



Aman Cotton Fibrous Ltd.

2 Ishakha Avenue, Sector-06, Uttara, Dhaka-1230, Bangladesh

Tel: +88 02 7911691-3, Fax: +880-2-58950510, E-mail: cs@amangroupbd.com, web: www.amancotton.com

Amount, type and offering price of the securities on a per unit and aggregate basis of securities being issued;

Public Offering of 20,833,333 ordinary shares, of these ordinary shares 60% i.e. 12,500,000 ordinary shares are reserved for Eligible Investor (EI) which includes 50% i.e. 10,416,667 ordinary shares for EI excluding Mutual Funds and CIS and 10.0% i.e. 2,083,333 ordinary shares for Mutual Funds and CIS at a cut off price of Tk. 40.00 and remaining 40% i.e. 8,333,333 ordinary shares at a discounted price of Tk. 36.00 per share for General Public including NRB total approximately Tk. 800,000,000.

Opening date of subscription: June 03, 2018

Closing date of subscription (Cut-off date): June 10, 2018

Manager to the Issue

ICB CAPITAL MANAGEMENT LIMITED

Green City Edge (5th & 6th Floor) 89, Kakrail, Dhaka-1000 Tel: +880-2-8300421, 8300395, 8300555, 8300367 Fax: +880-2-8300396, E-mail: info@icml.com.bd; Web: www.icml.com.bd

Name(s) and address(es), telephone numbers, web addresses, e-mails, fax numbers and contact persons of the issuer, issue manager and underwriter;			
Issuer Company	Contact person	Telephone, Fax Number, email & web address	
Aman Cotton Fibrous Limited 2 Ishakha Avenue, Sector-06, Uttara, Dhaka-1230, Bangladesh	Noornavi Bhuiyan, FCA Chief Financial Officer	Tel: +88 02 7911691-3, FAX: +880-2-58950510 E-mail: cs@amangroupbd.com Web: www.amancotton.com	
Manager to the Issue			
ICB Capital Management Ltd.	Contact person	Telephone, Fax Number, email & web address	
Green City Edge (5 th & 6 th Floor) 89 Kakrail, Dhaka-1000	Md. Sohel Rahman Chief Executive Officer (Additional Charge)	Tel: +880-2-8300421, 8300395, 8300555, 8300367 FAX: +880-2-8300396 E-mail: info@icml.com.bd Web: www.icml.com.bd	
Underwriters	Contact person	Telephone, Fax Number, email & web address	
ICB Capital Management Ltd. Green City Edge (5 th & 6 th Floor), 89 Kakrail, Dhaka-1000	Md. Sohel Rahman Chief Executive Officer (Additional Charge)	Tel: +880-2-8300421, 8300395, 8300555, 8300367 FAX: +880-2-8300396 E-mail: info@icml.com.bd Web: www.icml.com.bd	
Roots Investment Limited Diganto Tower, 1 st Floor 12/1, R.K. Mission Road, Motijheel, Dhaka-1203	Mohammad Sarwar Hossain Managing Director (Acting)	Tel: +880-2-7116954, +880-2-7117914 +880-2-7117972, FAX: +880-2-7119908 E-mail: info@rootsinvestment.com Web: www.rootsinvestment.com	
Prime Bank Investment Limited Peoples Insurance Bhaban (11 th Floor) 36, Dilkusha C/A, Dhaka-1000	Md. Tabarak Hossain Bhuiyan Managing Director & CEO	Tel: +88 02 9555674, 88 02 9557688 Fax: +88 02 9559257 E-mail: pbi.bd@gmail.com Web: www.pbi.com.bd	
Bengal Investments Limited Bilqis Tower (6 th Floor) Plot # 6, Road 46, Gulshan Circle 2 Dhaka-1212	M.M. Mostafa Bilal CEO & Managing Director	Tel: +880-2-8825508, FAX: +880-2-8825518 E-mail: info@bengal-investments.com Web: www.bengal-investments.com	
Lanka Bangla Investments Limited City Center, Level-24 90/1 Motijheel C/A, Dhaka –1000.	Hassan Zabeed Chowdhury Chief Executive Officer (Acting)	Tel: +88-02-9512621, 9561238 Fax: +88-02-95621107 E-mail: kayes@lankabangla-investments.com Web: www.lankabangla-investments.com	

