as determined by the AMC which is approved by the Commission and the Trustee. The Asset Management Company shall furnish a detailed breakdown of such expenses in the prospectus/offer document of the Fund.
- II. The total expenses charged to any Scheme of the Fund, excluding the amortization of initial issue expenses and including transaction cost in the form of stockbrokerage against buy and sale of securities forming a part of acquisition or disposal cost of such securities, transaction fees payable to the Custodian against acquisition or disposal of securities, the annual registration fees payable to the Commission, audit fees, cost for publication and e-publication of reports and periodicals, bank charge, etc., shall not exceed 4% of the weekly average net assets outstanding of the Scheme during any accounting year.

3.10 Fixation of Price of Units

- I. The sale and repurchase/surrender price of Units will be determined by the Asset Management Company based on the NAV at fair value. Difference between sales and repurchase/surrender price shall not exceed 1% of the NAV per unit at fair value of the mutual fund.

3.11 Issue of Unit certificates

- I. All unit holders of the Fund shall be issued with the unit certificate by the Asset Management Company at the cost of the Fund, in any denomination of par value of Tk. 10.00 each within the time frame as stipulated in the বিধিমালা.
- II. The Asset Management Company may determine the minimum and the maximum limits of unit holding of a unit holder from time to time and may impose any restriction on sale of units to any person or

institution for the benefit of the Fund, with permission of the Trustee and in accordance with applicable laws.

- III. The CEO/ Head of Finance/ Compliance Officer and one director of the Asset Management Company shall be the joint signatory for the certificates of unit of the Fund.

3.12 Surrender and Transfer of the unit certificates

- I. The unit certificates of the Fund shall be freely redeemable and transferable by way of inheritance/gift and/or by specific operation of the law.
- II. The unit holders may surrender their unit certificates during the business hour as specified by the Asset Management Company. The Asset Management Company shall be liable to repurchase the units on behalf of the Fund.
- III. The redemption shall be made on first come first serve basis. In the event the redemption request on a particular day exceed 5% of the total unit outstanding, the Asset Management Company may defer, if required, the redemption request over 5% for a maximum period of 3 (three) working days.

3.13 Winding up Policy

Procedure of Winding Up

- I. If the total number of outstanding unit certificates held by the unit holders after repurchase at any point in time falls below 25% of the actual certificate issued, the Fund will be subject to be wound up.
- II. The Fund may be wound up on the happening of any event, which, in the opinion of the Trustee with approval from the Commission, requires the Scheme to be wound up.
- III. The Scheme may also be wound up if the Commission so directs in the interest of the unit holders.
- IV. Where a Scheme is to be wound up in pursuance to the above, the Trustee and the Asset Management Company shall give simultaneously separate notice of the circumstances leading to the winding up of the Scheme to the Commission and if winding up is permitted by the Commission, shall publish in two national daily newspapers including a Bangla newspaper having circulation all over Bangladesh.

Manner of winding up

- I. The Trustee shall call a meeting within 30 (thirty) days from the notice date of the unit holders of a Scheme to consider and pass necessary resolutions by three-fourth majority of the unit holders' present and voting at the meeting for authorizing the Trustee to take steps for winding up of the Scheme. If it fails to have three-fourth majority mandate, the Commission shall have the power to supersede the mandate if situation demands such.
- II. The Trustee shall dispose of the assets of the Scheme of the Fund in the best interest of the unit holders; Provided that the proceeds of sale made in pursuance of the Rules, shall in the first instance be utilized towards discharge of such liabilities as are properly due under the Scheme and after making appropriate provision for meeting the expenses connected with such winding up, the balance shall be paid to the unit holders in proportion to their respective interest in the assets of the Scheme as on the

date when the decision for winding up was taken.

- III. Within thirty days from the completion of the winding up, the Trustee shall forward to the Commission 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 the Scheme before winding up, expenses of the Fund for winding up, net assets available for distribution to the unit holders and a certificate from the auditors of the Scheme of the Fund.

Effect of winding up

On and from the date of the notice of the winding up of the Fund, the Trustee or the Asset Management Company, as the case may be, shall:

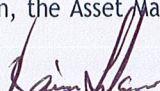
- (a) cease to carry on any business activities of the Open-End fund;
- (b) cease to create and cancel unit of the Open-End fund;
- (c) cease to issue and redeem units of the Open-End fund.

3.14 Dividend Policy

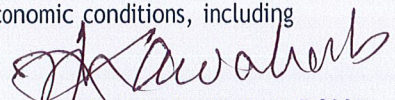
- I. The accounting year of the open end mutual Fund shall be July 01 to June 30;
- II. The growth-oriented Fund in accordance with Rule 2 [1(প)] and Rule 66 of সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১ shall distribute minimum 50%, or as may be determined by the বিধিমালা from time to time, of the annual net income of the Fund as dividend at the end of each accounting period after making provision for bad and doubtful investments. The Fund shall create a dividend equalization reserve by appropriation from the income of the Scheme;
- III. Net income for a financial period of a mutual fund shall be measured following IFRSs and after incorporating all expenses as well as provisions for diminution in the value of investment and other assets.
- IV. Surpluses arising simply from the valuation of investments shall not be available for dividend;
- V. Dividend warrants will be dispatched within 45 days from the declaration of such dividends and due reporting shall be done in accordance with the বিধিমালা.

CHAPTER 4: INVESTMENT APPROACH AND RISK CONTROL

- i. A top down and bottom up approach may adopt the following investment approaches and risk control measures, namely:
- ii. Investments will be pursued in selected sectors based on the analysis of business cycles, regulatory reforms, competitive advantage, socially responsible and sustainable contribution to economy, etc.
- iii. Selective stock picking will be done from the selected sectors based on the underlying company's growth orientation, potential financial returns and other proprietary analytical metrics.
- iv. The Asset Management Company in selecting scripts will focus on the fundamentals of the business, the industry structure, the quality of management, sensitivity to economic factors, financial strength of the company and key earnings drivers.
- v. In addition, the Asset Management Company will study the macro-economic conditions, including


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- the political, economic environment, national sustainable development goal targets and factors affecting liquidity and interest rates and national well-being;
- vi. Since disciplined investing requires risk management, the Asset Management Company would incorporate adequate safeguards for controlling risks in the portfolio construction process,
 - vii. Risk will also be reduced through adequate diversification of the portfolio, Diversification will be achieved by spreading the investments over a range of industries/sectors;

CHAPTER 5: FORMATION, MANAGEMENT AND ADMINISTRATION

5.1 Sponsor of the Fund

Investasia Capital & Asset Management Ltd. is the sponsor of Investasia Growth Fund. The company was incorporated under Companies Act 1994 vide Certificate of Incorporation No: C- C77075/09, dated 6th May of 2009.

Established in 2010, Investasia Capital & Asset Management Ltd. is a specialized financial services company focused to float both Open-end & Closed-END Mutual Funds for creating demand for and supply of securities and to mobilize savings of the investors of all strata of society with the ultimate goal to invest the funds in the development of capital market of Bangladesh.

