From page 6

Association, shall be divisible among the members in proportion to the amount of capital paid - up on the shares held by them respectively.

b) No larger dividend shall be declared than is recommended by the Directors, but the Company in General Meeting may declare a smaller dividend. The declaration of Directors as to the amount of net profits of the Company shall, subject to the certificate of the Auditors, be conclusive.

c) No dividend shall be payable except out of profits of the Company or any other undistributed profits. Dividend shall not carry interest as against the Company.

d) The Directors may from time to time pay the members such interim dividends as in their judgment the position of the Company may justify.

e) A transfer of shares shall not pass the right to any dividend declared thereon before the registration of the transfer.

Other Rights of Stock Holders

The Directors shall present the financial statements as required under the law. Financial statements will be prepared in accordance with the instruction contained in Bank Companies Act, 1991, Companies Act, 1994 and/or any other applicable laws.

DEBT SECURITIES

The company has no debt securities outstanding.

FINANCIAL STRUCTURE

A. Financial Structure prior to the pre-IPO placement and IPO
Issued and fully Paid up Capital as on date
(details given in Balance Sheet) Tk. 20,00,00,000

B. Financial Structure after Pre-IPO placement but prior to IPO
a) Issued and fully Paid-up Capital as on date
(as shown in A above) Tk. 20,00,00,000
b) Foreign and Local placement
(Please refer to page 35 to 37 for placement details) Tk. 50,000,000

C. Financial structure after IPO
a) Issued and Fully Paid-up Capital as on date
(as shown in A above) Tk. 200,000,000
b) Foreign and Local placement
(shown in B above) Tk. 50,000,000
c) IPO Tk. 10,000,000
Total Capital Structure after IPO will be Tk. 260,000,000

IPO funds and placement funds shall be utilised for purposes mentioned on page 9 and 17 under "Use of Proceeds".

As required in the Public Issue Rules, 1998 all local sponsors shares as details "ownership of the Company's securities" will be subject to a 'lock-in' provision for a period of 3 (three) years, as follows:

a. The shares, which are subscribed by the local sponsors as described in the prospectus (in page) shall be subject to a Lock-in-period as under.
"Three years in case of companies intending to go for initial public offering (IPO) from the date of its approval thereof by the Commission or from the start of its commercial operation whichever is later."

b. A Jumbo Share Certificate (One for each existing Sponsor/Director/Existing Shareholder) is to be issued to each of the existing shareholders covering their respective total holdings. Their share holdings may be converted into market lots only after the expiry of the lock-in-period of three years.
• Jumbo share certificate of the Sponsors/Directors shall be in custody of a scheduled Bank (other than their own Bank) The name, branch of the Bank should be intimated to the commission. No splitting of share shall be made without prior intimation to the commission.

c. There will be no lock-in for foreign sponsors.

Placement

The following personalities, Trust fund, Directors and relative of Directors were subscribed 50,000 Ordinary Shares of Tk. 1000 each at par by way of private placement. Private placement shares will be subject to lock-in for one year (excepting mutual fund, port folio manager and other financial institutions) from the date of consent for issue of prospectus by the commission. Shares in private placement if, they fall under the catagory of sponsors shares shall be locked in for three (3) years.

