



# CENTRAL PHARMACEUTICALS LTD.

Ibrahim Chamber (6th Floor), 95, Motijheel C/A, Dhaka-1000.

Phone: 7119404, 7119661; Fax: 088-02-9565992; e-mail: info@centralphl.com; Web: www.centralphl.com

PUBLIC ISSUE OF 14,000,000 ORDINARY SHARES OF TK. 10.00 PER SHARE TOTALING TK. 140,000,000/-

**Subscription for general public:****Opening date:**  
May 26, 2013**Closing date:**  
May 30, 2013**Manager to the Issue****Janata Capital and Investment Limited**48, Motijheel C/A (3rd floor), Dhaka-1000. Bangladesh  
Phone: 02-7114374, 02-7114375, Fax: 88-02-7110496  
Email: info@jcl.com.bd, Web: www.jcl-bd.com**Subscription for NRB applicants:****Opening date:**  
May 26, 2013**Closing date:**  
June 08, 2013**Disclaimer**

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

**Special Note**

Please read the Prospectus carefully which includes "Risk Factors" before taking your investment decision.

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

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

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

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

**Corporate Status and Background**

The Company first got the Drug Licence from Drug Administration of Bangladesh on 12-10-1976. Then the Company applied for registration at Registrar of Joint Stock Companies & Firms of Bangladesh and accordingly the Company was incorporated on 13 November, 1980 as a 'Private' Company limited by shares and registered with the RJSIC under the Companies Act, 1913 vide Registration No. C-8514(353). The Company started its commercial operation from 01 December, 1980. On 20 December, 2010 the Company registered itself as a Public Limited Company under the Companies Act, 1994. The existing sponsors took over the management of the company in year 1998 and since then the company has been running smoothly fulfilling the requirement of concerned regulatory authorities.

**Nature of Business**

The principal activities of the Company throughout the year continued to be manufacturing and marketing of quality medicine.

**Availability of Prospectus**

Prospectus of Central Pharmaceuticals Ltd. may be available at the following addresses:

Name & Address	Contact Person	Tel No
Central Pharmaceuticals Ltd. Ibrahim Chamber (6th floor), 95, Motijheel C/A, Dhaka-1000.	Mr. Munsur Ahmed Managing Director	7119404, 7119661. Fax: 088-02-9565992. e-mail: info@centralphl.com Web: www.centralphl.com

**Issue Manager**

Janata Capital and Investment Limited 48, Motijheel C/A (3rd floor), Dhaka-1000. Bangladesh.	Mr. Md. Jahangir Miah Chief Executive 02-7114374 02-7114375 Fax: 88-02-7110496 Web: www.jcl-bd.com
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**Underwriters**

Janata Capital and Investment Limited 48, Motijheel C/A (3rd floor), Dhaka-1000. Bangladesh.	Mr. Md. Jahangir Miah Chief Executive 02-7114374 02-7114375 Fax: 88-02-7110496 Web: www.jcl-bd.com
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**ICB Capital Management Limited**

ICB Capital Management Limited BDBL Bhaban (Level-16), 8, DIT Avenue, Dhaka-1000.	Mr. Md. Moshiur Rahman Chief Executive Officer 02-7160326 02-7160327
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**Royal Green Capital Market Limited**

Royal Green Capital Market Limited Shah Ali Tower (2nd floor) Kawran Bazar, Tejgaon, Dhaka	Mr. Nomanur Rashid Executive Officer 02-9142823 02-8122845
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**Stock Exchanges**

Dhaka Stock Exchange (DSE) 9/1, Motijheel, C/A, Dhaka-1000.	DSE Library 02-9564601-7 02-9666944-8
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**Chittagong Stock Exchange (CSE)**

CSE Building, 1080, SK Mujib, Road, Agrabad C/A, Chittagong.	CSE Library 02-714632-3 02-720871-3
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Prospectus is also available on the web site [www.centralphl.com](http://www.centralphl.com), [www.jcl-bd.com](http://www.jcl-bd.com), [www.secbd.org](http://www.secbd.org), [www.csebd.com](http://www.csebd.com), **Central Pharmaceuticals Ltd.** and Public Reference Room of the BSEC for reading and study.

**Name and Address of the Auditor:**

<b>KAZI ZAHIR KHAN &amp; CO.</b> Chartered Accountants 674, Kakrail, Dhaka-1000. Phone: 8356107, 9349740, Fax: 880-2-9358166; E-mail: kzkc_bd@yahoo.com
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**Use of Proceeds from IPO**

Central Pharmaceuticals Ltd. will raise paid-up capital amounting to Tk. 140,000,000 through Initial Public Offering (IPO) in order to repayment of its debt to enhance profitability in the following manner:

Description	Amount in Taka
a. <b>Debt Reduction</b> Partial Project Loan (Janata Bank Ltd., Local Office, Dhaka) repayment	128,000,000
b. <b>Expenses for IPO (approx.)</b>	12,000,000
<b>Total</b>	<b>140,000,000</b>

Sd/- Munsur Ahmed Managing Director & Director	Sd/- Md. Nuruddin Jongi Chief Financial Officer	Sd/- F.A.H. Md. Yousuf Company Secretary
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**Implementation Schedule of IPO Fund**

Description	Amount in Taka	Schedule of Implementation
a. <b>Debt Reduction</b> Partial Project Loan (Janata Bank Ltd., Local Office, Dhaka) repayment	128,000,000	Within 30 days of getting of the IPO Proceeds
b. <b>Expenses for IPO (approx.)</b>	12,000,000	Within 30 days of getting of the IPO Proceeds
<b>Total</b>	<b>140,000,000</b>	

Note: As of today, the company has not made any contract with anyone in regards to utilization of this IPO fund as per rule 8B(4)(c) of Securities and Exchange Commission (Public Issue) Rules, 2006.

Sd/- Munsur Ahmed Managing Director & Director	Sd/- Md. Nuruddin Jongi Chief Financial Officer	Sd/- F.A.H. Md. Yousuf Company Secretary
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**Refund of subscription money**

As per Bangladesh SEC notification dated Feb 09, 2010 the issuer shall refund application money to the unsuccessful Applicant of the Public offer by any of the following manner based on the option given by the applicant in the application form:

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

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

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

**Abridged Version of Prospectus****CENTRAL PHARMACEUTICALS LTD.**

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Email: info@jcl.com.bd, Web: www.jcl-bd.com**Subscription for NRB applicants:****Opening date:**  
May 26, 2013**Closing date:**  
June 08, 2013**Central Pharmaceuticals Ltd.****Auditors' Report under section 135(1) and paragraph 24(1) of Part -II of Third Schedule of the Companies Act, 1994 for the period from 01 July, 2006 to 30 June, 2012**

We have examined the financial statements of Central Pharmaceuticals Ltd. for the years ended 30 June, 2012, 2011, 2010, 2009, 2008 & 2007. In pursuance of Section 135(1) under Paragraph 24(1) of Part -II of Third Schedule of the Companies Act, 1994 our report is as under:

**A. Statement of Assets and Liabilities:**

	Amount in Taka					
30-06-2012	30-06-2011	30-06-2010	30-06-2009	30-06-2008	30-06-2007	
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