Keeping the needs of the general investors, ICAML also focuses on developing and offering innovative products as admissible by the rules and regulations of Bangladesh Securities and Exchange Commission (BSEC). Besides Fund Management the ICAML also offer institutional clients' various kind of corporate advisory services.

5.2 Trustee of the Fund

Sentinel Trustee and Custodial Services Limited (STCSL) will act as the Trustee of Investasia Growth Fund. STCSL is the first Service Provider who are exclusively focused on Trustee and Custodial services. STCSL has received the license on 1st June, 2019. The company runs the business operation under the supervision of board of Director and a Team of Chartered Accountants, Lawyers and Trust Practitioners with experience of handling complex and sensitive matters.

5.3 Custodian of the Fund

Sentinel Trustee and Custodial Services Limited (STCSL) will act as the Trustee of Investasia Growth Fund. STCSL, is the first Service Provider who are exclusively focused on Trustee and Custodial services. STCSL has received the license on 23rd June, 2019. The company runs the business operation under the supervision of board of Director and a Team of Chartered Accountants, Lawyers and Trust Practitioners with experience of handling complex and sensitive matters.

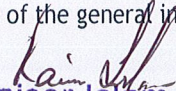
5.4 Asset Manager of the Fund

The Company

Investasia Capital & Asset Management Ltd. (hereinafter Investasia) will act as the Asset Manager of the Fund. The company was incorporated under Companies Act 1994 vide Certificate of Incorporation No: C- C77075/09, dated 6th May of 2009.

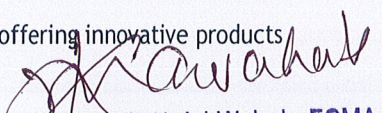
Established in 2010, Investasia Capital & Asset Management Ltd. is a specialized financial services company focused to float both Open-end & Closed-END Mutual Funds for creating demand for and supply of securities and to mobilize savings of the investors of all strata of society with the ultimate goal to invest the funds in the development of capital market of Bangladesh.

Keeping the needs of the general investors, ICAML also focuses on developing and offering innovative products


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as admissible by the rules and regulations of Bangladesh Securities and Exchange Commission (BSEC). Besides Fund Management the ICAML also offer institutional clients' various kind of corporate advisory services.

The ICAML Team: With several professionals, ICAML team includes (1) Senior Bangladeshi professionals from the local banking and financial services industry with strong operational experience and an extensive contact base among the local business community; (3) a cadre of young professionals who have gained unique insights into the local capital markets through the application of sophisticated investment techniques and on-the-ground research.

The investment management operation of ICAML is managed by a team of investment professionals and is guided by an Investment Committee. The Investment Committee reviews the Fund portfolio selection process to ensure compliance with the objectives set out in the Trust Deed. In addition, the ICAML Investment Committee pays special regard to the BSEC guidelines regarding restriction on investments/investment limits as prescribed from time to time; these restrictions relate to single company/group investments, investments in associate companies, investments in unrated debt instruments etc. In addition, the ICAML Investment Committee also reviews the portfolio periodically to assess liquidity positions and evaluate the risk parameters and will, from time to time, rebalance the portfolio.

Brief Profiles of the Management of the Asset Manager responsible for investment of the Investasia Growth Fund:

▪ **Kaiser Islam, Chief Executive Officer**

Mr. Kaiser Islam is experienced of 22 years as securities broker, consultant and business owner Expertise in areas ranging from business administration to marketing financial products and services to recruiting and training sales staff.

He was the founder and former Managing Director of EBL Securities Limited. He established a firm offering "one stop" full length brokerage, depository and settlement services and Sold business in 2012 to Eastern Bank Limited long-time partner at a significant profit. This company is now one of the largest Stock Brokerage in Dhaka bourse. He is recognized by clients and colleagues as a consummate professional with a high degree of personal integrity and Known for a contagious passion for excellence, a talent for resourceful business solutions, and a capacity for motivational leadership.

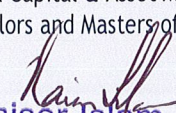
Mr. Kaiser Islam completed his MBA from Institute of Business Administration (IBA); University of Dhaka.

▪ **Ariful Islam, Chief Financial Officer**

Arif Islam is a highly experienced employee of ICAML. He completed his Bachelors and MBA in Accounting from Chittagong University. Also he has completed his ITP (income Tax Practitioner) and LLB from National University. Mr. Arif has worked in abroad for RFL (Pran) for more than 2 years as Senior Accountant and then upon returning to the country he joined in ICAML. Since joining ICAML, Mr. Arif Islam has been involved in different critical accounting structuring and financial management activities.

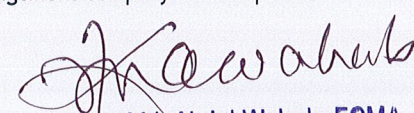
▪ **Md. Adnan Kadir, Compliance Officer**

Md. Adnan Kadir is working in Investasia Capital & Asset Management Ltd. since 2018. He is a highly dedicated employee for the Company with 7 years of experience in Asset Management. Before joining in Investasia Capital & Asset Management Ltd. He worked in other Asset Management Company. He completed his Bachelors and Masters of Business Study from National University.


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 Chief Executive Officer (Current Incharge)
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▪ Rico Richard, Accounts Officer

Mr. Richard is a highly dedicated employee of Investasia Capital & Asset Management Ltd. and has been associated with the company for the last few years. He has completed his Bachelor's in Finance & Accounting from University of Liberal Arts and completed his MBA from Northern University Bangladesh majoring in Human Resource Management and He had completed his internship from Trust Bank Limited. During his graduation years he had participated in different trainings such as leadership skill development.

5.5 ICAML Approach to Fund Management: Highly Process-Driven Investment Approach

A flexible yet disciplined investment process is the hallmark of a professional investment management fund. Incorporating the intellectual capital and collective experience of the ICAML's senior investment professionals, ICAML has developed a 7-step investment process:

Step 1: Universe Selection: The first step of the investment process begins with identifying the universe of stocks. These stocks are then classified in four categories based on ICAML's proprietary selection methodology.

Step 2: Focus List: The universe of stocks is then narrowed down to build a prospective focus list. This step is usually done in phases. The first phase involves narrowing down the list through ICAML's proprietary filtering process. The second phase involves narrowing the list further through the fundamental research inputs.

Step 3: "Top Down" Analysis: This step involves analysis of macroeconomic trends, analysis on broad market indices, analysis of fund flow trend to formulate sector biases and sector allocations.

Step 4: "Bottoms Up" Company Analysis: This step involves a combination of individual security and financial instrument analysis based on multiple parameters, including valuation, qualitative analysis to identify business trends, competitive outlook and corporate management. These analyses are supplemented by company visits and information exchange with management.

Step 5: Portfolio Construction: The next step is to create an optimum portfolio with the goal of maximizing returns and minimizing risk.