INFORMATION REGARDING THE PLACEMENT HOLDER'S

Sl. No.	Name of Placement holder	Address	Existing Share Holding position	No. of Placement of Shares	Placement Amount (Tk.)	No. of Total holdings after placement	Percentage of Share Holding after placement	Remarks
1.	Prof. Dr. M. A. Mannan	MeghMallar 97, Sahrawardi Avenue Baridhara, Dhaka-1212	6300	2500	2,500,000	8800	3.38	Chairman of the Bank, is a spouse of Mrs. Nargis Mannan a Director of the Bank
2.	Mrs. Nargis Mannan	MeghMallar 97, Sahrawardi Avenue Baridhara, Dhaka-1212	3500	500	500,000	4000	1.54	W/O. Prof. Dr. M. A. Mannan, a Director of the Bank
3.	Mrs. Reshmi Mannan Siddiqui	MeghMallar 97, Sahrawardi Avenue Baridhara, Dhaka-1212	2500	500	500,000	3000	1.15	D/O. Prof. Dr. M. A. Mannan, a sponsor of the Bank.
4.	Dr. Ghalib Mannan	MeghMallar 97, Sahrawardi Avenue Baridhara, Dhaka-1212	2500	500	500,000	3000	1.15	S/O. Prof. Dr. M. A. Mannan, a sponsor of the Bank.
5.	Captain Dr. Md. Ataur Rahman	126 North Mudga Para, Dhaka	500	500	500,000	1000	0.38	A sponsor of the Bank and alternative Director of H. E.Abdullah Omar Nasseif.
6.	M/S. Rabbani Trading	House # 35, Road # 5 Dhanmondi R/A, Dhaka	0	1000	1,000,000	1000	0.38	Mr. S.K. Rabbani Ali, MD A Director of the Bank
7.	Mrs. Shama Rabbani	House # 35, Rd. # 5 Dhanmondi R/A, Dhaka	0	500	500,000	500	0.19	An investor of the Bank W/O. S.K. Rabban Ali, Director
8.	Mr. Shamsuzzaman	Apt # 5-H, House # 39, Road # 24, Gulshan -1, Dhaka	3000	1000	1,000,000	4000	1.54	A Director of the Bank
9.	Mr. Md. Shah Alam	House # 86, Road # 19 Agrabad CDA R/A, CTG.	2512	2000	2,000,000	4512	1.74	A Director of the Bank
10.	Alhaj Sultan Mahmood Chowdhury	Chowdhury Villa, Kaltnapara, Bogra	4800	1000	1,000,000	5800	2.23	A Director of the Bank
11.	Mr. Abdur Rahman	House # 24, Road # 1, Block # 1 Banani Model Town, Dhaka.	200	30	30,000	230	0.09	A sponsor of the Bank and Representative Directorof Foundation (pvt.) Ltd.
12.	Mr. Gafir Ahmed	House # 41, Road # 2/A, Dhanmondi R/A (Near BDR Gate)Dhaka.	500	1000	1,000,000	1500	0.58	An investor of the Bank
13.	Mr. Ruhul Amin Chowdhury	P.O. Box No. 13416, Jeddah-21493 K.S.A.	1000	650	650,000	1650	0.63	A sponsor of the Bank
14.	Alhaj Md. Afzal Hossain	House # 57, Road # 5, Old DOHS Banani, Dhaka	7366	2500	2,500,000	9866	3.79	A Director of the Bank
15.	Mr. Humayun Khabir khan	Flat No. 4/A, Eastern Housing Apartment, 4 Circuit House Road Kakrail, Dhaka	1500	500	500,000	2000	0.77	A Director of the Bank
16.	H.E. Dr. Abdullah Omar Naseef	P.O. Box No. 20126, Jeddah-21455 Saudi Arabia,	499	100	100,000	599	0.23	A Foreign Director represented by Capt. (Retd.) Ataur Rahman Talukder
17.	Mr. Munshi Akhtar Uzzaman	House # 9, Road # 96, Gulshan Model Town, Dhaka	2573	1500	1,500,000	4173	1.61	A Director of the Bank
18.	Alhaj Nasir Uddin	16, Badsha Miah Road Medhi Bagh, Chittagong	5500	510	510,000	6010	2.31	A Director of the Bank
19.	Mr. Md. Azam	16, Badsha Miah Road Medhi Bagh, Chittagong	5500	510	510,000	6010	2.31	A Director of the Bank
20.	Mr. A.K.M. Imran Khan	House # 6, Road # 4, Gulshan -1, Dhaka	5000	5000	5,000,000	10000	3.85	An investor of the Bank, Brother of A.K.M. Alamgir Khan
21.	Mr. A.K.M. Alamgir Khan	House # 6, Road # 4, Gulshan -1, Dhaka	0	6400	6,400,000	6400	2.46	An investor of the Bank, Brother of A.K.M. Imran Khan
22.	Social Fund Trust	15, Dilkusha C/A, Dhaka.	0	21,300	21,300,000	21300	8.19	Representated Mr. Abdul Mohit, Member Secretary, of Trust fund.
	Total		55,350	50,000	50,000,000	1,05,350		

Details of IPO

IPO will be of 10,000 shares of @ Tk. 1000 each totaling Tk. 10,000,000. As per Public Issue Rules, 1998, 10% has been reserved for NRB, leaving a balance of 90% for the general Public. The position is thus as follows:

1. 1,000 Ordinary Shares of Tk. 1000 each are hereby being offered at par to Non–resident Bangladeshis for subscription in cash in full on application. 1,000,000
2. 9,000 Ordinary Shares of Tk. 1000 each are hereby being offered at par to the General Public for subscription in cash in full on application. 9,000,000
Total Taka 10,000,000

