Bangladesh Shilpa Rin Sangstha

Kawran Bazar Corporate Banking Br.

Motifieel (Commercial Banking) Br.

Merchant Banking Wing, Chaka.

Kawran Bazar Branch, Dhaka.

12, Kawran Bazar C/A, Dhaka.

49 Motifieel C/A Dhaka

Principal Branch, Dhaka.

Kakrail Branch, Dhaka.

Mohakhali Branch, Dhaka.

Gulshan Branch, Dhaka.

Nawabpur Branch, Dhaka.

Uttera Branch, Dhaka.

Khulna Branch, Khulna.

IFIC Bank Ltd.

Modhuban Branch, Sylhet.

Agrabad Branch, Chittagong.

Federation Branch, Dhaka.

Dhanmondi Branch, Dhaka.

Shantinagar Branch, Dhaka. Gutshan Branch, Dhaka.

Naya Paltan Branch, Dhaka.

Agrabad Branch, Chittagong

Bogra Branch, Bogra.

Sylhet Branch, Sylhet.

Jessore Branch, Jessore.

Khulna Branch, Khulna.

Comilla Branch, Comilla.

Barisal Branch, Barisal.

Kushtia Branch, Kushtia.

Faridpur Branch, Faridpur.

Malibagh Branch, Dhaka.

Laimatia Branch, Dhaka,

Uttara Branch, Dhaka.

Pallabi Branch, Dhaka.

Feni Branch, Feni.

Rajshahi Branch, Rajshahi.

Brahmanbaria Branch, Brahmanbaria.

Narayangani Branch, Narayangani,

Mymensingh Branch, Mymensingh,

Cox's Bazar Branch, Cox's Bazar,

North Brook Hall Road Branch, Dhaka,

Kirwran Bazar Branch, Dhaka.

Foreign Exchange Branch, Dhaka.

Topkhana Road Branch, Dhaka.

Narsingdi Branch, Narsingdi.

Standard Bank Ltd.

Principal Branch, Dhaka.

Imamgoni Branch, Dhaka.

Dhanmondi Branch, Dhaka.

Gulshan-1 Branch, Dhaka.

Panthapath Branch, Dhaka.

Munshikhola Branch, Dhaka.

Agrabad Branch, Chittagong.

Jubilee Road Branch, Chittagon,

Khatungoni Branch, Chittagong.

CDA Avenue Branch, Chittagong.

Narayangani Branch. Narayangani

Guishan Branch, Dhaka.

Ultara Branch, Dhaka.

Bariani Branch, Dhaka.

Sylhet Branch, Sylhet.

Khulna Branch, Khulna.

Rajshahi Branch, Rajshahi

Jessore Branch, Jessore.

Motifieel Branch, Dhaka,

Elephant Road Branch, Dhaka.

Dhanmondi Branch, Dhaka.

New Elephant Road Branch, Dhaka.

Rokeya Sharani Branch, Dhaka.

AB Bank Ltd.

## ICB AMCL SECOND NRB MUTUAL FUND

## PROSPECTUS (Abridged Version)

7.6 Advantages in investing in ICB AMCL Second NRB Mutual Fund:

Generally investment in mutual funds enjoys the some advantages compared to investment made directly in other securities of the capital market. Investors of this mutual fund will be able to enjoy the following advantages.

(01) Since the Fund is predominantly designed for the NRB's will get better alternative opportunity for investment of their savings in a diversified portfolio.

(02) Diversified portfolio to be developed for the Fund will help in lowering investment risk of the small investors. (03) Diversified portfolio of the Fund will help the small investor to access to the whole market, which is difficult at individual

(04) By channelizing small investors saving both in local currency & foreign currency will add liquidity to the market. (05) As the Fund will be professionally managed, investors will be relieved from the emotional stress associated with day-to-

day management of individual investment portfolio. (06) The investors will be able to save a great deal in transaction cost as he/she has access to a larger number of securities

by purchasing a single unit of the Mutual Fund. (07) Income will be exempted from tax free up to certain level, which is permitted as per Finance Act.

(08) Investment in the Fund would qualify for investment tax credit under section 44(2) of the Income Tax Ordinance 1984. (09) Management and operation of Mutual Funds are subject to prudential guidelines. SEC regularly monitors the performance of such funds. The laws governing mutual funds require exhaustive disclosure to the regulator and general

public. As a result, the investors will be able to know the performance of the Fund and accordingly they can be able to take convenient entry and exit options.

8. Investment Objectives & Policies: 8.1 Investment Objective: The main objective of the Fund is to invest in the Capital & Money Market of the country and to provide attractive dividend to the investors.