Step 6: Risk Management: This step applies the pre-determined position limits to the portfolio, limiting sector exposure and individual stock exposure. Maintaining lower volatility is also an important concern; to this end, beta adjustment and other sophisticated risk analysis is used.

Step 7: Trade Execution: Investasia uses a combination of quantitative strategies and market information to maximize its trade executions. To this end, Investasia has selected a panel of brokers to execute its trades in an efficient and confidential manner.

5.6 Auditor of the Fund

Mabs & J Partners., Chartered Accountants having office at SMC Tower (7th Floor), 33 Banani C/A, Road #17, Dhaka 1213, and the auditor shall be paid a service fee of Tk.25,000.00 (Taka Twenty Five Thousand) only, plus VAT (if any), for the first year.

5.7 Fees & Expenses

The Fund will pay the fees of the Asset Manager, the Trustee and the Custodian together with any other fees, commissions and expenses as may arise from time to time. The Fund will bear its own costs and expenses incurred /accrued in connection with its formation, promotion, registration, public offering, listing fee (if applicable) together with certain other costs and expenses incurred in its operation, including without limitation expenses of legal and consulting service, auditing, other professional fees and expenses, brokerage, share/ debenture registration expenses, guarantee or under writing commission and fees due to the BSEC. The Fund will also bear all the other incidental expenses including printing, publication and stationery relating to its smooth and fair operation.

Keeping in mind, the Fund size of BDT 250,000,000 (Twenty Five crore Taka only), Investasia Capital & Asset Management Ltd. has estimated the normal annual operating expenses of the Fund (including the commission for the sales agents), which will not exceed 4% of the average NAV of the Fund. However, there may be variation in the actual operating expenses of the Fund. Major expenses of the Fund are detailed as follows:

5.7.1 Issue and Formation Expenses

Initial issue and formation expenses are estimated not to be over 3% (Three percent) of the collected fund. The issue and formation expenses will be amortized within 5 (Five) years on a straight-line method. Assuming the initial collected amount as BDT 250,000,000 (Twenty-Five crore Taka only), the estimated expenses for the issue and formation of the Fund are presented below:

1	Formation Fee Payable to AMC	1.00%	2,500,000	Set-Fee	Formation fee to Asset Manager on Collected fund of approved fund size
2	Management Fee for Pre-scheme formation period	0.60%	1,500,000	On Scheme	Management Fee of Asset Manager for pre-scheme formation period as per BSEC directive (SEC/CMRRCD/2009-193/160) dated 28 May, 2014
3	Legal & Compliance related Expenses (Application, Registration fees etc.)	0.28%	690,000	10,000	BSEC Application fees
				5,00,000	BSEC Registration fees
				55,000	Trust Deed Registration related fee
				45,000	Legal advisory Fee
				37,500	CDBL Fee
				2,500	CDBL Documentation Fee
				40,000	CDBL Annual Fee
4	Printing, Publication & Distribution	0.08%	190,000	190,000	Publication of abridged Version , printing of prospectus, printing forms and others documents
5	Other expenses	0.03%	70,000	70,000	Other & miscellaneous
6	Total	1.98%	4,950,000		

5.7.2 Management Fee:

As per the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সিউচ্যালাফাড) বিধিমালা, 2001, the Fund shall pay a management fee to the Asset Management Company

Net Asset Value	Fee
Not more than 5 (Five) crore	2.5 % of Net Asset Value
More than 5 (Five) crore but Less than 25 (Twenty Five) Crore	2.0 % of Net Asset Value
More than 25 (Twenty-Five) crore but Less than 50 (Fifty) Crore	1.5 % of Net Asset Value
More than 50 (Fifty) Crore	1.0 % of Net Asset Value

The Management Fee shall be charged on quarterly basis where the Net Asset Value (NAV) of the scheme shall be calculated for that period as an average of weekly NAV.

5.7.3 Trustee Fee:

The Trustee shall be paid annual Trusteeship fee of @ 0.10% p.a. of the Net Asset Value (NAV) of the Fund on semi-annual in advance basis, from the Trust Deed registration date during the life of the fund or as may be agreed upon between the parties.

5.7.4 Custodian Fee:

The Custodian shall have physical possession of the stock and securities of the Fund and be responsible for safekeeping of the securities. The Fund shall pay to the Custodian a safe keeping fee @ 0.07% per annum on balance worth of securities held by the Fund, calculated on the basis of average market value per month and a transaction fee of Tk. 200.00 per transaction. However, a fee cap of 0.08% per annum on balance securities held by the fund, calculated on the average market value per month would be applicable if the total expenses (including custodian fees, transaction fees and other expenses, mentioned above) per annum go higher than the mentioned fee cap amount. The fee for Custodian services will be realized semi-annually.

5.7.5 CDBL Fee:

The Fixed CDBL Annual Fee will be BDT 40,000.00 (forty Thousand Taka), plus applicable VAT (if any). Annual Central Depository System (CDS) Connection Fee will be BDT 6,000.00. The fees may vary as amended by the Commission from time to time.

5.7.6 Fund Registration and Annual Fee:

The Fund has paid BDT 5,00,000.00 (Five Lac Taka only, 0.20% of the Initial Fund Size) to the Bangladesh Securities and Exchange Commission as registration fee. In addition, the Fund will have to pay @ 0.10% of the NAV of the Fund or BDT 1,00,000.00 (One lac Taka only), whichever is higher, as annual fee as per the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সিউচ্যালাফাড) বিধিমালা, ২০০১.

5.7.7 Audit Fee

The audit fee will be BDT 25,000 (Twenty Five Thousand Taka only) for the first accounting year and the trustee will fix the audit fees for the subsequent years.

5.7.8 Commission Payable to Selling Agent(s):

The Fund shall pay commission to the authorized selling agent (s) to be appointed by the Asset Manager at the rate of 0.45% -1.00% on the total sale amount of unit sales, accruable on collection basis and payable at the end of the quarter. The Selling Agent Commission will be applicable for sales of unit; not on surrender of units. If individuals are appointed as selling agents by the Asset Manager, the commission payable to them will

vary and fixed as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সিউচ্যামলফাভ) বিধিমালা, ২০০১. The selling agent commission may change in future with prior approval from the Trustee.

5.7.9 Amortization of Issue and Formation Expenses:

The initial issue expenses in respect of the fund shall not exceed 3% (Three percent) of the collected amount of the fund raised under the scheme and will be amortized within 5 (Five) years on a straight-line method.

5.7.10 Operational Expenses:

The total expense charged to the fund, except the amortization of initial issue expense, including transaction cost in the form of stock brokerage against buy and sale of securities forming a part of acquisition and disposal cost of such securities, transaction fee payable to the custodian against acquisition or disposal of securities, the annual registration fees payable to the Commission, Audit Fees, cost for publication of reports and periodicals, bank charge, etc. shall not exceed 4% (Four percent) of the weekly average net asset value during any accounting year.

