

**Certificate on  
Status Report on Utilization of Proceeds  
From Initial Public Offering (IPO) of  
The Peninsula Chittagong Limited  
For the Month of December 2018**



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Status Report on Utilization of Proceeds from Initial Public Offering (IPO) of  
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We have been engaged by The Peninsula Chittagong Limited (the "Company") to certify whether the Company has complied with the conditions of Initial Public Offering (IPO) in relation to the utilization of proceeds from Public Offering as required by Bangladesh Securities and Exchange Commission (BSEC) vide its consent letter (ref: SEC/CI/IPO-205/2012-140 dated February 19, 2014) issued for IPO under section 2CC of the Securities and Exchange Ordinance 1969.

**The Company's Responsibilities**

The Company management is responsible for utilizing the proceeds from IPO and preparation of Status Report on utilization of Proceeds from Public Offering in accordance with the conditions of IPO consent letter issued by BSEC.

**Our Responsibilities**

Our responsibility is to examine all the relevant documents in connection with the utilization of proceeds from IPO with reference to the Terms of Reference formulated by BSEC and certify whether the proceeds have been utilized and the Status Report have been prepared in accordance with the conditions of IPO consent letter.

**We report that:**

We have examined relevant documents, obtained information and explanations which to the best of our knowledge and belief were necessary for the purpose of verification and certification of the Status Report. As per Terms of Reference of audit of Status Report, we certify that:

- a) The company has utilized an amount of Taka 781,072,836 till 31 December 2018 for the purpose as specified in the prospectus and as per the decision of shareholders in the Extraordinary General Meeting (EGM) held on 30 October 2018 out of total IPO proceeds of Taka 1,650,000,000. Balance IPO proceeds amounting to Taka 868,927,164 remain unutilized on the reporting date.
- b) IPO proceeds are being utilized in line with the conditions of the BSEC's consent /approval letter for the Initial Public Offering and revised implementation schedule as approved by the shareholders in the EGM held on 30 October 2018.
- c) The company has utilized the proceeds from Initial Public Offering within the time schedule and purposes as specified in the prospectus and in line with the revised implementation schedule as approved by shareholders in the EGM held on 30 October 2018. We also report that:



Solution....Begins



- i. Unutilized IPO proceeds under proposed utilization of the Extension of the Peninsula Chittagong Limited and IPO expenses amounting to Taka 70,000,000 and Taka 18,672,246 respectively have been utilized for the purposes of short-term bank loan repayment by virtue of a decision taken in the EGM of shareholders held on 02 April 2015.
  - ii. The estimate for Construction of Peninsula Airport Garden has been revised at an estimated cost of Taka 1,160,526,766 showing a surplus of Taka 250,000,000 in the original estimate. The shareholders in the EGM held on 04 December 2016 approved payment of bank loan to the tune of Taka 250,000,000 out of IPO Proceeds.
  - iii. Out of Taka 1,410,526,766 earmarked for the construction of Peninsula Airport Garden, an amount of Taka 250,000,000 was utilized to repay the loan as approved in the EGM held on 04 December 2016 and Taka 6,555,000 was utilized for the purpose of acquisition of land during December 2016. Out of the remaining balance of Taka 868,927,164 an amount of Taka 870,000,000 has been kept in Five (05) FDR accounts and Taka 1,072,836 Bank overdraft is lying with Eastern Bank Limited A/c No. 0011360813331.
  - iv. Implementation time for construction of Peninsula Airport Garden has been extended up to 31.12.2021 instead of 30.06.2016 by obtaining approval from general shareholders in their meetings held on 02 April 2015, 04 December 2016 and 30 October 2018.
  - v. Interest on FDR up to 31 December 2018 stood at Taka 426,472,038 and un-utilized IPO proceeds along with interest income stood at Taka 1,295,399,202.
  - vi. In addition to the IPO fund Tk. 1,160,526,766 to be utilized for Construction of Peninsula Airport Garden, an amount of Tk. 919,473,234 has been approved by general shareholders in their EGM held on 30 October 2018 to spend for the same. This additional amount will be funded by bank loan and other sources.
- d) Utilization of IPO proceeds was accurate and made for the purpose of the company as mentioned in the prospectus and revised implementation schedule as approved by the shareholders in the EGMs held on 02 April 2015, 04 December 2016 & 30 October 2018.
  - e) Assets have been procured/imported/constructed maintaining proper/required procedure as well as at a reasonable price.
  - f) Verification of all necessary documents/papers/vouchers has been made in support of utilization of IPO proceeds making reconciliation with bank statements.