8.2 Investment Policies: (01) Money to be collected under the Fund shall be invested in encashable/transferable securities whether in capital market

or money market, privately placed debentures, preferential shares or securitized debts. (02) The Fund shall invest only in securities, which are listed in the exchanges and in bond and money market as per

Securities and Exchanges Commission's prescribed Rule. (03) Not less than 75 per cent of the total assets of the Fund will be invested in capital market instruments out of which at

least 50 per cent will be invested in listed securities. (04) Not more than 25 per cent of the total assets of the Fund will be invested in Money Market instruments.

(05) Not more than 15 per cent of the total assets of the Fund will be invested in Pre-PUBLIC OFFERs at one time.

(06) The fund shall get the securities purchased or transferred in the name of the mutual fund. (07) Only the Asset Management Company will make the investment decisions and place orders for securities to be purchased or sold by the Fund.

(08) Asset Management Company will choose broker(s) for the purchase and sale of securities for the Fund's portfolio. (09) Settlement of transaction will take place as per the customs and practice of the stock exchanges in the country.

9. Investment Restrictions: In making investment decision the following restrictions should be taken due consideration:

(01) The Fund shall not buy its own unit; (02) The Fund shall not invest more than 10% of its assets in any one particular Company shares/ debentures.

(03) The Fund shall not own more than 15% of any company's paid-up capital at any point of time. (04) The Fund shall not invest more than 20% of its total assets in shares, debentures or other securities of a single

company or group. (05) The Fund shall not invest more than 25% of its total assets in shares, debentures or other securities in any one

(06) The Fund shall not involve in option trading or short selling or carry forward transactions. (07) The Fund shall not invest in or lend to another scheme under the same Asset Management Company.

(08) 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. (09) The Fund or the ICB Asset Management Company Ltd. on behalf of the Fund shall not give or guarantee term

loans for any purpose or take up any activity in contravention of the Rules. 10. Valuation Policy: The Fund intends to determine its NAV per unit on the last business day of each week by dividing the value of the net

asset of the Fund (the value of total assets less total liabilities as per Rule 60 of the সিকিউরিটিজ ও এক্সচেঞ কমিশন (মিউচ্যয়াল ফাভ) বিধিমালা, ২০০১, by the total number of units outstanding. As per section 58 of the সিকিউরিটিজ ও এক্সচেজ্ঞ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১, valuation policy of investment of the Fund needs to be approved earlier by Securities and Exchange Commission. Valuation criterion so far approved by the Commission in the trust deed is as follows:

(01) For listed securities, the average quoted closing market 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.

(02) When the securities were not traded either at DSE or CSE on the particular valuing date, immediate previous average price, which one is nearer, but not longer than 30 days, to the valuing date will be taken into account. (03) When the securities were not traded either at DSE or CSE for a period for over 30 days, the Fund shall follow the method approved by the Commission for valuation of the non-traded investment, and the Trustee shall periodically review the value of such investments.

(04) The valuation of non-traded securities will be made with their reasonable value by the ICB Asset Management Company Ltd. and approved by the Trustee and commented upon by the Auditors in the Annual Report of the Mutual Fund but shall not be more than the intrinsic value of the securities.

(05) The valuation of non-listed securities will be made by the Asset Management Company with their reasonable value and approved by the Trustee and commented upon by the Auditors in the Annual Report of the Fund.

(06) Once non-listed securities are valued, the valued amount will be considered for purpose of valuing the Fund's assets in any interval of time until the securities are further revalued by the Asset Management Company

(07) Asset Management Company and Trustee will be made the value of non-listed securities at least after every three (08) 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 (NAV) of such securities in the

portfolio of the Fund. (09) In case of deferred expenses, accrued expenses for the period will be taken into account for determining total liabilities.

Following the valuation criteria as set forth above, the Fund will use the following formula to derive NAV per unit:

Total NAV = V - LT Total NAV

NAV per unit = No. of units outstanding

V<sub>A</sub> = Value of Total Assets of the Fund as on date. L<sub>T</sub> = Total liabilities of the Fund as on date.

V<sub>a</sub> = Value of all securities in vault + Value of all securities placed in lien + Cash in hand and at bank + Value of all securities receivables + Receivables of proceeds of sale of investments + Dividend receivables, net of tax + Interest receivables, net of tax + Issue expenses amortized as on date + Printing, publication and stationery expenses amortized as on date.

L<sub>T</sub> = Value of all securities payable + Payable against purchase of investment + Payable as brokerage and custodial charges + All other payable related to printing, publication and stationery + Accrued deferred expenses with regard to management fee, trustee fee, annual fee, audit fee and safe keeping fee. 11. Rights of the unit holders:

(a) Dividend: All the unit holders have equal but proportionate right in respect of dividend. Dividend will be paid in

(b) Transfer of units: Units are transferable. The transfer will be made by the CDBL under electronic settlement

(c) Voting Right: 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 (মিউচুয়োল ফাভ) বিধিমালা, ২০০১ In case of show of hands, every unit holder present in person or/and by proxy shall have only one vote and on a 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.