CHAPTER 6: SIZE OF THE FUND, TAX AND RIGHTS OF UNIT HOLDERS

6.1 Size of Issue

The initial size of the Fund shall be BDT 250,000,000.00 (Twenty Five Crore Taka only) divided into 25,000,000 (Two Crore Fifty lac) units of BDT 10.00 (Ten Taka) each which may be increased from time to time by the Asset Manager subject to approval of the Trustee with due intimation to the Commission till liquidation of the Fund. The initial distribution of the Fund's unit holding shall be as follows:

Subscribers	No. of Units	Face Value (BDT/Unit)	Amount (BDT)	Remarks
Sponsor (Investasia Capital & Asset Management Ltd.)	2,500,000	10.00	25,000,000.00	Subscribed
General investors	22,500,000	10.00	225,000,000.00	To be subscribed
Total	25,000,000	10.00	250,000,000.00	

6.2 Sponsor's Subscription

Investasia Capital & Asset Management Ltd, the Sponsor, has already subscribed BDT 25,000,000.00 (Two Crore Fifty Lac Taka only) for 2,500,000 (Twenty-Five lac) units of BDT10.00 (ten) each (at par) on February 28, 2022, the effective date as per বিধিমালা.

6.3 Tax

Investment in this Fund by individual investors will enjoy tax exemption benefit under Section 44(2) of the Income tax Ordinance, 1984. Country's Finance Act and Government's tax policies will always determine the tax benefits from investment in mutual funds.

6.4 Rights of the Unit holders

Voting Rights

All the unit holders shall have usual voting rights. Voting right can be exercised in person or by proxy in a meeting held in connection with any proposal to amend the characteristics of the Fund or any other agenda of meeting called by the Trustee in the circumstances mentioned in the Trust Deed or the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১. In case of show of hands, every unit holder present in person or/ and by proxy shall have only one vote. In case of poll, every unit holder present in person and /or by a proxy shall have one vote for every unit of which he/she is the holder.

Transfer of Units

Units of the Fund are transferable by way of inheritance/gift and/or by specific operation of law.

Dividend

All the unit holders have equal but proportionate right in respect of dividend. Dividend will be paid in Bangladeshi Taka only.

Periodic Information

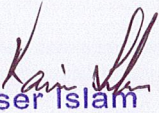
All the Unit holders of the Fund shall have the right to receive the annual report and audited accounts of the Fund. Moreover, the Unit holders shall be informed of the NAV of the Fund on weekly basis through newspaper, the website of the Asset Manager, the Selling Agent (s) to be appointed by the Asset Manager from time to time and any other means as the Asset Manager may deem fit.

Accounts and Information

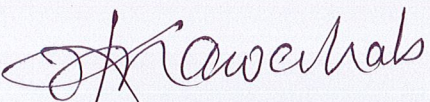
The Fund's financial year will be closed on June 30th every year or as determined from the Commission. Annual report or major head of income & expenditure account and balance sheet (in line with schedule VI of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১) will be published within 45 (forty-five) days from the closure of each accounting year.

Beneficial Interest

The unit holders shall preserve only the beneficial interest in the trust properties on pro rata basis of their ownership of the respective schemes.


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd

CHAPTER 7: UNITS SUBSCRIPTION

Terms and Conditions of Unit Subscription

- i. The Units of the Fund may be bought/ surrendered through Investasia Capital & Asset Management Ltd. and authorized selling agents appointed by Investasia Capital & Asset Management Ltd. from time to time and any other procedure as prescribed by the Asset Manager.
- ii. Application must be made by an individual (both resident and non-resident), a corporation or company (both local and foreign), a trust or a society (registered in or outside Bangladesh) and not by minor or person of unsound mind. Applications from the Insurance Companies, Financial or Capital Market Intermediaries or any other Companies must be accompanied by Memorandum and Articles of Association.
- iii. Joint application by two persons is acceptable. In such cases, registration and issuance of 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/bank account mentioned in BO account. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title of the Units. On death of both the joint holders, the title of the Units will be best owed upon the nominee mentioned in the application form.
- iv. Minimum purchase amount during public subscription is-
 - For individual investors: BDT5,000.00 (Five Thousand Taka) against 500 units
 - For institutional investors: BDT50,000.00 (Fifty Thousand Taka) against 5,000 units
 The minimum subscription amount for the individual or institution may change in the future upon due approval from the trustee.
- v. Application for purchase of Units should be accompanied by an account payee cheque / pay order / bank draft / BEFTN/RTGS/IBFT or any other process as approved by the regulatory authority in favor of "Investasia Growth Fund" for the total value of the Units.
- vi. After clearance/encashment of cheque/ pay order / bank draft / BEFTN/RTGS/IBFT or any other process as approved by the regulatory authority, the applicant will be issued with a "Confirmation of Unit Allocation" against every purchase of Unit she/she/ the institutional investor applies for.
- vii. Partial surrender is allowed without any additional cost subject to minimum surrender quantity is 500 Units for individuals and 5,000 units for institutions. Upon partial surrender, the Unit holder(s) will be issued with a new Confirmation of Unit Allocation representing the balance of his/her/their Unit holding.
- viii. The Units may be transferred by way of inheritance / gift and / or by specific operation of the law. In case of transfer, the Fund may charge a nominal fee as decided by the Asset Manager from time to time except in the case of transfer by way of inheritance.
- ix. Dividend may be delivered in cash or by way of Units under Cumulative Investment Plan (CIP) as the applicant gives option in the application form.
- x. All payments /receipts in connection with or arising out of transactions of the Units applied for shall be in Bangladeshi Taka.

APPLICATIONS NOT IN CONFORMITY WITH THE ABOVE REQUIREMENTS ARE LIABLE TO BE REJECTED

CHAPTER 8: SALES AGENT, BANKER & FORM

8.1 Name of the Sales Agents

The following organizations have been appointed initially to act as the sales agents of the mutual fund by the asset manager:

Sl. No.	Name of the Selling Agents	Type of Business
1	Investasia Capital & Asset Management Ltd.	Non-Banking Financial Institution

The asset manager in future may appoint other organizations as its agent or cancel any of the agents named above subject to approval of the Trustee and with due intimation to the BSEC. In addition to that, individuals will also be eligible to work as Sales Agent to be appointed by the Asset Manager as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়ালফান্ড) বিধিমালা, ২০০১.

8.2 Details of the Sales Agents

Investasia Capital & Asset Management Ltd. Shareef mansion (7th Floor), 56-57, Motijheel C/A, Dhaka-1000, Bangladesh. Tel: +8809678367367

8.3 Banker

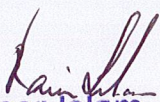
The public subscription money collected from the investors through the Selling Agents will be remitted to the following bank accounts;

Sl No.	Account Name	Currency	Account Number	Bank	Branch
01	Investasia Growth Fund - (ESCROW A/C)	BDT	62036000034	Bank Asia Limited	Banani -11, Branch, NurEmpori (1st Floor)

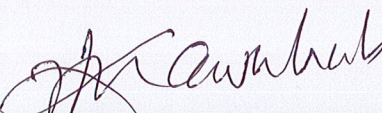
8.4 Forms

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

- Application Form to Purchase Units, Individual
- Application Form to Purchase Units, Institution
- Surrender/Repurchase Form
- Transfer form


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.