CONDITIONS OF OFFER AND ALLOTMENT

1. a) 10% of the Issue i.e., 1,000 ordinary shares shall be reserved for Non-resident Bangladeshis. 1,000,000
b) The remaining 90% i.e., 9,000 ordinary shares shall be open for subscription by the general public 9,000,000
Taka 10,000,000
2. All shares as stated in Clause (1) shall be offered for subscription and subsequent allotment by the Issue Manager, subject to any restriction, which may be imposed, from time to time, by the Securities and Exchange Commission.
3. In case of over subscription of both the categories mentioned in clause (1), the issue manager shall conduct an open lottery of all the applications received under each category separately.
4. In case of under subscription under the 10% category as mentioned in clause (1), the under-subscribed portion shall be added to the general public category and if after such addition there is over subscription in the general public category the issue manager shall conduct an open lottery of all the applicants added together taken up by the underwriters.
5. In case of over subscription under the 10% category as mentioned in clause (1), the over subscribed portion shall be added to the general public category and if after such addition there is over subscription in the general public category the Issue Manager shall conduct an open lottery of all the applicants added together.
6. The lottery as mentioned in Clause (3), (5), (6) shall be conducted in the presence of authorised representatives of DSE, Members of the Board of the Company and Issue Manager and the applicants if present.
7. There is no founders', management or deferred shares, it is also not presently intended to issue any preference shares.
8. No payment has been or is intended to be made to the promoters, directors or other persons for promotion of the Company
9. The NRB applicants, after completing and signing will submit the application form along with foreign Drafts in US Dollar/ UK Pound Sterling drawn and payable in Dhaka, to the issuer Company's office directly.

Allotment

1. The Company reserves the right of accepting any application in whole or in part. Successful applicants will be informed of allotment by dispatching a Letter of Allotment by registered post/courier. Letters of Allotment and Refund Warrants will be issued within 40 (forty) days of closing of the subscription list and Share Certificates will be issued within 90 (ninety) days from the date of issuing Letters of Allotment.
2. Where an application is rejected or is not accepted in full, the entire amount or the balance of the amount, as the case may be received with the application will be refunded to the concerned applicant within 40 (forty) days of closing of subscription list by cheques without interest. Interest at the rate of 5% above the bank rate will be paid to the unsuccessful applicants whose applications money is refunded after 40 (forty) days from the date of closing of subscription list.
3. Where allotment is made in whole or in part in case of joint application, the allotment letter will be dispatched to the person whose name appears first in the application form, notwithstanding that the shares have been allotted to joint applicants. Where joint application is accepted in part, the balance of any amount paid on application will be refunded without interest to the person named first in the application form.
4. Applications for 5 shares of the face value of Tk. 5,000 shall be accommodated fully if subscription is within the specified amount for respective categories.

APPLICATION FOR SUBSCRIPTION

1. Application for shares may be made for a minimum lot of 5 ordinary shares to the value of Tk. 5,000 and should be made on the Company's Printed Application Forms. Application Form and Prospectus may be obtained from the Registered Office of the Company, members of Dhaka Stock Exchange Ltd., Chittagong Stock Exchange Ltd. or from the Bankers to the Issue. In case adequate forms are not available, applicants may use photocopied/ cyclostyled/ hand written /typed copies of the forms. Applications must not be for less than 5 shares or a multiple thereof. Any application not meeting this criterion will not be considered for allotment purpose.
2. Joint application form for more than two persons will not be accepted. In the case of joint application each party must sign the application form.
3. Applications must be in the full name of individuals or limited companies or trusts or societies and not in the name of firms, minors, or persons of unsound mind. Applications from insurance, financial and market intermediary companies must be accompanied by Memorandum and Articles of Association.
4. An applicant can submit not more than two applications, one in his own name and another jointly with another person. In case an applicant makes more than two applications, those in excess of two applications shall not be considered for allotment purpose.
5. Bangladeshi Nationals (including Non-Resident Bangladeshi Nationals working abroad) and foreign National shall be entitled to apply for shares.
6. Payment for subscription by investors other than Non-Resident Bangladeshis may be made to the branches/offices of the banks mentioned below in Cash/Cheque/Pay Order/Bank Draft. The Cheque/Pay Order/Bank Draft shall be made payable to the bank to which it is sent and be marked "Social Investment Bank Limited" and shall bear the crossing "A/C Payee Only" and must be drawn on a bank in the same town of the bank to which application form is deposited.
7. All completed application forms together with remittances for the full amount payable on application shall be lodged by investors other than Non-Resident Bangladeshis with any of the branches of the following Bankers to the Issue:

BANKERS TO THE ISSUE

i. **Social Investment Bank Ltd.**
Principal Branch, Dhaka
Gulshan Branch, Dhaka
Babu Bazar Branch, Dhaka
Mouivi Bazar Branch, Dhaka
IDB Bhaban Branch, Dhaka
Agrabad Branch, Chittagong.
Khatungonj Branch, Chittagong.
Sirajgonj Branch, Sirajgonj
Bogra Branch, Bogra
Khulna Branch,Khulna
Sylhet Branch, Sylhet
Rajshahi Branch, Rajshahi
ii. **Islami Bank Bangladesh Ltd.**
Local Office, Dhaka
Foreign Ex. Branch, Dhaka
Framgate Branch, Dhaka
Sadarghat Branch, Dhaka
Nawabpur Branch, Dhaka
Gulshan Branch, Dhaka
Narayangonj Branch
Agrabad Branch, Chittagong
Khulna Branch,Khulna
Barisal Branch, Barisal
Sylhet Branch, Sylhet
Rajshahi Branch, Rajshahi
Bogra Branch, Bogra
Comilla Branch, Comilla
Chowdmuhani Branch, Chowdmuhani
Dinajpur Branch, Dinajpur
iii. **Al Arafah Islami Bank Ltd.**
Motijheel Branch, Dhaka
Corporate Branch, Motijheel, Dhaka
Vip Road Branch, Dhaka
Moulvi Bazar Branch, Dhaka
Nawabpur Road Branch, Dhaka
Agrabad Branch, Chittagong
Khatungonj Branch, Chittagong
Rahshahi Branch, Rajshahi
Bogra Branch, Bogra
Khulna Branch, Khulna
iv. **The City Bank Ltd.**
Gulshan Br., Dhaka
Kawran Bazar Br., Dhaka
B.B. Avenue Br., Dhaka.
Mirpur Branch, Dhaka.
Tongi Branch, Gazipur.
Agrabad Branch, Chittagong.
Narayangonj Branch
v. **Arab Bangladesh Bank Ltd.**
Principal Branch, Dhaka
VIP Road Br. Kakrail, Dhaka
New Elephant Road Br., Dhaka
Modhuban Br., Bandar Bazar, Sylhet
Agrabad Branch, Chittagong
Khatungonj Branch, Chittagong
K.D.A. C/A Branch, Khulna
Central Road Branch, Rangpur
Rajshahi Branch, Rajshahi
Municipal Road Branch, Jessore
vi. **EXIM Bank ltd.**
Motijheel Branch, Dhaka
Pantha path Branch, Dhaka
Agrabad Branch, Chittagong

8. A Non-resident Bangladeshi (NRB) shall apply against the IPO either directly by enclosing a foreign demand draft drawn on a bank payable at Dhaka, or through a nominee (including a Bank or a Company) by paying out of foreign currency deposit account maintained in Bangladesh, for the value of securities applied for. The value of securities applied for may be paid in Taka, US Dollar or UK Pound Sterling at the rate of exchange mentioned in the Share Application Form. Refund against over-subscription of shares shall be made in the currency in which the value of shares applied for was paid by the applicant. Share Application Form against 10% quota for NRB shall be sent by the applicant directly alongwith a draft or cheque to the Company at its registered office. Copies of application Form and Prospectus shall be available with Bangladesh Embassy/ High Commission in USA, UK, Saudi Arabia, U.A.E., Qatar, Kuwait, Oman, Bahrain, Malaysia, South Korea, India, Singapore, and Thailand.
9. The subscription money collected from investors (other than Non-Resident Bangladeshis is US Dollar or UK Pound Sterling) by the bankers to the issue for issue purpose will be remitted to the STD A/C No. 36000426 of "Social Investment Bank Limited" with its Principal Branch, 15, Dilkusha C/A, Dhaka-1000. The same account is also using to deposit the amount paid against placement of shares.
10. The subscription money collected from Non Resident Bangladeshis in US Dollar or UK Pound Sterling shall be deposited to FC Account for IPO. In case of over subscription, refund shall be made by the Company out of the FC Account for IPO. The Company has opened one "FC Account for IPO numbering 033 in US Dollar or UK Pound sterling with "Social Investment Bank Limited" Head Office 15, Dilkusha C/A, Dhaka-1000. The accounts will be closed after refund of over subscription, if any.

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

UNDERWRITERS' OBLIGATION

If and to the extent that the shares offered to the public through a prospectus authorised hereunder shall not have been subscribed and paid for in cash in full by the closing date, the Company shall within 10 (ten) days of the closure of subscription call upon the underwriters in writing with a copy of the said writing to the Securities and Exchange Commission, to subscribe the shares not so subscribed within the closing date and to pay for cash in full, inclusive of any premium, if applicable, for such undersubscribed shares within 15 (fifteen) days after being called upon to do so. If payment is made by Cheque/ Bank Draft by the underwriter it will be deemed that the underwriter has not fulfilled its obligation towards its underwriting commitment under its Agreement, until such time as the Cheque/Bank Draft has been encashed and the company's account credited. In any such case within 7 (Seven) days after the expiry of the aforesaid 15 (fifteen) days, the Company shall send proof of subscription and payment by the underwriters, to the Commission.