(d) Encashment: The units will be listed with DSE and CSE. So investment in this Fund will easily be encashables. 12. Accounting Year: The accounting year of the Fund shall be July 01 to June 30.

13. Limitation of Expenses:

(01) The initial issue expenses in respect of the Fund shall not exceed 5% of the Fund to be raised.

(02) The total expenses charged to the Fund, except the amortization of initial issue expenses and including transaction cost in the form of stock brokerage against buy & 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, listing fees payable to the stock exchanges, the annual registration fees payable to the Commission, CDBL charges, audit fees, cost for publication of reports & periodicals, bank charge, etc, shall not exceed 4% of the weekly average net asset outstanding during any accounting year or as may be determined by the Rules. 14. Fees and Expenses:

The Fund will pay the fees of Asset Management Company, 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 together with certain other costs and expenses incurred in its operation, including without limitation expenses of legal & consulting services, auditing, other professional fees and expenses, brokerage, share/debenture registration expenses, guarantee or underwriting commission and fees due to the SEC. The Fund will also bear all the other incidental expenses including printing, publication and stationery relating to its smooth & fair operation.

Keeping in mind, the fund size of Taka 1.00 billion, ICB Asset Management Company Ltd. estimated the normal annual operating expenses of the Fund, which will not exceed 4 per cent 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:

(a) Issue and Formation Expenses:

Issue and formation expenses are estimated to be not over 5 per cent of the total Fund size i.e. Tk. 50.00 million. The expenses will be amortized within 10 years on a straight-line method. The estimated expenses for the issue and formation of the Fund are presented below:

1. Banker to the issue fee/Collection Charge 0.60 per cent 2. Printing & Publication 1.60 per cent 3. Legal Expenses (Listing Fees, Registration Fees etc.) 1.60 per cent 4. Other expenses. 1.20 per cent Total 5.00 per cent (b) Management Fee:

The Fund shall pay annual management fee to the ICB Asset Management Company Limited @ 2.50 per cent per annum of the weekly average NAV up to Tk. 5.00 crore and @ 2.00 percent per annum for additional amount of the weekly average NAV up to Tk. 25.00 crore over Tk. 5.00 crore and @ 1.50 per cent per annum for additional amount of the weekly average NAV up to Tk. 50.00 crore over 25.00 crore and @ 1.00 per cent per annum for additional amount of the weekly average NAV over Tk. 50.00 crore, accrued and payable annually.

(c) Trustee Fee: The Fund shall pay an annual trusteeship fee of Tk. 1,000,000.00 (ten lac) only during the life of the Fund.

(d) Custodian Fee: The Fund shall pay to the custodian i.e. ICB for safekeeping of securities @ 0.10 per cent of balance securities

calculated on the average month end value per annum. (e) Fund Registration and Annual Fee: The Fund has paid Tk. 2,000,000.00 (twenty lac) only to the Securities and Exchange Commission (SEC) as

registration fee. In addition to that the Fund will have to pay Tk. 1,000,000.00 (ten lac) only per annum as annul fee in terms of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ f) Listing Fee:

The usual listing fees, annual renewal fees and other charges are to be paid by the Fund to the stock exchanges. (g) Audit Fee:

The audit fee will be Tk. 10,000.00 (ten thousand) only for the first year and Trustee will fix fees for subsequent

15. Dividend Policy:

(01) The accounting year of the Fund shall be July 01 to June 30. (02) The Fund shall distribute minimum 80 percent or as may be determined by this Rules 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 Fund. (03) Before declaration of dividend, the Asset Management Company shall make a provision in consultation with the auditors if market value of investments goes below the acquisition cost and the method of calculation of this provision will be incorporated in the notes of accounts.

(04) Surpluses arising simply from the valuation of investments shall not be available for dividend.

(05) Dividend warrants will be dispatched within 45 days from the declaration of such dividends. (06) Before record of ownership by the CDBL, a transferee shall not possess the right to any dividend declared by the Fund

16. Risk Factors

Investment in securities market always bears some risks. Investment in this Fund also involves certain risk factors. The investors should carefully consider the following risks in addition to other information contained in the prospectus in evaluating the offer and also for taking a decision whether to invest or not. (01) The performance of the Fund is directly related with the macro economic situation particularly the capital market

(02) Since the capital market of Bangladesh is highly volatile, there is no assurance of achieving the stated objective

(03) Due to small number of listed securities in both the stock exchanges, it may be difficult to invest the Fund's assets in a widely diversified portfolio as and when required to do so. (04) Due to a very thin secondary debenture market in Bangladesh, it would be difficult for the Fund Manager to swap

between asset classes if and when required. (05) Limited money market instruments narrowed the opportunity of short term or temporary investments of the Fund. (06) Stock market trends show that price of almost all the listed securities move in unpredictable direction which may affect the value of the Fund. Moreover, there is no guarantee that the market price of shares of the Fund will fully reflect their underlying net asset values.