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Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd

INVESTASIA GROWTH FUND

NOMINEE 1 (if any)

☐ Mr. ☐ Mrs. ☐ Ms.
 Name:
 Address:
 Contact No: E-Mail: Date of Birth:
 National ID / Passport: Relationship with A/C Holder: % of Holding Units:

NOMINEE 2 (if any)

☐ Mr. ☐ Mrs. ☐ Ms.
 Name:
 Address:
 Contact No: E-Mail: Date of Birth:
 National ID / Passport: Relationship with A/C Holder: % of Holding Units:

GUARDIANS (if Nominee is a Minor)

☐ Mr. ☐ Mrs. ☐ Ms.
 Name:
 National ID / Passport: Relationship with Nominee: Contact:
 Address:

ENCLOSED DOCUMENTS

- ☐ NID / Passport / Birth Certificate (Applicants, Nominee, Guardian (if applicable))
☐ Passport Size Photograph (2 – Applicant ; 1 – Nominee & Guardian)
☐ E-Tin Certificate (Applicant)
☐ Photocopy of Blank Cheque Leaf/Bank Statement

PHOTOGRAPHS & SIGNATURES

PRINCIPAL APPLICANT	JOINT APPLICANT	1 ST NOMINEE (Attested by Principal Applicant)	2 ND NOMINEE (Attested by Principal Applicant)	GUARDIAN (Attested by Principal Applicant)
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TERMS & CONDITIONS, FUNDAMENTALS OF MUTUAL FUND

I / We confirm that I / we have received the acknowledgement slip against my / our investment in Investasia Growth Fund and agree that I / We will abide by the Terms & Conditions, which may be altered, replaced and modified from time to time by INVESTASIA CAPITAL & ASSET MANAGEMENT LIMITED. I / We also understand the Fundamentals of Mutual Fund enclosed with this application form.

SIGNATURES:

Principal Applicant

Joint Applicant

1st Nominee

2nd Nominee

Guardian

FOR OFFICE USE ONLY

CUSTOMER SERVICE DEPARTMENT:

Date:

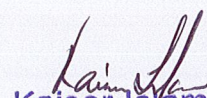
Pending Documents Details:

Name: Designation: Signature:

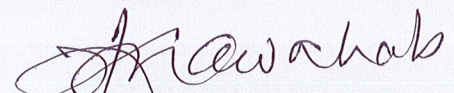
INVESTASIA GROWTH FUND

I / We would like to meet my / our following financial goals (✓):

- ☐ Dream Home ☐ Children's Education ☐ Children's Marriage ☐ Retirement ☐ Others By Year:
 Dividend Option ☐ Cash ☐ CIP (In the form of Units) Sale Proceeds Options: ☐ BEFTN ☐ Cheque Mode of Communication: ☐ Phone ☐ Email
 For Joint Investment, Mode of Operation: ☐ Singly ☐ Joint


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.

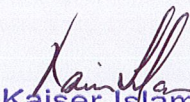



Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd

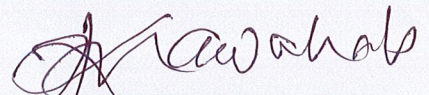
INVESTASIA GROWTH FUND**TERMS & CONDITIONS**

1. The Units of INVESTASIA GROWTH FUND, hereinafter referred to as the "Fund", may be bought & surrendered through Investasia Capital & Asset Management Limited and/or any authorized selling agents appointed by INVESTASIA from time to time.
2. The application may be made by an individual (both resident and non-resident), other eligible investors (both local and foreign), a trust or a society (registered in or outside of Bangladesh) and not by a minor or person of unsound mind.
3. Minimum purchase and surrender amount is 500 (Five hundred) Units for the individual investors and 5,000 (Five Thousand) Units for the institutional investors.
4. Joint application is acceptable by two persons for individual investment. Registration and Unit allocation will be in favour of principal applicant while dividend and other benefits, if any, will be addressed to the bank account of principal applicant mentioned in the application form. In case of death of any of the joint account holders, only the survivor shall be recognized as having any title of the Units. On the death of both the joint account holders, the Units will bestow upon the nominee (if any) as mentioned in the application form.
5. Units can be surrendered on all business days except Thursday and during the book closure period/record date of the fund.
6. Surrender of Units should be done by transferring units from unit-holder's BO account to Mutual Fund's designated BO account.
7. Partial surrender is allowed subject to minimum surrender quantity as 100 (One Hundred) units for individuals and 2,500 (Two Thousand Five Hundred) units for institutions. Upon partial surrender, a new Confirmation of Unit Allocation will be issued in favour of the Unit holder representing the balance amount of holding units.
8. Application for purchase of units should be accompanied by account-payee cheque / pay-order / bank draft / online fund transfer as approved by the regulatory authority in favor of Investasia Capital & Asset Management Limited.
9. After clearance/encashment of DDI (Direct Debit Instruction) / cheque / bank draft / pay order / online fund transfer, the units will be allocated in favour of the principal applicant against every purchase with a denomination of the number of units proportionate to the prevailing NAV (Net Asset Value) of the week. The units will be credited to the unit holder's BO Account in demat form.
10. The Units may be transferred by way of inheritance/gift and/or by the specific operation of the law. In case of transfer, the mutual fund may charge a nominal fee as decided by the asset manager from time to time except in the case of transfer by way of inheritance.
11. The dividend may be delivered in cash or by way of Units under Cumulative Investment Plan (CIP) as the applicant mentioned in the application form.
12. All payment receipts in connection with or arising out of transactions of the Units shall be in Bangladeshi Taka (BDT).

Investasia Capital & Asset Management Limited
Shareef Mansion, (7th Floor), 56-57, Motijheel C/A, Dhaka -1000, Bangladesh | Website: www.investasiabd.com | Email: info@investasiabd.com



Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.



Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

INVESTASIA GROWTH FUND

FUNDAMENTALS OF MUTUAL FUND

I / We understand and am/are aware of the following basic points about mutual fund investment:

জানি / জামরা মিউচুয়াল ফান্ড সম্পর্কিত নিম্নোক্ত বিষয়গুলোর সম্বন্ধে অবগত -

1. Mutual Fund is a long-term wealth accumulation tool.

মিউচুয়াল ফান্ড একটি দীর্ঘ মেয়াদী সম্পদ বৃদ্ধিকারী মাধ্যম।

2. The longer an investor stays with a mutual fund, the greater benefit s/he is expected to derive.

একজন বিনিয়োগকারী যত বেশি সময় মিউচুয়াল ফান্ডে ঠাকব রাখেন, তার ততো বেশি লাভের সম্ভাবনা থাকবে।

3. A mutual fund does not give return at fixed rate.

মিউচুয়াল ফান্ড কোন নির্দিষ্ট হারে শ্রুতফল প্রদান করেনা।

4. In short term, upward/downward movements of the Net Asset Value (NAV) of mutual fund is a natural phenomenon of investment.

