

Ref: ANL/Share/BSEC/2018/38

April 12, 2018

The Chairman

Bangladesh Securities and Exchange Commission
Plot # E-6/C, Agargaon
Sher-e-Bangla Nagar
Dhaka-1207, Bangladesh.

Subject: **Utilization of IPO Proceeds of aamra networks limited.**

Dear Sir,

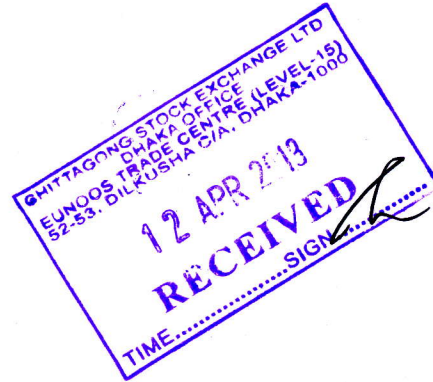
Refer to letter No. BSEC/CI/IPO-248/2015/325 dated July 10, 2017 regarding Initial Public Offerings (IPO) of aamra networks limited, We are pleased to submit Reports on IPO Proceeds along with auditor's report for the month of March 2018 for your kind perusal.

Thinking for your kind co-operation.

Best Regards,

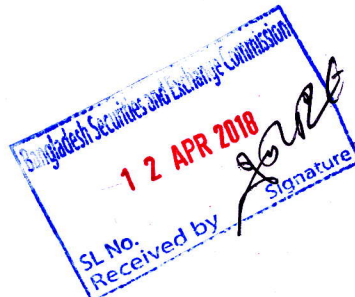


Md. Anamul Haque
Chief Financial Officer



Copy to:

1. Chief Regulatory Officer, Dhaka Stock Exchange Limited.
2. Chief Regulatory Officer, Chittagong Stock Exchange Limited.



Certificate on
Status Report on Utilization of Proceeds
from Public Offering of aamra networks
limited for the month of March 31, 2018

We have been engaged by aamra networks limited 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) under Section 2CC of the Securities and Exchange Ordinance 1969.

The Company's Responsibilities

Those charged with governance and management of the Company are responsible for utilizing the proceeds from IPO in accordance with the terms and conditions of IPO and preparation of Status Report on Utilization of Proceeds from Public Offering in accordance with the Bangladesh Securities and Exchange Commission (BSEC) Rules 1987, conditions laid down in clauses 2,3,5 and 6 of Part-C of the consent letter # BSEC/CI/IPO-248/2015/325 dated July 10,2017 and other applicable rules and regulations.

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 and clauses 3 and 4 of Part-C of the consent letter # BSEC/CI/IPO-248/2015/325 dated July 10, 2017 and other applicable rules and regulations.

Conclusion

We have examined relevant documents and obtained information and explanations which to the best of our knowledge and belief were necessary for the purpose of verification and certification of the annexed status report on utilization of IPO proceeds.

As per Terms of Reference, we draw attention to the following matters:

1. The Company has utilized Taka 28,731,525 which was 96.73% of the budgeted amount up to March 31, 2018 for the purpose of IPO expenses as specified in the prospectus.
2. The Company has utilized Taka 185,921,482 which was 100% of the budgeted amount up to March 31, 2018 for the purpose of loan repayment as specified in the prospectus.
3. The Company has utilized Taka 123,008,341 which was 79.53% of the budgeted amount up to March 31, 2018 for the purpose of BMRE for infrastructure development as specified in the prospectus.
4. The Company has utilized Taka 106,082,857 which was 89.90% of the budgeted amount up to March 31, 2018 for the purpose of data center setup as specified in the prospectus.
5. The Company has utilized Taka 64,144,596 which was 86.44% of the budgeted amount up to March 31, 2018 for the purpose of Wi-Fi Hotspot setup in different locations as specified in the prospectus.



কে. এম. হাসান এন্ড কোং
K. M. HASAN & CO.
Chartered Accountants

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We also state that referred to above:

- a) IPO proceeds have been utilized for the purposes as specified in the prospectus;
- b) IPO proceeds have been utilized in line with the conditions as stipulated in the BSEC's consent letter for the IPO;
- c) Utilization of IPO proceeds is being under completion within the time frame as specified in the prospectus;
- d) Utilization of IPO proceeds is accurate for the purposes of the company as mentioned in the prospectus;
- e) The annexed audited status report on IPO Proceeds Utilization has been made on verification of all necessary documents/papers/vouchers in support of utilization of IPO proceeds making reconciliation with bank statement as submitted by the management of the company for the purpose.

Place: Dhaka, Bangladesh.
Dated: 11 April 2018


K. M. HASAN & CO.
Chartered Accountant



Report on Utilization of Initial Public Offering (IPO) Proceeds

For the month of March 31, 2018

Name of the company : aamra networks limited
Amount (BDT) of Capital Raised Through IPO : Tk. 562,500,000
Date of Close of Subscription : August 16, 2017
Proceeds Receiving Date : September 26, 2017
Last Date of Full Utilization of Fund as per Prospectus : Within 12 Months of receiving IPO fund

Sl. No.	Purpose Mentioned in the Prospectus	Time line as per prospectus	Amount as per prospectus (BDT)	Status of Utilization			Remarks
				Total Utilized Amount (BDT)	Utilized (%)	Total Un-utilized Amount (BDT)	
1	IPO Expenses	As soon as	29,704,173	28,731,525	96.73%	972,648	3.27%
2	Loan repayment	30 days	185,921,482	185,921,482	100.00%	-	0.00%
3	BMRE for infrastructure Development	12 Months	154,667,531	123,008,341	79.53%	31,659,190	20.47%
4	Data Center Setup	12 Months	118,002,406	106,082,857	89.90%	11,919,549	10.10%
5	Wi-Fi Hotspot setup in different locations	12 Months	74,204,408	64,144,596	86.44%	10,059,812	13.56%
Total			562,500,000	507,888,801		54,611,199	

Percentage:

Interest income of IPO proceeds: 0.00%
Un-utilized IPO proceeds: 9.71%

Note:

- Actual application was received almost 18.07 Times.
- During the month a Pay Order for Tk. 31,965,419 has been issued from IPO Bank account for payment of BMRE for infrastructure Development Equipment purchases.
- IPO proceeds have been utilized for the purposes/heads as specified in the prospectus and in line with the condition of the Commission's consent letter.
- Assets have been procured/imported/constructed maintaining proper procedure as well as at reasonable price and proper reconciliation made with Bank Statement.

Chairman

Managing Director & CEO

Chief Financial Officer

K. M. HASAN & CO.
Chartered Accountants

Place: Dhaka
Dated: 11 April 2018