(07) If the companies fail to provide expected dividend, Income of the Fund will be affected.

(08) For investing in Pre-PUBLIC OFFER Placement securities i.e. in unlisted equity securities by the Fund may involve liquidity risk.

(09) Uncertainties like political and social instability may affect the value of the Fund's Assets. (10) Adverse natural climatic condition may hamper the performance of the Fund. 17. Expected Market Performance of the Fund:

(01) As the capital market index is comparatively low now, the Fund should be able to construct portfolio at a relatively

(02) It is expected that demand of the Fund's units will always rule over supply.

19. Capital structure, tax status and rights of unit holders

(03) Image of ICB, being the holding company of the ICB Asset Management Company Ltd. and the Trustee of the Fund for successful marketing of eight closed-end and one open-end mutual fund may motivate investors to invest in this Fund before enactment of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ (04) Successful launching and subsequent satisfactory performance of 5 (five) Mutual Funds managed by the ICB

Asset Management Company Limited may attract the Non-Resident Bangladeshis (NRB's) to invest in this Fund. 18. Who to invest and how much to invest: Persons who do not have tolerance of bearing risk and know nothing about the functioning of the capital market need not apply for the units of the Fund. Considering other factors like the investment opportunities available in the market, return expectation, income level and consumption pattern, one may put a part of his/her total portfolio into the Fund.

19.1 Issue of units The paid up capital of the Fund shall be Tk. 1,000,000,000.00 (one billion) divided into 10,000,000 units of Tk. 100.00

| Subscribers                       | No of units | Face<br>Value (Tk.) | Amount (Tk.)     | Remarks              |
|-----------------------------------|-------------|---------------------|------------------|----------------------|
| Sponsor                           | 1,000,000   | 100.00              | 100,000,000.00   | Subscribed           |
| Non-Resident Bangladeshis (NRB's) | 6,000,000   | 100.00              | 600,000,000.00   | Yet to be subscribed |
| Reserved for Mutual Funds         | 1,000,000   | 100.00              | 100,000,000.00   | Yet to be subscribed |
| Resident Bangladeshis             | 2,000,000   | 100.00              | 200,000,000.00   | Yet to be subscribed |
| Total                             | 10,000,000  |                     | 1,000,000,000.00 | TOTAL DE SUDSCRIDED  |

19.2 Face Value and Market Lot: The face value of each unit of the Fund is fixed at Taka 100.00 and the market lot shall be 50 units of Tk. 5,000.00. 20. Listing of Fund

Application will be made to both Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited within 9 days of first issues of the prospectus for listing of Fund for dealing on the stock market and for their quotation on Stock Exchange.

21. Issuance of securities in Dematerialized form

As per provisions of the জিপজিটরি আইন, ১৯৯৯ and regulations made there under, unit of the Fund will be issued in dematerialized form, only and, for this purpose, ICB AMCL Second NRB Mutual Fund has signed an agreement with the Central Depository Bangladesh Limited (CDBL). Therefore, all transfers/transmissions, splitting or conversions will take place in the CDBL system. 22. Subscription from sponsor

ICB Capital Management Ltd., the sponsor, has already subscribed Tk. 100,000,000.00 for 1,000,000 units of Tk. 100.00 each at par as per Rule 9 of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ 23. Tax Exemption:

Investment in this Fund by individual investors will enjoy tax exemption benefit under section 44(2) of the Income Tax Ordinance, 1984. 24. Beneficial Interest:

(a) The unit holders shall preserve only the beneficial interest in the trust properties on pro rata basis of their

(b) Periodic Information: All the unit holders of the Fund shall have the right to receive the Annual Report & Audited Accounts of the fund. Moreover, NAV of the Fund be informed to the unit holders on monthly basis through

(c) Accounts and Information: The Fund's financial year will be closed on 30th June every year. Annual report or major head of Income & Expenditure A/C and Balance Sheet in line with schedule VI of the সিকিউরিটিজ ও এক্সচেঞ্চ কমিশন (মিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ will be published within 45 (forty five) days from the closure of each accounting year. Furthermore, the NAV, NAV per unit, any suspension or alteration of the calculation of NAV of the Fund will be published / notified to the DSE and CSE by the Asset Management Company.

"INTERESTED PERSONS ARE ENTITLED TO A PROSPECTUS, IF THEY SO DESIRE, AND THAT COPIES OF PROSPECTUS MAY BE OBTAINED FROM THE ASSET MANAGEMENT COMPANY APPLICATION FORM

ICB AMCL SECOND NRB MUTUAL FUND APPLICATION FOR UNITS BY INVESTORS OTHER THAN NON RESIDENT BANGLADESHI(S) Warning: Please read the instructions on the back of this form. Incorrectly filled applications may be rejected.