UNDERWRITING COMMISSION

Underwriters will be paid an underwriting commission @ 1.00% of the nominal value of shares underwritten by them out of the public issue. Simultaneously with calling upon an underwriter to subscribe or procure subscriber, and pay for any number of shares, the company shall pay to that underwriter an additional commission @ 1% of the nominal amount of the shares required to be subscribed by it.

COMMISSION TO THE BANKERS' TO THE ISSUE

Commission at the rate of 1/4th of 1% of the amount collected will be paid to the Bankers to the Issue for the services to be rendered by them.

MANAGER TO THE ISSUE

Satcom Securities & Management Limited is the Manager to the Issue. The Company shall pay fee @ 0.25% of the issue to the Manager to the Issue.

BROKERAGE

The Company will pay brokerage fee @ 1% only on the paid up value of shares allotted to the members of Dhaka and Chittagong Stock Exchanges on applications bearing their rubber stamp. Neither the Brokerage to the brokers nor the commission to the bankers shall be payable in respect of the shares taken by the underwriters in discharging of their underwriting obligation.

PUBLIC ISSUE EXPENSES

Particulars	Rate	Amount in Taka
Underwriting Commission	1%	100,000
Brokerage Commission	1% of 50% of public issue	50,000
Bankers to the Issue fee	0.25% of Collected Amount	25,000
Fee to SEC	0.3% of IPO + Tk. 10,000	1,90,000
Annual listing Fee to DSE or CSE		65,000
Initial listing Fee to DSE or CSE	0.25% of total paid up capital	6,50,000
Service Charge-DSE		5,000
Manager to the Issue fee	0.25% of public issue	1,50,000
Post Issue Expenses		2,65,000
Total		15,00,000

This is equal to 2.5% of new funds raised through IPO & Pre IPO placement and does not include initial sponsors share capital.

MISCELLANEOUS

THE COMPANY	:	Social Investment Bank Limited
REGISTERED/HEAD OFFICE	:	15, Dilkusha C/A, Dhaka-1000.
BOARD OF DIRECTORS	:	1. Prof. Dr. M. A. Mannan Chairman 2. H.E. Dr. Abdullah Omar Nasseef. 3. H.E. Dr. Hamid Al-Gabid 4. H.E. Ahmed M. Salah Jamjoom 5. Maj. (Retd.) Dr. Md. Rejaul Hauqe 6. Fountain Pvt. Limited Represented by Mr. Md. Abdur Rahman 7. Bangladesh Social Peace Foundation Represented by Mr. Kazi Rezaur Rahman 8. Mr. Mohammad Shah Alam M.A. 9. Alhaj Sultan Mahmood Chowdhury 10. Alhaj Md.Nesaruddin Ahmed B.Sc. 11. Mr. Abdul Awal Patwary 12. Hamdard laboratories (WAQF) Bangladesh Represented by Mr. Anisul Haque 13. Mrs. Nargis Mannan , B.A. (Hons), M.A.(Dhaka) 14. Mrs. Zohra Alam B.A. 15. Alhaj Nasiruddin Ahmed B.A. 16. Mr. Kamaluddin Ahmed B.A. 17. Mr. Ahmed Akbar Sobhan , B.Sc. 18. Alhaj Sk. Mohammad Rabban Ali 19. Mr. Mohammad Azam B.A. 20. Mr. Md. Aminuddin 21. Mr. Sadat Sobhan, MBA 22. Al-haj Mohammad Afzal Hossain 23. Mr. Md. Sayedur Rahman 24. Mr. Munshi Aktharuzzaman 25. Mr. Noor-A-Alam Chowdhury M. A. 26. Mr. Humayun Kabir Khan M. A. 27. Mr. Md.Shamsuzzaman
COMPANY SECRETARY	:	Mr. M. Shahjahan Mantu Deputy Managing Director & Company Secretary
AUDITORS	:	M. A. Malek Siddiqui Wali & Co. Chartered Accountants 9-G, Motijheel C/A, Dhaka : M. Syful Islam & Co. Chartered Accountants 15, Dilkusha C/A, Dhaka.
LAWYERS :		1. Dr. M. Zahir, M.A. LLB, PHD (London) Barrister-at-Law, Senior Advocate Bangladesh Supreme Court, Ramna, Dhaka 2. Mr. Kazi Md. Nurul Amin Advocate, Bangladesh Supreme Court 45/1, Azimpur Road, Dhaka
BANKERS TO THE ISSUE		i. Social Investment Bank Ltd. ii. Islami Bank Bangladesh Ltd. iii. Al Arafah Islami Bank Ltd. iv. The City Bank Ltd. v. Arab Bangladesh Bank Ltd. vi. Exim Bank Ltd.