Availability of full prospectus			
The Prospectus and Abridge version of Prospectus of Aman Cotton Fibrous Limited are available in hard and soft forms at the following addresses			
Issuer Company	Contact person	Telephone, Fax Number, email & web address	
Aman Cotton Fibrous Limited 2 Ishakha Avenue, Sector-06, Uttara, Dhaka-1230, Bangladesh	Noornavi Bhuiyan, FCA Chief Financial Officer	Tel: +88 02 7911691-3, FAX: +880-2-58950510 E-mail: cs@amangroupbd.com Web: www.amancotton.com	
Manager to the Issue			
ICB Capital Management Ltd.	Contact person	Telephone, Fax Number, email & web address	
Green City Edge (5 th & 6 th Floor) 89 Kakrail, Dhaka-1000.	Md. Sohel Rahman Chief Executive Officer (Additional Charge)	Tel: +880-2-8300421, 8300395, 8300555, 8300367 FAX: +880-2-8300396 E-mail: info@icml.com.bd Web: www.icml.com.bd	
Registrar to the Issue	Contact person	Telephone, Fax Number, email & web address	
Prime Bank Investment Limited Peoples Insurance Bhaban (11 th Floor) 36, Dilkusha C/A, Dhaka-1000	Md. Tabarak Hossain Bhuiyan Managing Director & CEO	Tel: +88 02 9555674, 88 02 9557688 Fax: +88 02 9559257 E-mail: pbi.bd@gmail.com Web: www.pbi.com.bd	
Underwriters	Contact person	Telephone, Fax Number, email & web address	
ICB Capital Management Ltd. Green City Edge (5 th & 6 th Floor) 89 Kakrail, Dhaka-1000	Md. Sohel Rahman Chief Executive Officer (Additional Charge)	Tel: +880-2-8300421, 8300395, 8300555, 8300367 FAX: +880-2-8300396 E-mail: info@icml.com.bd Web: www.icml.com.bd	
Roots Investment Limited Diganto Tower, 1 st Floor 12/1, R.K. Mission Road, Motijheel, Dhaka-1203	Mohammad Sarwar Hossain Managing Director (Acting)	Tel: +880-2-7116954, +880-2-7117914 +880-2-7117972, FAX: +880-2-7119908 E-mail: info@rootsinvestment.com Web: www.rootsinvestment.com	
Prime Bank Investment Limited Peoples Insurance Bhaban (11 th Floor) 36, Dilkusha C/A, Dhaka-1000	Md. Tabarak Hossain Bhuiyan Managing Director & CEO	Tel: +88 02 9555674, 88 02 9557688 Fax: +88 02 9559257 E-mail: pbi.bd@gmail.com Web: www.pbi.com.bd	
Bengal Investments Limited Bilqis Tower (6 th Floor) Plot # 6, Road 46, Gulshan Circle 2 Dhaka-1212	M.M. Mostafa Bilal CEO & Managing Director	Tel: +880-2-8825508, FAX: +880-2-8825518 E-mail: info@bengal-investments.com Web: www.bengal-investments.com	
Lanka Bangla Investments Limited City Center, Level-24 90/1 Motijheel C/A, Dhaka –1000.	Hassan Zabeed Chowdhury Chief Executive Officer (Acting)	Tel: +88-02-9512621, 9561238 Fax: +88-02-95621107 E-mail: kayes@lankabangla-investments.com Web: www.lankabangla-investments.com	
Stock Exchanges			
Dhaka Stock Exchange Ltd (DSE)	Contact person	Telephone, Fax Number, email & web address	
DSE Library, Research and Information Department 9/F, Motijheel C/A, Dhaka-1000.	Md. Afzalur Rahman Manager	Tel: +88 02 9564601-7, +88 02 9666944-8 Fax: +88 02 9569751 E-mail: research@dseb.org web: www.dseb.org	
Chittagong Stock Exchange Ltd (CSE)	Contact person	Telephone, Fax Number, email & web address	
CSE Building, 1080, Sk. Mujib Road, Agrabad, Chittagong -4100 Dhaka Liaison Office: Eunoo's Trade Center (Level-15) 52-53 Dilkusha C/A, Dhaka-1000.	Mohammed Jabeed Sarwar Assistant Manager	Tel: +88 031 714632-3, +88031 720871 Fax: +88 031 714101, +880-9513911-15 E-mail: jabeed@eunoo.com.bd; Web: www.cse.com.bd	

Prospectus is also available on the websites of Aman Cotton Fibrous limited (www.amancotton.com), ICB Capital Management Limited (www.icml.com.bd), BSEC (www.sec.gov.bd), DSE (www.dseb.org) and Public Reference room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and studying.