Banker's SL No.

(Name & Designation)

The Chief Executive Officer ICB Asset Management Company Ltd. Shilpa Bank Bhaban 8, DIT Avenue (15th floor) Dhaka-1000.

Dear Sir, I/We apply for and request you to allot me/us the . number of Units and I/we agree to accept the same or any smaller number that may be allotted to me/us upon terms of the Fund's approved Prospectus and subject to the Fund's Deed of Trust. Further, I/we authorize you to place my/our name(s) on the Register of Member(s) of the Fund and deposit the said units to my/our Depository (BO) Account and/or a crossed (A/C Payee Only) cheque in respect of any Application money refundable by post/courier at my/our risk to the first applicant's address stated below:

.. of Tk. 100.00 each at par. Number of Units . Amount of Tk. (in figure) Tk. (in words) deposited vide Cash/Cheque/Draft/Pay Order No. Bank Branch. Depository (B/O) Account No. "{If you do not mention your valid Depository (BO account) number, your application will be treated invalid}."

. I/we agree to fully abide by the instructions given herein. . Particulars of Applicant(s): Sole/First Applicant: Mr./Mrs./Ms.

Father's/Husband's Name: Mother's Name: Postal Address: Telephone (if any): Nationality Occupation: For refund warrant: Applicant's Bank A/C. No.: Name of the Bank: Branch: Second Applicant: Mr./Mrs./Ms. Father's/Husband's Name: Mother's Name: Postal Address: Occupation: Nationality:

I/we hereby declare that I/we have read the Prospectus of ICB AMCL Second NRB Mutual Fund and have .. no. of units of Tk. 100.00 each on this form. willingly subscribed for 7. Specimen Signature(s): Name in Block Letters Signature

BANKER'S ACKNOWLEDGEMENT Certified that this Bank has received Tk. (in word .

being the application money from Mr./Mrs./Ms. nos. of units of ICB AMCL Second NRB Mutual Fund. Banker' SL. No. Seal & Date Authorized Signature

ICB AMCL SECOND NRB MUTUAL FUND INSTRUCTIONS 1. As per provision of the ডিপজিটার আইন, ১৯৯৯ and regulation made there under Mutual Fund units will only be

issued in dematerialized condition. Please mention your Depository (BO) account number in the application form. If you do not mention your valid Depository (BO) account number, your application will be treated invalid. 2. All information must be typed or written in full (in block letters) in English or in Bengali and must NOT be abbreviated

Application must be made on the Fund's printed form/photocopy or typed copy/hand written form thereof. Application must not be for less than 50 units and must be for a multiple of 50 units. Any application not meeting this criteria will not be considered for allotment purpose.

5. Remittance for the full amount of units must accompany each application and must be forwarded to any of the Bankers to the Issue. Remittance should be in the form of cash/cheque/bank draft/pay order payable to one of the Bankers to the Issue A/C "ICB AMCL SECOND NRB MUTUAL FUND" and crossed "A/C PAYEE ONLY" and must be drawn on a bank in the same town as the bank to which the application form has been sent. 6. In the case of a Joint Application Form, the Allotment Letter will be dispatched to the person whose name appears first on this

Application Form and where any amount is refundable in whole or in part the same will be refunded by Account Payee cheque by post/courier service to the person named first on this Application Form in the manner prescribed in the prospectus. 7. Joint Application form for more than two persons will not be accepted. In case of joint application, each party must sign the

persons of unsound mind. Application from financial and market intermediary companies and Private Company must be accompanied by Memorandum and Articles of Association and Certificate of Incorporation. 9. An applicant can NOT submit more than two applications, one in his/her own name and another jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, whole or part of application money may be forfeited

10. An applicant cannot submit more than two applications, one in his/her own name and another jointly with other person by one cheque / DD / PO. More than two applications by one cheque / DD / PO will not be allowed. 11. No receipt will be issued for the payment made with the Application, but the bankers will issue a provisional

acknowledgement to the issue for application lodged with them. 12. Refund will be made only through "ACCOUNT PAYEE" cheque(s) with bank account number and name of bank branch, as mentioned in the Application, payable at Dhaka or Chittagong as the case my be. 13. Allotment shall be made solely in accordance with the instructions of the Securities and Exchange Commission (SEC). 14. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant

the unit before or after issuance of the same by the Asset Management Company. The said forfeited Application money or unit will be deposited in account specified by the Securities and Exchange Commission (SEC). This may be in addition to any other penalties as may be provided for by law. 15. Applications, which do not meet the above requirements, or Applications, which are incomplete, shall NOT be considered

for allotment purpose. 16. The bankers to the issue shall be obliged to receive the A/C payee cheque (s) on the closing day of the subscription of the PUBLIC OFFER. 17. No sale of securities shall be made, nor shall any money be taken from any person, in connection with such sale until 25 (twenty five) days after the prospectus has been published.