MATERIAL CONTRACTS

The Company has not entered into any material contract from the date of incorporation to the date of this issue, other than contracts entered into in the ordinary course of business of the Company and the contracts to manage the issue which are as follow:

a) Underwriting Agreements between the Company and the Underwriters;
b) Issue Management Agreement between the Company and Satcom Securities & Management Limited.

Copies of the aforementioned contracts and documents and a copy of Memorandum of Association and Articles of Association of the Company and the Consent order from SEC may be inspected on any working day during office hours at the Company's Registered Office.

SOCIAL INVESTMENT BANK LIMITED
APPLICATION FORM
APPLICATION FOR SHARES BY INVESTORS OTHER THAN NON-RESIDENT BANGLADESHIS

WARNING: Please read the instructions at the back of this form. Incorrectly filled application may be rejected.

The Directors
Social Investment Bank Limited
15, Dilkusha C/A
Dhaka-1000.

Banker's SL. No
Broker's SL. No

Dear Sir(s),

I/we apply for and request you to allot me/us the following number of shares and I/we agree to accept the same or any smaller number that may be allotted to me/us upon terms of the Company's approved prospectus and subject to the Memorandum and Articles of Association of the Company. Further, I/we authorise you to place my/our name(s) on the Register of Members of the Company as the holder(s) of ..... ordinary shares allotted to me/us pursuant to this application and to send Allotment Letter in respect thereof and/or a crossed (account payee only) Cheque in respect of any application money returnable by post/courier at my/our risk to the first applicant's address stated below :

1. No. of shares ..... of Tk. 1000/= each.
2. Amount in Tk. (in figure) ....., (in words) .....
Cash/Cheque/Draft/Pay Order No .....date .....
on ..... Bank .....Branch .....
3. I/we agree to fully abide by the instructions given herein.
4. Particulars of Applicant (s):

Sole/First Applicant : Mr./Mrs./Ms.
Father's/Husband's Name :
Postal Address :
Occupation : Nationality :
For Refund Warrant: Applicant's Bank A/C No.
Name of the Bank Branch :
Second Applicant : Mr./Mrs./Ms.
Father's/Husband's Name :
Postal Address :
Occupation : Nationality :

5. I/we hereby declare that I/we have read the Prospectus of Social Investment Bank Limited published in the Daily ..... and Daily..... dated ..... and have willingly subscribed for ..... No. of Shares of Tk. 1000 each.
6. Specimen Signature(s) :

(i) Name (in Block letters)	Signature:
(ii)Name (in Block letters)	Signature:

BANKER'S ACKNOWLEDGEMENT

Certified that this bank has received Tk. ..... (in words) ..... only from Mr./Mrs./Ms. ..... being application money for ..... Nos. of ordinary shares of SOCIAL INVESTMENT BANK LIMITED.

Banker's SL No. Seal & Date Authorised Signature (Name & Designation)

INSTRUCTIONS

1. All information must be typed or written in full (in block letters) in English and must not be abbreviated.
2. Application must be made on the Company's printed form/photocopy/hand written or typed form thereof.
3. Application must not be for less than 5 ordinary and must be for a multiple of 5 ordinary shares. Any application not meeting this criterion will not be considered for allotment purpose.
4. Remittance for the full amount of the shares must accompany each application and must be forwarded to any of the Bankers to the Issue. Remittance should be in the form of cash/Cheque/draft/pay order payable to one of the Bankers of the Issue "**SOCIAL INVESTMENT BANK LIMITED.**" and crossed "**A/C Payee Only**" and must be drawn on a bank in the same town as the bank to which the application form has been sent.
5. In the case of joint application form, the allotment letter will be dispatched to the person whose name appears first on this application form and where any amount is refundable in whole or in part the same will be refunded by Account Payee cheque by post / courier service to the person named first on this application form in the manner prescribed in the prospectus.
6. Joint application from, for more than two persons will not accepted. In case of joint application, each party must sign the application form.
7. Application must be in full name of individuals, companies, societies or trusts and not in the name of firms, minors or persons of unsound minds.
8. Application from financial and market intermediary companies must be accompanied by Memorandum & Articles of Association and Certificate of Incorporation.
9. An applicant can not make more than two applications, one in his own name and another jointly with another person. In case an applicant makes more than two applications, those in excess of two applications shall not be considered for allotment purposes.
10. No receipt will be issued for the payment made with application but a provisional acknowledgement will be issued by the Banker to the Issue for application lodged with them.
11. Refund will be made through "Account Payee" Cheque only with the Bank A/C No. and name of the Branches of the Bank as mentioned on the application form.
12. Allotment shall be made solely in accordance with the instructions of the Securities & Exchange Commission (SEC).
13. Making of any false statement or supplying of incorrect information or suppressing any relevant information will make the application liable for rejection and subject to forfeiture of application money. The said application money will be deposited in account specified by the SEC. This may be in addition to any other penalties as may be provided for by law.
14. Application which do not meet the above requirements or applications which are incomplete shall not be entertained for allotment purposes.