Name of the credit rating Company (If any) along with rating assigned with date of validity;			
CREDIT RATING BY: Credit Rating Agency of Bangladesh Limited (CRAB)			
CREDIT RATING STATUS			
Date of Rating: 31 Dcember 2017			
Rating		Long Term	Short Term
Validity		A2	ST-2
30 December 2018			
Names of the valuer, if any and the auditors;			
Valuer		Contact person	Telephone, Fax Number, email & web address
S.H. Khan & Co. Chartered Accountants Raz Bhaban (1 st Floor), 29, Dilkusha C/A, Dhaka-1000		Md. Shahadat Hossain Khan FCA Partner	Tel: +88 02 7162829, 7171882 FAX: +88 02 9557914 E-mail: shk_shkhan@hotmail.com
Auditor		Contact person	Telephone, Fax Number, email & web address
Mahfel Huq & Co. Chartered Accountants BGIC Tower (4 th Floor) 34, Tophkhana Road, Dhaka-1000		Md. Abu Kaiser FCA Partner	Tel: +880-2-9553143 E-mail: mahfelco@yahoo.com Web: www.mahfelhuq.com

It shall be indicated that a prospectus may be obtained from the issuer and issue manager;

"If you have any query about this document, you may consult the issuer, issue manager and underwriter"

"CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUER/OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969, AND THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUES) RULES, 2015. IT MUST BE EXTREMELY 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, MANAGING DIRECTOR, CHIEF FINANCIAL OFFICER, COMPANY SECRETARY, ISSUE MANAGER, ISSUE MANAGERS' CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR, UNDERWRITERS, AUDITOR(S) AND/OR VALUER, CREDIT RATING COMPANY (IF ANY)."

পূঁজিবাজারে বিনিয়োগ স্বীকৃতিপূর্ণ। তেজেন ও তেজেন বিনিয়োগ করুন।

"Investment in capital market involves certain degree of risks. The investors are required to read the prospectus and risk factors carefully, assess their own financial conditions and risk taking ability before making their investment decisions"

Summary of use of proceeds of the offer;			
Net proceeds from Initial Public Offering (IPO) will be used for acquisition & installation of brand new European machineries for expansion of existing project by increasing its capacity, repayment of existing long term loan and defraying the IPO expenses. The underline costs are estimated. These may vary to the implementation of the projects. Utilization of the proceeds of IPO is projected as follows:			
Use of net proceeds of the offer indicating the amount to be used for each purpose with head-wise break-up;			
Sl no.	Particulars	IPO Proceeds (Amount in BDT)	
01	Acquisition & installation of machineries	663,375,000	
02	Loan Repay	101,625,000	
03	Net proceeds	765,000,000	
04	IPO expenses (approx.)	35,000,000	
	Total Proceeds	800,000,000	