**BANKERS TO THE ISSUE** 

Dilkusha Branch, Dhaka.

Bangshal Road Branch, Dhaka:

Elephant Road Branch, Dhaka.

Foreign Exchange Branch, Dhaka.

Babubazar Branch, Dhaka.

Gulshan Branch, Dhaka.

Imamganj Branch, Dhaka.

Motifheel Branch, Dhaka.

Mohakhali Branch, Dhaka.

Malibagh Branch, Dhaka,

Z.H.Sikder M. C. Branch, Dhaka.

North Brook Hall Branch, Dhaka.

Mohammadpur Branch, Dhaka.

Prageti Serani Branch, Dhaka,

Savar Bazar Branch, Savar, Dhaka.

Narayangani Branch, Narayangani

Mymensingh Branch, Mymensingh

Jatrabari Branch, Dhaka.

Gazipur Branch, Gazipur.

Faridour Branch, Faridour.

Bhaluka Branch, Mymensingh,

Narsingdi Branch, Narsingdi.

Agrabad Branch, Chittagong.

Pahartali Branch, Chittagono

Rangpur Branch, Rangpur.

Bogra Branch, Bogra. Rajshahi Branch, Rajshahi.

Barishal Branch, Barishal.

Principal Branch, Dhaka,

Motijheel Branch, Dhaka.

Foreign Exchange Branch, Dhaka.

Nawran Bazar Branch, Uhaka.

Sat Mosjib Road Branch, Dhaka.

Dhaka Stadium Branch, Dhaka.

Laldighi East Branch, Chittagory

Khatungonj Branch, Chittagong.

Narayangani Branch, Narayangan

Rajshahi Main Branch, Rajshahi.

Khuina Main Branch, Khuina.

C.D.A. Branch, Chittagong,

Agrabad Branch, Chittagong,

Sylhet Main Branch, Sylhet,

Dargagate Branch, Sylhet.

Mohakhali Branch, Dhaka.

Gulshen Branch, Dhaka.

Feni Branch, Feni.

Sylhet Branch, Sylhet,

Khulna Branch, Khulna.

KDA Branch, Khuina.

Pubali Bank Ltd.

Khalungoni Branch, Chittagong,

Jubilee Road Branch, Chittagong,

Sheikh Mujib Road Branch, Chittagong

Comilla Branch, Comilla.

Lake Circus Branch, Dhaka.

Mirpur Branch, Dhaka.

Islamipur Branch, Dhaka.

Uttara Branch, Dhaka.

Dhanmondi Branch, Dhaka,

Kawran Bazar Branch, Dhaka.

National Bank Ltd.

Investment Corporation of Bangladesh (ICB) Head Office, BSB Bhaban, 8, DIT Avenue, Dhaka. Chitagong Branch, Delwar Bhaban, Agrabad C/A Chitagong. Rajshahi Branch, Dr.Galfar Plaza, Shaheb Bazar, Rajshahi. Khuina Branch, 25-26, KDA C/A, Khuina. Barisal Branch, 87-88, Hemayat Uddin Road, Barisal. Syfret Branch, Chamber Bldg, Jail Road, Syfret, Bogra Branch, Station Road, Satmatha, Bogra.

Local Office Branch, 35/C, Naya Pattan, Ohaka.

Jamuna Bank Ltd. Mohakhali Branch, Dhaka. Sonargaon Road Branch, Dhaka. Moulvibazar Branch, Moulvibazar Dilkusha Branch, Dhaka. Motifheel Branch, Dhaka. Shartmagar Branch, Dhaka Gulshan Branch, Dhaka. Dhanmondi Branch, Dhaka: Naya Bazar Branch, Dhaka. Foreign Exchange Branch, Dhaka Chistial Market Branch, Dhaka. Dholaikhal Branch, Dhaka. Agrabad Branch, Chittagong,

Khatungon Branch, Chittagong, Jubilee Road Branch, Chittagong Bahaddarhat Branch, Chittagong Sythet Branch, Sythet. Naggaon Branch, Naggaon Bogra Branch, Bogra. Narayangani Branch, Narayangani Raishahi Branch, Raishahi.