BANKERS TO THE ISSUE

i. **Social Investment Bank Ltd.**
Principal Branch, Dhaka
Gulshan Branch, Dhaka
Babu Bazar Branch, Dhaka
Mouivi Bazar Branch, Dhaka
IDB Bhaban Branch, Dhaka
Agrabad Branch, Chittagong.
Khatungonj Branch, Chittagong.
Sirajgonj Branch, Sirajgonj
Bogra Branch, Bogra
Khulna Branch,Khulna
Sylhet Branch, Sylhet
Rajshahi Branch, Rajshahi
ii. **Islami Bank Bangladesh Ltd.**
Local Office, Dhaka
Foreign Ex. Branch, Dhaka
Framgate Branch, Dhaka
Sadarghat Branch, Dhaka
Nawabpur Branch, Dhaka
Gulshan Branch, Dhaka
Narayangonj Branch
Agrabad Branch, Chittagong
Khulna Branch,Khulna
Barisal Branch, Barisal
Sylhet Branch, Sylhet
Rajshahi Branch, Rajshahi
Bogra Branch, Bogra
Comilla Branch, Comilla
Chowdmuhani Branch, Chowdmuhani
Dinajpur Branch, Dinajpur
iii. **Al Arafah Islami Bank Ltd.**
Motijheel Branch, Dhaka
Corporate Branch, Motijheel, Dhaka
Vip Road Branch, Dhaka
Moulvi Bazar Branch, Dhaka
Nawabpur Road Branch, Dhaka
Agrabad Branch, Chittagong
Khatungonj Branch, Chittagong
Rahshahi Branch, Rajshahi
Bogra Branch, Bogra
Khulna Branch, Khulna
iv. **The City Bank Ltd.**
Gulshan Br., Dhaka
Kawran Bazar Br., Dhaka
B.B. Avenue Br., Dhaka.
Mirpur Branch, Dhaka.
Tongi Branch, Gazipur.
Agrabad Branch, Chittagong.
Narayangonj Branch
v. **Arab Bangladesh Bank Ltd.**
Principal Branch, Dhaka
VIP Road Br. Kakrail, Dhaka
New Elephant Road Br., Dhaka
Modhuban Br., Bandar Bazar, Sylhet
Agrabad Branch, Chittagong
Khatungonj Branch, Chittagong
K.D.A. C/A Branch, Khulna
Central Road Branch, Rangpur
Rajshahi Branch, Rajshahi
Municipal Road Branch, Jessore
vi. **EXIM Bank ltd.**
Motijheel Branch, Dhaka
Pantha path Branch, Dhaka
Agrabad Branch, Chittagong

9000 ORDINARY SHARES ARE OFFERED TO THE GENERAL PUBLIC AS FOLLOWS:

	No. of Share	Amount (Taka)
General Public applying for 5 ordinary Shares or Multiple thereof	9,000	90,00,000
Total	9,000	90,00,000

SOCIAL INVESTMENT BANK LIMITED
APPLICATION FORM
APPLICATION FOR SHARES BY NON- RESIDENT BANGLADESHIS
(To be sent to the Company's Head Office)

WARNING: Please read the instructions at the back of this form. Incorrectly filled applications may be rejected.

The Directors
Social Investment Bank Ltd.
15, Dilkusha C/A
Dhaka-1000.

Dear Sir (s),

I/we apply for and request you to allot me/us the following number of shares and I/we agree to accept the same or any smaller number that may be allotted to me/us upon terms of the Company's approved prospectus and subject to the Memorandum and Articles of Association of the Company. Further, I/we authorise you to place my/our name(s) on the Register of Members of the Company as the holder(s) of ..... ordinary shares allotted to me/us pursuant to this application and to send Allotment Letter in respect thereof and/or a crossed (account payee only) Cheque in respect of any application money returnable by post/courier at my/our risk to the first applicant's address stated below :

1. No. of shares ..... of Tk. 1000/= each (at par).
2. Amount in Tk. (in figure) ....., Taka (in words)..... convertible in to US$, at US$ 1= Tk. 50.56 UK Pound Sterling, at UK Pound Sterling 1= Tk. 75.726
3. Payment by draft/Cheque No. ..... date ..... for US Dollar /UK Pound Sterling Tk. ..... drawn on .....branch of.....Bank
I/we agree to fully abide by the instructions given herein.
4. Particulars of Applicant(s)