Brief corporate directory of the issuer;	
Date of Incorporation as a Private Limited Company	28 December 2005
Commercial Operation	01 November 2007
Change of Denomination from Tk. 100 to Tk. 10 per share	22 December 2011
Date of Conversion into a Public Limited Company	22 April 2012
Authorized Capital	Tk. 2,000,000,000.00
Issued, Subscribed & Paid-up Capital	Tk. 800,000,000.00
Addresses of the Registered Office	Bairagichhala, Sreepur, Gazipur, Bangladesh
Corporate Office	2 Ishakha Avenue, Sector-6, Uttara, Dhaka-1230
Factory	Bairagichhala, Sreepur, Gazipur, Bangladesh
Board of Directors	7 Directors (including Two Independent Directors)
Auditor	Mahfel Huq & Co. BGIC Tower (4 th Floor) 34/Tophkhana Road, Dhaka-1000
Valuer	S.H. Khan & Co. Chartered Accountants Raz Bhaban (1 st Floor), 29, Dilkusha C/A, Dhaka-1000 E-mail: shk_shkhan@hotmail.com
Legal Advisor	Dr. Kamal Hossain & Associate Chamber Building (2 nd Floor) 122-124 Motijheel C/A, Dhaka 1000, Bangladesh.
Tax Consultant	A. Hossain & Company Chartered Accountants Paramount Height, 65/2/1 Box Culvert Road Purana Paltan, Dhaka-1000
Managers to the Issue	ICB Capital Management Ltd. Green City Edge (5 th & 6 th Floor) 89, Kakrail, Dhaka-1000
Registrar to the Issue	Prime Bank Investment Ltd. Peoples Insurance Bhaban (11 th Floor) 36 Dilkusha C/A, Dhaka – 1000
Telephone and Fax number	PH-880-2-7911691-3, 880-2-7911016, 880-2-8962297 FAX-880-2-58950510
Website and E-mail Address	http://www.amancotton.com cs@amangroupbd.com
Compliance Officer	Krishna Kr. Sharma ACS Company Secretary
Banker for IPO	The City Bank Ltd.

Location of the project;

The Registered office and factory of the company is located at Bairagichhala, Sreepur, Gazipur, Bangladesh.

Principal products or services of the issuer

The principal product of the Company is combed & carded cotton yarn of different counts. The products are supplied to local textile industries, which are exported mostly to Europe and USA.

Names of associates, subsidiary /related and holding of Issuer Company

ACFL does not have any associate, subsidiary and holding company.

Comparative financial statements and NAV, EPS and financial ratios for the last five years or from commercial operation, which is shorter;

Auditor's Report					
In pursuance of section 135(1) under para 24(1) of part II of the Third Schedule of the Companies Act 1994 We have examined the financial statements of Aman Cotton Fibrous Limited for the year ended June 30, 2016 and 2015 Audited by Mahfel Huq & Co. Chartered Accountants and for the year ended June 30, 2014, 2013 and 2012 audited by Ahmed Zakar & Co. Chartered Accountants in pursuance of section 135(1) under para 24(1) of part II of the Third Schedule of the Companies Act 1994 and we report that: The following information has been correctly extracted from the relevant audited financial statements.					
Statement of Financial Position					
Particulars	30-Jun-16	30-Jun-15	30-Jun-14	30-Jun-13	30-Jun-12
Amount in Taka					
Non Current Assets:	1,694,546,466	1,423,180,208	1,403,827,936	1,370,367,592	858,774,747
Property, plant and equipments	1,381,113,217	1,272,133,079	1,320,515,041	1,370,367,592	856,184,245
Capital Work in Progress	313,433,249	151,047,129	83,312,895	—	—
Deferred Tax Assets	—	—	—	—	2,590,502
Current Assets:	2,390,719,882	2,448,831,433	2,320,330,269	2,038,181,862	1,836,501,610
Investment in Listed Securities	4,080,480	3,933,220	5,489,069	5,102,456	87,672,400
Inventories	958,845,202	1,006,523,507	978,635,108	989,433,514	646,719,638
Accounts Receivable and other Receivables	775,314,538	811,075,653	990,446,869	990,981,270	993,035,949
Advances, deposits & pre-payments	481,846,578	615,226,630	336,401,599	40,696,435	58,846,518
Loan to Sister Concern	129,376,835	12,072,423	9,357,824	11,968,187	50,227,105
Cash & cash equivalents	41,256,249	—	—	—	—
Total Assets	4,085,266,348	3,872,011,641	3,724,158,205	3,408,549,454	2,695,276,357
Financed By:					
Shareholders' Equity :	2,850,201,690	2,551,343,162	2,295,925,367	2,000,418,254	1,473,955,883
Share capital -paid up	800,000,000	800,000,000	800,000,000	800,000,000	100,000,000
Retained earnings	1,786,949,775	1,516,190,498	1,259,477,202	963,002,733	558,936,438
Available for sale (AFS) Reserve	(2,130,323)	(2,262,857)	(967,356)	—	—
Tax holiday reserve	—	—	—	—	515,019,445
Revaluation Surplus	265,382,238	237,415,521	237,415,521	237,415,521	—
Non Current Liabilities:	180,854,123	157,971,915	184,503,634	262,338,138	269,884,262
Long term Borrowings- Net of Current Maturity	83,771,435	73,314,994	107,730,056	196,002,265	269,884,262
Deferred Tax Liability	87,082,688	84,656,921	76,773,578	66,335,873	—
Current Liabilities & Provisions:	1,084,210,535	1,162,696,566	1,243,729,204	1,145,793,062	951,436,213
Short term Borrowings	903,116,174	918,432,430	987,464,257	924,762,809	788,394,912
Long Term Borrowing- Current Maturity	59,799,522	77,198,235	113,439,082	110,739,082	94,728,248
Accounts Payable	3,570,685	3,026,385	5,033,814	6,870,379	9,050,369
Liabilities for expenses & Others	39,077,004	28,388,427	29,613,967	28,019,943	23,721,491
Provision for Taxation	78,647,169	135,651,089	108,178,084	75,400,849	35,543,193
Total Liabilities & Shareholders Equity	4,085,266,348	3,872,011,641	3,724,158,205	3,408,549,454	2,695,276,357
NAV per share with revaluation	35.63	31.89	28.68	25.01	147.40
NAV per share without revaluation	32.31	28.92	25.72	22.04	147.40