Bashurhal Branch, Noakhali. Siraigani Branch, Siraigani, Shahjalal Islami Bank Ltd. Dhaka Main Branch, Dilkusha C/A, Dhaka. Mittord Branch, Mittord Road, Dhaka. Dhanmondi Branch, Dhanmondi R/A, Dhaka. Gulshan Branch, Guishan Avenue, Dhaka. Foreign Exchange Branch, Motifieel C/A, Dhaka. Kawran Bazar Branch, Kawran Bazar, Dhaka. Joydevpur Chowrasta Branch, Joydevpur, Gazipur,

Agrabad Branch, Agrabad C/A, Chittagong Khatungoni Branch, Khatungoni, Chittagong. Sythet Branch, Shahjalal Road, Sythet. Darga Gate Branch, Kotwali, Sythet, Beani Bazar Branch, Beani Bazar, Syfret. Uttara Branch, Uttara Model Town, Dhaka. Bangshal Branch, Bangshal Road, Dhaka. Baipal (Dhaka EPZ) Branch, Savar, Dhaka. Narayangani Branch, S.M. Maleh Road, Narayangani,

Banani Branch, Banani, Chaka. Joypara Branch, Dohar, Dhaka. Jubilee Road Branch, Chittagong. Moulvibazar Branch, Moulvibazar Motifieel Branch, Motifieel C/A. Dhaka. Mirpur Branch, Mirpur, Dhaka. Islami Bank Bangladesh Limited Local Office, Dhaka (Controlling Branch). Foreign Exchange Branch, Dhaka. Farmgate Branch, Dhaka. Sadarghat Branch, Dhaka

Navrabpur Branch, Dhaka. Guishan Branch, Dhaka. Agrabad Branch, Chittagong Khantungani Branch, Chittagong Khulna Branch, Khulna. Bogra Branch, Bogra. Raishahi Branch, Raishahi

Sythet Branch, Sythet.

Date of Birth

Nominee

Name:

Barisal Main Branch, Barisal. Bangladesh Shilpa Bank Dhaka Commercial Branch Office, Dhaka Chittagong Branch, Chittagong Khulna Branch, Khulna. Rajshahi Branch, Rajshahi. Sylhet Branch, Sylhet, Barisal Branch, Barisal. Standard Chartered Bank Miliheel Branch, Motifheel C/A, Dhaka. Mirpur Branch, Mirpur, Dhaka.

"Interested persons are entitled to a prospectus, if they so desire, and that copies of prospectus may be obtained from the asset management company" APPLICATION FORM

> ICB AMCL SECOND NRB MUTUAL FUND APPLICATION FOR UNITS BY NON-RESIDENT BANGLADESHI(S) (To be sent directly to the Asset Management Company's Head Office)

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

ICB Asset Management Company Limited

Shilpa Bank Bhaban 8, DIT Avenue (15th floor) Dhaka-1000, Bangladesh.

I/we apply for and request you to allot me/us the ...... number of Units and I/we agree to accept the same or any smaller number that may be allotted to me/us upon terms of the Fund's approved Prospectus and subject to the Fund's Deed of Trust. Further, I/we authorize you to place my/our name(s) on the Register of Member(s) of the Fund and deposit the said units to my/our Depository (BO) Account and/or a crossed (A/C Payee Only) cheque in respect of any Application money refundable by

post/courier at my/our risk to the first applicant's address stated below: .. of Tk. 100.00 each at par. No. of Units ... Amount of Tk. (in figure) . ...... Tk. (in words) convertible into US Dollar 1.00 = Tk. ..... and UK Pound Sterling 1.00 = Tk. .....and Euro 1.00 = Tk. 3. Payment by Draft/Cheque/Pay Order No. for US Dollar/ UK Pound Sterling/ Euro Tk. .. . drawn on .....

Depository (B/O) Account No. "(If you do not mention your valid Depository (BO) account number, your application will be treated invalid)."

5. I/we agree to fully abide by the instructions given herein. Particulars of Applicant(s): Sole/First Applicant: Mr./Mrs./Ms. Father's/Husband's Name: Mother's Name: Mailing Address:

Telephone (if any): Nationality: Occupation: Date of Birth: Passport No .: Valid up to: For refund warrant: Applicant's Bank A/C. No. Name of the Bank: Branch: Second Applicant: Mr./Mrs./Ms. Father's/Husband's Name Mother's Name: Mailing Address: Occupation: Nationality Passport No.: Valid up to:

Mailing Address: Telephone (if any): 7. I/we hereby declare that I/we have read the Prospectus of ICB AMCL Second NRB Mutual Fund and have willingly subscribed ..... no. of units of Tk. 100.00 each on this form.

8. Specimen Signature(s): Name in Block Letters Sole/First Applicant: Second Applicant:

Nominee ICB AMCL SECOND NRB MUTUAL FUND INSTRUCTIONS 1. As per provision of the ডিপজিটরি আইন, ১৯৯৯ and regulations made there under Mutual Fund units will only be issued in dematerialized

Owner) Account, your application will be treated invalid. 2. All information must be written or typed in Block Letters in English and must NOT be abbreviated. 3. Application must not be for less than 50 Units and must be for a multiple of 50 Units. Any Application not meeting this criterion will not be considered for allotment purpose.