(A) Sole/First Applicant : Mr./Mrs./Ms.
Father's/Husband's Name :
Postal Address :
Occupation : Nationality :
Passport No.
Date of Birth:
For Refund Warrant : Applicant's Bank A/C No.
Name of the Bank Branch :
(B) Second Applicant : Mr./Mrs./Ms.
Father's/Husband's Name :
Postal Address :
Occupation : Nationality :
Passport No.
Date of Birth:
(C) Mailing Address
(D) Nominee:
(i) Name
(ii) Mailing Address
(E) Specimen Signature
(i) Sole/First Applicant:
(ii) Second Applicant:
(iii) Nominee

INSTRUCTIONS

1. All information must be written or typed in block letters in English and must not be abbreviated.
2. An application must not be for less than 5 ordinary shares having value of Tk. 5,000 or multiple thereof.
3. An application must be accompanied by a foreign demand draft drawn on a bank payable at Dhaka or a cheque drawn out of foreign currency deposit account maintained in Bangladesh for the full value of shares favouring "**SOCIAL INVESTMENT BANK LIMITED**" and crossed "Account payee only".
4. An application shall be sent by the applicant directly to the Company by **24th July, 2000** so as to reach the company within **02 August, 2000**. No application sent after **24th July, 2000** or received by the company after **02 August, 2000** will be considered for allotment purpose.
5. Refund against over-subscription, shall be made in the currency in which the value of shares was paid by the applicant through Account Payee cheque payable at Dhaka with bank Account number, Bank's name and Branch.
6. In case of over-subscription, allotment shall be made by Lottery solely in accordance with the instructions by SEC.
7. Money receipt on clearance of draft or cheque, as the case may be, shall be sent by post to the applicant by the company.
8. In case of acceptance of Joint Application by two persons allotment and refund shall be made by post to the applicant whose name appear first in the application form.
9. Application must be made by an individual, a corporation or company, a trust or a society and not by a firm, minor or persons of unsound mind.
10. Making of any false statement or supplying incorrect information or suppressing any relevant information in the application shall make it liable to rejection and subject to forfeiture of the application money.
11. The intending NRB applicants shall deposit share money by US $/UK pound draft drawn on any Bank and payable in Dhaka, Bangladesh, so that the Issuer's collecting bank can clear the proceeds and deposit the same into issuer bank's account in time.
12. The NRB application along with the foreign currency draft, as mentioned above, is to be submitted to the Company's Head Office directly by 24th July, 2000.

AUDITORS' REPORT TO THE SHAREHOLDERS
OF
SOCIAL INVESTMENT BANK LIMITED

We have audited the accompanying Balance Sheet of the "Social Investment Bank Limited" as of December 31,1999 and the related Profit & Loss Account and Statement of Cash Flows for the year then ended . These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

In our opinion, the financial statement prepared in accordance with Bangladesh Accounting Standards, give a true a fair view of the state of the affairs as of December 31,1999 and of the results of its operations and its cash flows for the year then ended and comply with the Bank Company Act,1991, the rules and regulations issued by the Bangladesh Bank, The Company's Act,1994, The Securities and Exchange Rules,1987 and other applicable laws and regulations.

We also report that:

i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof ;
ii) in our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books and proper return adequate for the purposes of our audit have been received from branches;
iii) the company's Balance sheet and profit and loss account dealt with by the report are in agreement with the books of account and returns :
iv) the expenditure incurred was for the purposes of the company's business :
v) the financial position of the company at December 31,1999 and the profit for the year then ended have been properly reflected in the financial statement; the financial statement have been prepared in accordance with the generally accepted accounting principles ;
vi) the financial statement have been drawn up in conformity with the Bank Company Act, 1991 and in accordance with the accounting rules and regulations issued by the Bangladesh Bank;
vii) adequate provisions have been made for advance which are in our opinion, doubtful of recovery;
viii) the financial statements conform to the prescribed standards set in the accounting regulations issued by the Bangladesh Bank after consultation with the professional accounting bodies of Bangladesh ;
ix) the records and statements submitted by the branches have been properly maintained and consolidated in their financial statements ;
x) the information and explanations required by us have been received and found satisfactory ;

Dhaka
February 15,2000

Sd/-
(M.A.MALEK SIDDIQUI WALI & CO.)
Chartered Accountants

Sd/-
(SYFUL ISLAM & CO.)
Chartered Accountants

SOCIAL INVESTMENT BANK LIMITED
BALANCE SHEET AS AT DECEMBER 31, 1999

Figures in