স্বল্পমেয়াদে মিউচুয়াল ফান্ড ব্যবস্থাপনায় Net Asset Value এর ঊর্ধ্বমুখী / নিম্নমুখী পরিবর্তন একটি স্বাভাবিক প্রকৃতি।

5. By regulation, investments of mutual fund are done in diverse assets and as a result, investment risks are mitigated.

মিউচুয়াল ফান্ড ব্যবস্থাপনার আইন অনুযায়ী ফান্ডের অর্থ ভিন্ন ভিন্ন খাতে বিনিয়োগ করতে হয় এবং এর ফলে বিনিয়োগ ঝুঁকি হ্রাস পায়।

6. Tax Advantages* for the individual investors:

ব্যক্তিগত বিনিয়োগকারীদের জন্য কর সুবিধা -

- No tax against income up to BDT 25,000.

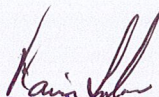
মিউচুয়াল ফান্ড থেকে ২৫,০০০ টাকা পর্যন্ত আয়ের উপর কোনো কর প্রযোজ্য নয়।

- Allowable Investment for tax rebate.

এটি কর ছাড়ের (Tax Rebate) জন্য একটি বিধি সঙ্গত বিনিয়োগ।

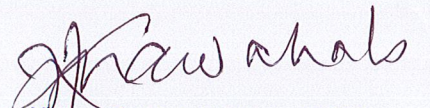
- According to Income Tax Ordinance, 1984 and as provisioned in Budget for FY 2020-2021. This is subject to change as provisions of prevalent budget.

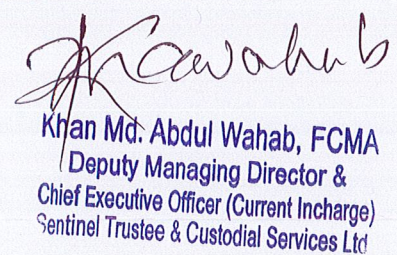
*আয়কর অধ্যাদেশ, ১৯৮৪ এবং ২০১৭-২০১৮ অর্থ বছরের বাজেটের বিধান অনুযায়ী। প্রচলিত বাজেট অনুযায়ী পরিবর্তনযোগ্য।


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.

Investasia Capital & Asset Management Limited




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.



INVESTASIA GROWTH FUND
PHOTOGRAPHS & SIGNATURES

CEO / MD	1st Authorized Person	2nd Authorized Person	3rd Authorized Person
----------	-----------------------	-----------------------	-----------------------

ENCLOSED DOCUMENTS

- | | | |
|---|--|--|
| ☐ Memorandum & Article of Association | ☐ Extract of Board Resolution | ☐ Power of Attorney |
| ☐ Certification of Incorporation | ☐ E-TIN Number | ☐ Updated Form XII |
| ☐ NID / Passport of Authorized Person(s) | ☐ Trade License / Trust Deed | |

TERMS & CONDITIONS, FUNDAMENTALS OF MUTUAL FUND

I / We confirm that I / we have received the acknowledgement slip against my / our investment in Investasia Growth Fund and agree that I / We will abide by the Terms & Conditions, which may be altered, replaced and modified from time to time by INVESTASIA CAPITAL & ASSET MANAGEMENT LIMITED. I / We also understand the Fundamentals of Mutual Fund enclosed with this application form.

Signatures:

_____	_____	_____
1st Authorized Person	2nd Authorized Person	3rd Authorized Person

I have explained the "Terms & Conditions" and "Fundamentals of Mutual Fund" to this Investor.

Date of Application: DD/MM/YYYY Selling Agent's Signature: _____

FOR OFFICE USE ONLY
CUSTOMER SERVICE DEPARTMENT:

Date: DD/MM/YYYY

Pending Documents Details: _____

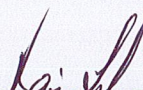
Name: _____ Designation: _____ Signature: _____

INVESTASIA GROWTH FUND

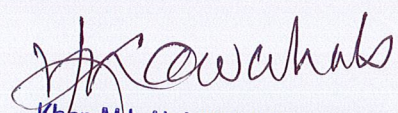
Mode of Operation: Singly By: Jointly By:

Dividend Option ☐ Cash ☐ CIP (in the form of Units) **Sale Proceeds Options:** ☐ BEFTN ☐ Cheque **Mode of Communication:** ☐ Phone ☐ Email

Investasia Capital & Asset Management Limited
 Sharcef Mansion, (7th Floor), 56-57, Motijheel C/A, Dhaka -1000, Bangladesh | Website: www.investasiabd.com | Email: info@investasiabd.com


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 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.



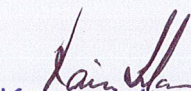

Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

INVESTASIA GROWTH FUND**TERMS & CONDITIONS**

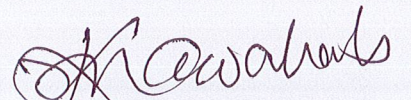
1. The Units of Investasia Growth Fund, hereinafter referred to as the "Fund", may be bought & surrendered through Investasia Capital & Asset Management Limited and/or any authorized selling agents appointed by Investasia from time to time.
2. The application may be made by an individual (both resident and non-resident), other eligible investors (both local and foreign), a trust or a society (registered in or outside of Bangladesh) and not by a minor or person of unsound mind.
3. Minimum purchase and surrender amount is 500 (Five hundred) Units for the individual investors and 5,000 (Five Thousand) Units for the institutional investors.
4. Joint application is acceptable by two persons for individual investment. Registration and Unit allocation will be in favour of principal applicant while dividend and other benefits, if any, will be addressed to the bank account of principal applicant mentioned in the application form. In case of death of any of the joint account holders, only the survivor shall be recognized as having any title of the Units. On the death of both the joint account holders, the Units will bestow upon the nominee (if any) as mentioned in the application form.
5. Units can be surrendered on all business days except Thursday and during the book closure period/record date of the fund.
6. Surrender of Units should be done by transferring units from unit-holder's BO account to Mutual Fund's designated BO account.
7. Partial surrender is allowed subject to minimum surrender quantity as 100 (One hundred) units for individuals and 2,500 (Two Thousand Five Hundred) units for institutions. Upon partial surrender, a new Confirmation of Unit Allocation will be issued in favour of the Unit holder representing the balance amount of holding units.
8. Application for purchase of units should be accompanied by account-payee cheque / pay-order / bank draft / online fund transfer as approved by the regulatory authority in favour of Investasia Capital & Asset Management Limited.
9. After clearance/encashment of DDI (Direct Debit Instruction) / cheque / bank draft / pay order / online fund transfer, the units will be allocated in favour of the principal applicant against every purchase with a denomination of the number of units proportionate to the prevailing NAV (Net Asset Value) of the week. The units will be credited to the unit holder's BO Account in demat form.
10. The Units may be transferred by way of inheritance/gift and/or by the specific operation of the law. In case of transfer, the mutual fund may charge a nominal fee as decided by the asset manager from time to time except in the case of transfer by way of inheritance.
11. The dividend may be delivered in cash or by way of Units under Cumulative Investment Plan (CIP) as the applicant mentioned in the application form.
12. All payment receipts in connection with or arising out of transactions of the Units shall be in Bangladeshi Taka (BDT).