4. Application must be accompanied by a foreign demand draft drawn on a bank payable at Dhaka or cheque drawn out of foreign currency deposit account maintained in Bangladesh for the full value of units favouring "ICB AMCL Second NRB Mutual Fund" and crossed "ACCOUNT PAYEE ONLY". 5. Application shall be sent by the applicant directly to the ICB Asset Management Company Limited within May 29, 2008, so as to reach the Asset Management Company within June 07, 2008. No Application sent after May 29, 2008 or received by the ICB Asset Management Company Limited

after June 07, 2008 will be considered for allotment purpose. 6. Refund against over-subscription shall be made in the currency in which the value of Units was paid for by the applicant through Account Payee Cheque payable at Dhaka with bank account number, Bank's name and Branch. 7. Public Offer Distribution System:

for mutual funds and collective investment schemes registered with the Commission, and the remaining units of Tk. 20.00 (Twenty) crore shall be open for subscription by the general public. b. All securities/units stated in para (a) shall be offered for subscription and subsequent allotment by the Asset Management Company subject to any restriction which may be imposed from time to time by the Securities and Exchange Commission.

c. In case of over subscription under any of the 3 (three) categories mentioned in para (a), the Asset Management Company shall conduct an open lottery of all the applications received under each category separately in accordance with the SEC's instructions. d. In case of under-subscription under any of the 2 (two) categories [i.e. units of Tk. 60.00 (Sixty) crore and units of Tk. 10.00 (Ten) crore] mentioned in para (a), the unsubscribed portion shall be added to the general public category (units of Tk. 20.00 (Twenty) crore) and, if after

e. The lottery as stated in para (c) and (d) shall be conducted in presence of the authorized representatives of the stock exchange(s) concerned,

8. Money receipt of clearance of draft or cheque, as the case may be, shall be sent by post to the applicant by the asset management company. 9. Joint application by two persons will be acceptable. In such a case, allotment or refund shall be made by post to the first applicant. Application must be in full name of individuals or companies or societies or trusts and not in the name of firms, minors or

10. Application must be made by an individual, a corporation or company, a trust or a society and not by a firm, minor or persons of unsound mind. 11. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information shall make the Application liable to rejection and subject to forfeiture of Application money. 12. The intending NRB applicants shall deposit unit money by US \$ /UK Pound sterling /Euro draft drawn on and payable in Dhaka, Bangladesh, or

concerned bank, so that the Asset Management Company collecting bank can clear the proceeds and deposit the same into Asset Management 13. Spot buying rate (TT Clean) in US Dollars, UK Pound Sterling and Euros of Sonali Bank as prevalent on the date of opening of subscription will be

14. The applicant shall furnish photocopies of relevant pages of valid passport(s) in support of his being a NRB, dual citizenship or of the foreign passport bearing an endorsement from the concerned Bangladeshi Embassy to the effect that no visa is required for him to travel

16. An applicant cannot submit more than two applications, one in his/her own name and another jointly with another person. In case an applicant makes more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In

applications by one cheque / DD / PO / Taka (supported by foreign currency encashment certificate) will not be allowed. 18. No sale of securities shall be made, nor shall any money be taken from any person, in connection with such sale until 25 (twenty five) days after the

condition. Please mention your BO (Beneficiary Owner) Account number in the Application form. If you do not mention your valid BO (Beneficiary

Signature

a. Units of Tk. 60.00 (Sixty) crore of total public offering shall be reserved for non-resident Bangladeshi (NRB) and units of Tk. 10.00 (Ten) crore

such addition, there is over subscription in the general public category, the Asset Management Company shall conduct an open lottery of all the

Sponsor, Asset Management Company, Trustee and the applicants.

through a nominee by paying out of foreign currency deposit account or in Taka, supported by foreign currency encashment certificate issued by the

applicable for the Non-Resident Bangladeshi (NRB) applicants.

15. In case of joint NRB application joint applicant shall also submit supporting papers/documents in support of their being an NRB as mentioned in information shall make the Application liable to rejection and subject to forfeiture of Application money and/or forfeiture of

> addition, whole or part of application money may be forfeited by the Commission. 17. A NRB applicant cannot submit more than two applications, one in his/her own name and another jointly with other person by one cheque / DD / PO by US\$ / UK Pound sterling / Euro / Taka (supported by foreign currency encashment certificate). More than two

prospectus has been published. THE NRB APPLICATION ALONG WITH THE FOREIGN CURRENCY DRAFT/ PAY ORDER, AS ABOVE, IS TO BE SUBMITTED TO THE ASSET MANAGEMENT COMPANY'S HEAD OFFICE DIRECTLY WITHIN THE STIPULATED TIME MENTIONED IN PARA-5.