Chattogram, 06 January 2019

  
**Rahman Mostafa Alam & Co.**  
Chartered Accountants



**Report on Utilization of IPO Proceeds for the month of December 2018**

Name of the Company  
Amount (BDT) of Capital Raised Through IPO  
Date of Close of Subscription  
Proceeds Receiving Date  
Last Date of Full Utilization of Fund as per Prospectus

: The Peninsula Chittagong Limited  
: Tk. 1,650,000,000  
: 12 April 2014  
: 12 April 2014  
: Within 26 Months and 18 days of obtaining IPO proceeds i.e. 30 June 2016 (Subsequently extended upto 31.12.21)

*(All the figures are in BDT)*

SL.	Purpose Mentioned in the Prospectus	Time line as per prospectus	Revised time line	Amount as per prospectus	Amount as per revised utilization plan	Status of Utilization			Remarks		
						Utilized in December 2018	Total utilized amount	Utilized %		Total unutilized amount	Unutilized %
1	Extension of The Peninsula Chittagong	30.05.14	-	70,000,000	-	-	-	-	-	Proposed utilization has been amended to utilize for the purpose of repayment of short term bank loan.	
2	Construction of Peninsula Airport Garden (Annexure-"B")	30.06.16	31.12.21	1,410,526,766	1,160,526,766	9,240,762	301,518,282	25.98%	859,008,484	74.02%	Revised Utilization plan has been approved by shareholders in EGM held on 30.10.18
3	Repayment of Long Term Loan	When Applicable	-	132,973,234	132,973,234	-	132,973,234	100%	-	-	This amount has been utilized as per prospectus.
4	Repayment of Short Term Bank Loan	-	-	-	338,672,246	-	338,672,246	100%	-	-	The amount has been fully utilized as per revised utilization plan.
5	IPO Expenses	When Applicable	-	36,500,000	17,827,754	-	7,909,074	44%	9,918,680	55.64%	
<b>Total</b>						<b>9,240,762</b>	<b>781,072,836</b>		<b>868,927,164</b>		Refer to Annexure

Current Interest rate  
Interest on IPO/IPO/RI proceeds (upto December '18)  
Unutilized IPO/RI/RI proceeds with interest income

9.25%  
426,472,038  
1,295,399,202

Chairman

Director

Company Secretary

Chattogram, 06 January 2019

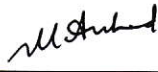


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For the Month of December 2018**

	<u>Amount</u>
	<u>Taka</u>
<b>Bank Balance as on 30 November 2018 was made up as follows:</b>	
FDR No-012324300012995 in The Premier Bank Ltd.	100,000,000
FDR No-012324300012996 in The Premier Bank Ltd.	50,000,000
FDR No-012324300013217 in The Premier Bank Ltd.	500,000,000
FDR No-012324300013218 in The Premier Bank Ltd.	200,000,000
FDR No-012324300013645 in The Premier Bank Ltd.	20,000,000
Balance at Eastern Bank Limited, A/C No-0011360813331	(1,072,836)
<b>Total balance in Bank Accounts for IPO proceeds</b>	<b>868,927,164</b>
	<u>Amount</u>
	<u>Taka</u>
<b>Reconciliation between unutilized balance and bank balance:</b>	
Balance at Eastern Bank Limited, A/C No-0011360813331	(1,072,836)
<b>Add:</b>	
Exchange loss on IPO subscription in Foreign Currencies	(41,928)
Bank charges and others etc.	(79,539)
Amount refundable to IPO applicants	6,373,542
Interest credited (net of tax)	2,679,506
	<b>8,931,581</b>
<b>Balance as per Bank statement (Eastern Bank Limited, A/C No-813331)</b>	<b>7,858,745</b>



Chairman




Director



Company Secretary

Chattogram, 06 January 2019

  
**Rahman Mostafa Alam & Co**  
Chartered Accountants



Construction of Peninsula Airport Garden

Annexure - "B"

Purpose Mentioned in the Prospectus/Revised	Time line as per prospectus	Revised time line	Amount as per prospectus	Amount as per last revised utilization plan	Status of Utilization			Utilization Time Line	
					Utilized in December 2018 Taka	Total utilized amount	Utilized %		
Land Lease			396,450,000	6,555,000	-	6,555,000	100.00%	0.00%	By April 2017
Land Development & registration			23,500,000						
Civil Works			180,000,000	513,971,766	9,061,504	220,917,809	42.98%	57.02%	By November 2021
Machineries, equipments and Vehicle			276,000,000	204,300,000	179,258	6,918,236	3.39%	96.61%	By November 2021
Interior Decoration, Furniture and Fixtures			284,000,000	184,600,000	-	-	0.00%	100.00%	By November 2021
Parking			33,000,000	33,000,000	-	31,333,361	94.95%	5.05%	By December 2021
Kitchen, Crokeries and cullianies			50,000,000	43,900,000	-	24,992,875	56.93%	43.07%	By December 2021
Laundry			26,000,000	30,000,000	-	10,177,868	33.93%	66.07%	By December 2021
Restaurant and Bar		31.12.21	65,000,000	35,000,000	-	-	0.00%	100.00%	By December 2021
Health Club and SPA			25,000,000	25,000,000	-	-	0.00%	100.00%	By December 2021
Swimming Pool			13,200,000	28,500,000	-	-	0.00%	100.00%	By December 2021
Lift & Generator			38,376,766	55,700,000	-	623,133	1.12%	98.88%	By December 2021
<b>Construction of Peninsula Airport Garden</b>	<b>30.06.16</b>	<b>31.12.21</b>	<b>1,410,526,766</b>	<b>1,160,526,766</b>	<b>9,240,762</b>	<b>301,518,282</b>	<b>25.98%</b>	<b>74.02%</b>	<b>By December 2021</b>

  
Chairman

  
Director

Company Secretary



Chattoogram, 06 January 2019