Investasia Capital & Asset Management Limited

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Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge)
Sentinel Trustee & Custodial Services Ltd.

INVESTASIA GROWTH FUND**FUNDAMENTALS OF MUTUAL FUND**

I / We understand and am/are aware of the following basic points about mutual fund investment:

ভার্মি / জামরা মিউচুয়াল ফান্ড সম্পর্কিত নিম্নোক্ত বিষয়গুলো সম্বন্ধে অবগত -

1. Mutual Fund is a long-term wealth accumulation tool.

মিউচুয়াল ফান্ড একটি দীর্ঘ মেয়াদী সম্পদ সঞ্চয়কারী যন্ত্রণা।

2. The longer an investor stays with a mutual fund, the greater benefit s/he is expected to derive.

একজন বিনিয়োগকারী যত বেশি সময় মিউচুয়াল ফান্ডে টাকা রাখেন, তার ততো বেশি লাভের সম্ভাবনা থাকে।

3. A mutual fund does not give return at fixed rate.

মিউচুয়াল ফান্ড কোন নির্দিষ্ট হারে শুরাফা প্রদান করেনা।

4. In short term, upward/downward movements of the Net Asset Value (NAV) of mutual fund is a natural phenomenon of investment.

স্বল্পমেয়াদে মিউচুয়াল ফান্ড ব্যবস্থাপনায় Net Asset Value এর উৎসর্গ / নিম্নস্বর্গ পরিবর্তন একটি স্বাভাবিক প্রকৃতি।

5. By regulation, investments of mutual fund are done in diverse assets and as a result, investment risks are mitigated.

মিউচুয়াল ফান্ড ব্যবস্থাপনার আইন অনুযায়ী ফান্ডের অর্থ ভিন্ন ভিন্ন খাতে বিনিয়োগ করতে হয় এবং এর ফলে বিনিয়োগ ঝুঁকি হ্রাস পায়।

6. Tax Advantages* for the individual investors:

ব্যক্তিগত বিনিয়োগকারীদের জন্য কর সুবিধা -

- No tax against income up to BDT 25,000.

মিউচুয়াল ফান্ড থেকে ২৫,০০০ টাকা পর্যন্ত আয়ের উপর কোনো কর প্রযোজ্য নয়।

- Allowable Investment for tax rebate.

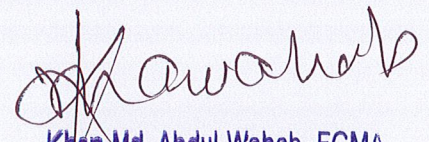
এটি কর ছাড়ের (Tax Rebate) জন্য একটি বিধি সঙ্গত বিনিয়োগ।

- According to Income Tax Ordinance, 1984 and as provisioned in Budget for FY 2020-2021. This is subject to change as provisions of prevalent budget.

*আয়কর অধ্যাদেশ, ১৯৮৪ এবং ২০১৭-২০১৮ অর্থ বছরের বাজেটের বিধান অনুযায়ী। প্রচলিত বাজেট অনুযায়ী পরিবর্তনযোগ্য।


Kaiser Islam
Chief Executive Officer
Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
Deputy Managing Director &
Chief Executive Officer (Current Incharge
Sentinel Trustee & Custodial Services Ltd)

INVESTASIA GROWTH FUND

Asset Manager: INVESTASIA CAPITAL & ASSET MANAGEMENT LIMITED
REPURCHASE / SURRENDER FORM
 (Please Read the "Terms & Conditions" Carefully)

To,
 CEO
 INVESTASIA CAPITAL & ASSET
 MANAGEMENT LIMITED
 Shareef mansion (7th Floor)
 56-57, Motijheel C/A,
 Dhaka-1000, Bangladesh

FOR OFFICE USE ONLY

Registration No.:
 Sale No.:
 Selling Agent's Signature & ID:
 Authorized Person's Signature:

(Please fill up the Form in BLOCK LETTERS)

Registration Number:
 I / we _____, address (if changed) _____
 am / are the holder(s) of _____ units of Investasia Growth Fund. I / we would like to surrender _____
 units (In Words: _____) at the Surrender / Repurchase price of BDT
 _____ per unit as declared by the Asset Manager on
 My / Our surrender request is summarized below:

Sl #	Confirmation of Unit Allocation No.	# of Units Held	Units to be Surrendered		
			No. of Units	Surrender / Repurchase Price BDT/ Unit	Total Surrender Value

I / we attach herewith the above mentioned confirmation of unit allocation(s). Please issue an account payee cheque / BEFTN in favour of me / us for total surrender amount and issue a confirmation of balance units, if any.

Date:

Principal Applicant's Signature

Joint Applicant's Signature

BROKER INFORMATION

Name:
 Contact Person: Contact No.:
 E-Mail: DP ID:

WITNESS

1 Signature:
 Name:
 Father's / Spouse Name:
 Address:
 2 Signature:
 Name:
 Father's / Spouse Name:
 Address:

ACKNOWLEDGEMENT SLIP

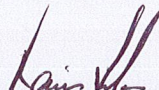
Certified that this selling agent has received a request for Transferring _____
 units of Investasia Growth Fund from _____ to _____

Confirmation of Unit Allocation: _____ Holding Quantity: _____ Surrender Quantity: _____

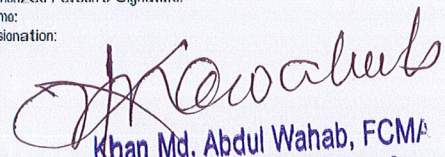
Issuing Officer's Signature :
 Date:

Surrender Number:

Authorized Person's Signature:
 Name:
 Designation:


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge,
 Sentinel Trustee & Custodial Services Ltd)

INVESTASIA GROWTH FUND

TERMS & CONDITIONS

I / We confirm that I / we have received the acknowledgement slip against my / our surrender request in INVESTASIA GROWTH FUND. I / We will abide by the "Terms & Conditions", which may be altered, replace and modified from time to time by Investasia Capital & Asset Management Limited.