Statement of Profit or Loss and Other Comprehensive Income					
Particulars	Amount in Taka				
	30-Jun-16	30-Jun-15	30-Jun-14	30-Jun-13	30-Jun-12
		*Restated	*Restated		
Sales	1,694,452,484	1,709,964,382	1,970,153,083	1,973,611,382	2,008,632,031
Cost of Goods Sold	(1,260,904,822)	(1,277,876,133)	(1,476,265,229)	(1,479,412,627)	(1,507,741,072)
A. Gross profit	433,547,662	432,088,249	493,887,854	494,198,755	500,890,959
Administrative expenses	(25,597,344)	(23,665,546)	(21,331,851)	(17,174,152)	(22,049,382)
Selling and distribution expenses	(15,780,854)	(22,051,817)	(23,062,094)	(10,094,099)	(9,973,750)
B. Operating expenses	(41,378,198)	(45,717,363)	(44,393,945)	(27,268,251)	(32,023,132)
C. Operating profit/(loss) (A-B)	392,169,464	386,370,886	449,493,909	466,930,504	468,867,827
Financial Expenses	(60,511,204)	(78,027,512)	(82,160,265)	(81,951,103)	(113,511,419)
Profit before Other Income	331,658,260	308,343,374	367,333,644	384,979,401	355,356,408
Add-Non-operating income	3,763,007	8,674,461	1,255,809	(11,334,062)	—
D. Net profit before tax and provision of WPPF	335,421,267	317,017,835	368,589,453	373,645,339	355,356,408
E. Provision for expenses	(15,972,441)	(15,096,087)	(17,551,879)	(17,802,159)	(16,921,734)
Contribution to WPPF	(15,972,441)	(15,096,087)	(17,551,879)	(17,802,159)	(16,921,734)
F. Net profit before tax (D-E)	319,448,826	301,921,747	351,037,574	356,043,180	338,434,674
Current tax	(38,311,791)	(37,073,679)	(44,234,658)	(39,857,656)	(35,543,193)
Deferred tax income/(Expenses)	(10,377,758)	(8,134,772)	(10,420,578)	(27,029,518)	2,590,502
Net profit after tax	270,759,277	256,713,297	296,365,313	289,156,006	305,481,982
Other comprehensive income	28,099,251	(1,295,501)	(858,199)	237,306,364	(7,250,645)
Gain on revaluation	—	—	—	279,312,378	—
Unrealized gain/(loss) on securities available for sale	147,260	(1,546,930)	(858,199)	(109,157)	7,250,645
Related Tax	(14,726)	251,429	—	—	—
Tax on Revaluation Reserve	27,966,717	—	—	(41,896,857)	—
Total comprehensive income	298,858,528	255,417,795	295,507,113	526,462,371	298,231,337
Basic Earning per share	3.38	3.21	3.69	3.61	30.55
Basic Earning per share (restated)	3.38	3.21	3.70	3.61	38.52
Diluted Earnings Per Share	3.38	3.21	3.70	3.61	3.82