Date:

Principal Applicant

Joint Applicant

FOR OFFICE USE ONLY

Cheque No.: Bank: Date:

Amount: In Word:

Issued in Favor of:

For Balance Unit (if any):

Reg No.: Surrender No.:

No. of Units: Confirmation of Unit Allocation No.:

CHECKS & VERIFICATION

Date:

Checked and Verified By:

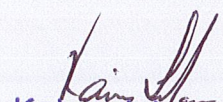
Signature:

SEAL & SIGNATURE OF ISSUING OFFICE

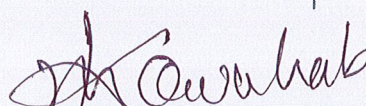
TERMS & CONDITIONS

- The Units of Investasia Growth Fund, hereinafter referred to as the Fund, may be bought through Investasia Capital & Asset Management Limited and authorized selling agents appointed by Investasia from time to time Surrender of Units is allowed only through Investasia or the Selling agents appointed by Investasia from time to time.
- Units may be surrendered on all working days except last working day of the week and during the book closure period/record date of the fund.
- Minimum surrender quantity is 500 (Five Hundred) Units for individual and 5,000 (Five Thousand) Units for Institutional Unit holders.
- Partial surrender is allowed without any additional cost subject to minimum surrender quantity of 100 (One Hundred) Units for individuals and 2,500 (Two Thousand Five Hundred) units for institutions upon particular surrender, the unit holder will be issued with a new Confirmation representing the balance of his / her unit holding.
- Unit holder is required to attach the Confirmation of Unit Allocation Letter(s) he/she/ho institution wants to surrender along with this surrender form.
- After verification of authenticity of Confirmation of Unit Allocation Letter(s) account payee cheque / BEFTN for surrender 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 / made in favor of principal holder.

Investasia Capital & Asset Management Limited


Kaiser Islam
 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

INVESTASIA GROWTH FUND

 Asset Manager: INVESTASIA CAPITAL & ASSET MANAGEMENT LIMITED
TRANSFER FORM

(Please Read the "Terms & Conditions" Carefully)

 To,
 CEO
 INVESTASIA CAPITAL & ASSET
 MANAGEMENT LIMITED
 Shareef Mansion, (7th Floor),
 56-57, Motijheel, C/A,
 Dhaka-1000, Bangladesh

FOR OFFICE USE ONLY

 Registration No:
 Sale No:
 Selling Agent's Signature & ID:
 Authorized Person's Signature:

(Please fill up the Form in BLOCK LETTERS)

TRANSFEROR

 I / we _____, address (if changed) _____
 hereinafter referred to as transferor, am / are the holder(s) of _____ units of Investasia Growth Fund. I / we would like to
 transfer _____ units (In Words: _____) to the following
 person / institution, hereinafter referred to as transferee:

PRINCIPAL APPLICANT

☐ Mr. ☐ Mrs. ☐ Ms.
 Name: _____
 Father: _____ Mother: _____
 Spouse: _____ Occupation: _____ Date of Birth: DD / MM / YYYY
 Contact No: _____ E-Mail: _____ Nationality: _____
 Present Address: _____
 Permanent Address: _____
 National ID / Passport: _____ E-Tin: _____ Fund Registration Number (If Any): _____
 Bank: _____ Branch: _____ A/C No.: _____
 BO A/C No.: _____
 Means of Transfer: ☐ Inheritance ☐ Gift ☐ Operation of Law
 Dividend Option: ☐ Cash ☐ CIP (In the form of Units) Sale Proceeds Options: ☐ BEFTN ☐ Cheque Mode of Communication: ☐ Phone ☐ Email

NOMINEE (if any)

☐ Mr. ☐ Mrs. ☐ Ms.
 Name: _____
 Address: _____
 Contact No: _____ E-Mail: _____ Date of Birth: _____
 National ID / Passport: _____ Relationship with A/C Holder: _____ % of Holding Units: _____

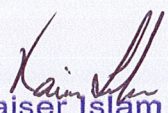
ACKNOWLEDGEMENT SLIP

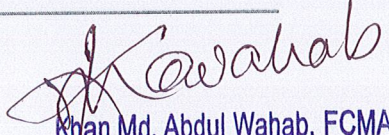
 Certified that this selling agent has received a request for Transferring _____
 units of Investasia Growth Fund from _____ to _____

 Issuing Officer's Signature :
 Date:

Transfer Number:

 Authorized Person's Signature:
 Name:
 Designation:


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 Investasia Capital & Asset Management Ltd.


Khan Md. Abdul Wahab, FCMA
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge)
 Sentinel Trustee & Custodial Services Ltd.

INVESTASIA GROWTH FUND
BROKER INFORMATION

Name:

Contact Person: Contact No.:

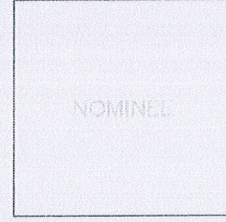
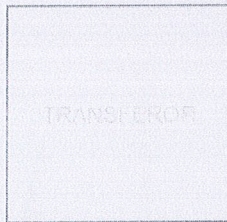
E-Mail: DP ID:

WITNESS

1 Signature:	2 Signature:
Name:	Name:
Father's / Spouse Name:	Father's / Spouse Name:
Address:	Address:

Signature of Transferor

Signature of Transferee

PHOTOGRAPHS & SIGNATURES

FOR OFFICE USE ONLY

Transferee's Registration No: _____ Transfer No: _____

Confirmation of Unit Allocation: _____ No. of Units: _____ Certificate No.: _____

SEAL AND SIGNATURE OF ISSUING OFFICE

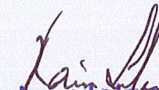
I / We confirm that I / we have received the acknowledgement slip and do hereby agree to accept and take the said Confirmation of Unit Allocation on the same terms and conditions on which they were held by the said transferor.

SIGNATURE: _____

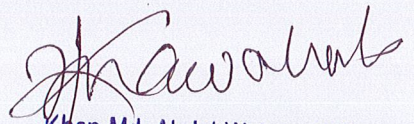
Seal: _____

TERMS & CONDITIONS

- 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 Investasia Capital & Asset Management Limited from time to time except in the case of transfer by way of inheritance.
- Transfer of Units is allowed through the Selling Agents and the Asset Manager only.
- The Units will be transferred on all working days except the last working day of the week and during the book closer period / record date of the Fund.
- The Confirmation of Unit Allocation(s) of the transferor is/are required to be attached with the Transfer Form.
- After verification of authenticity of the transferor's Confirmation of Unit Allocation(s) as well as the information provided in the transfer Form, the Asset Manager will deliver the new Confirmation of Unit Allocation in the name of Transferee within a period of five working days.
- The conditions applicable for initial Confirmation of Unit Allocation will apply even after transfer of Units in the name of Transferee.


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 Chief Executive Officer
 Investasia Capital & Asset Management Ltd.




Khan Md. Abdul Wahab, FCM
 Deputy Managing Director &
 Chief Executive Officer (Current Incharge
 Sentinel Trustee & Custodial Services Ltd)