

**Certificate on
Status Report on Utilization of Proceeds
From Initial Public Offering (IPO) of
The Peninsula Chittagong Limited
For the Month of July 2022**



Solution....Begins

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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 1,202,163,478 till 31 July 2022 for the purpose as specified in the prospectus and as per the decision of shareholders in the Extraordinary General Meeting (EGM) held on 14 December 2020 out of total IPO proceeds of Taka 1,650,000,000. Balance IPO proceeds amounting to Taka 447,836,522 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 9th EGM held on 23 June 2022.
- 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 9th EGM held on 23 June 2022. We also report that:
 - 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.

D.

- ii. The estimate for Construction of Peninsula Airport Garden has been revised at an estimated cost of Taka 1,170,445,446 showing a surplus of Taka 240,081,320 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 447,836,522 an amount of Taka 450,000,000 has been kept in eighteen (18) FDR accounts, Taka 2,192,840 (credit balance) bank balance is lying with Eastern Bank Limited A/c No. 0011360813331 and Taka 29,362 bank balance is lying with The Premier Bank Limited A/c No. 012313100000768.
 - iv. Implementation time for construction of Peninsula Airport Garden has been extended up to 31.12.2023 instead of 30.06.2022 by obtaining approval from general shareholders in their meetings held on 02 April 2015, 04 December 2016, 30 October 2018, 14 December 2020 & 23 June, 2022.
 - v. Interest on FDR up to 31 July 2022 stood at Taka 605,090,942 and un-utilized IPO proceeds along with interest income stood at Taka 1,052,927,464.
 - vi. In addition to the IPO fund Tk. 1,170,445,446 to be utilized for Construction of Peninsula Airport Garden, an amount of Tk. 1,250,558,794 has been approved by general shareholders in their 8th EGM held on 14 December 2020 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, 14 December 2020 & 23 June 2022.
 - 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.

Firm's Name : **Rahman Mostafa Alam & Co.**
Chartered Accountants

Signature :



Auditor's Name : **Arafat Kamal FCA (1184)**

Date : August 10, 2022

Place : Chattogram

Report on Utilization of IPO Proceeds for the month of July 2022

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 July 2016 (Subsequently extended upto 31.12.2023)

(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 July 2022	Total utilized amount	Utilized (%)		Total unutilized amount	Unutilized (%)
1	Extension of The Peninsula Chittagong	30.05.2014	-	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")	30.06.2016	31.12.2023	1,410,526,766	1,170,445,446	9,111,285	722,608,924	61.74%	447,836,522	38.26%	Revised Utilization plan has been approved by shareholders in EGM held on 23.06.2022
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	7,909,074	-	7,909,074	100%	-	0.00%	The amount has been fully utilized as per revised utilization plan.
Total						9,111,285	1,202,163,478		447,836,522		Refer to Annexure

Current Interest rate
Interest on IPO/RPO/RI proceeds (upto July-2022)
Unutilized IPO/RPO/RI proceed with interest income

6.00%
605,090,942
1,052,927,464

Musafa Ghosh

Managing Director

Rahman

Director

Company Secretary

Chattogram, 10 August 2022

Rahman Mostafa Alam & Co.
Chartered Accountants

Rahman

Arafat Kamal FCA (1184)



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For the Month of July 2022**

	<u>Amount</u> <u>Taka</u>
Bank Balance as on 31 July 2022 was made up as follows:	
FDR No-012327100012995 in The Premier Bank Ltd.	100,000,000
FDR No-012327100012996 in The Premier Bank Ltd.	50,000,000
FDR No-012323100000107 in The Premier Bank Ltd.	50,000,000
FDR No-012327100013900 in The Premier Bank Ltd.	20,000,000
FDR No-012327100013911 in The Premier Bank Ltd.	10,000,000
FDR No-012327100013915 in The Premier Bank Ltd.	10,000,000
FDR No-012327100013916 in The Premier Bank Ltd.	10,000,000
FDR No-012327100013917 in The Premier Bank Ltd.	10,000,000
FDR No-012327100013918 in The Premier Bank Ltd.	10,000,000
FDR No-012327500001822 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001823 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001824 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001825 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001826 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001827 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001828 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001829 in The Premier Bank Ltd.	20,000,000
FDR No-012327500001830 in The Premier Bank Ltd.	20,000,000
Balance at The Premier Bank Limited, A/C -012313100000768	29,362
Balance at Eastern Bank Limited, A/C No-0011360813331	(2,192,840)
Total balance in Bank Accounts for IPO proceeds	447,836,522

	<u>Amount</u> <u>Taka</u>
Reconciliation between unutilized balance and bank balance:	
Balance at Eastern Bank Limited, A/C No-0011360813331	(2,192,840)
Add:	
Exchange loss on IPO subscription in Foreign Currencies	(41,928)
Bank Charge and others etc.	(133,686)
Interest credited (net of tax)	4,187,730
	4,012,117
Balance as per Bank statement (Eastern Bank Limited, A/C No-813331)	1,819,277



Managing Director



Director



Company Secretary

Chattogram, 10 August 2022

Rahman Mostafa Alam & Co.
Chartered Accountants



Arafat Kamal FCA (1184)



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	Utilized in July 2022 Taka	Status of Utilization			Utilization Time Line	
						Total utilized amount	Utilized (%)	Total unutilized amount		
Land Lease			396,450,000	6,555,000		6,555,000	100.00%	-	0.00%	By April 2017
Land Development & Registration			23,500,000	684,088,507	7,581,131	607,733,488	88.84%	76,355,019	11.16%	By December 2023
Civil Works			180,000,000	7,839,630	-	7,839,630	100.00%	-	0.00%	By December 2023
Machineries, Equipments and Vehicle			276,000,000	127,133,101	-	22,915,875	18.03%	104,217,226	81.97%	By December 2023
Interior Decoration, Furniture and Fixtures			284,000,000	31,333,361	-	31,333,361	100.00%	-	0.00%	By December 2023
Parking	30.06.2016	31.12.2023	33,000,000	24,992,875	-	24,992,875	100.00%	-	0.00%	By December 2023
Kitchen, Crockeries and Cutleries			50,000,000	10,177,868	-	10,177,868	100.00%	-	0.00%	By December 2023
Laundry			26,000,000	-	-	-	0.00%	-	0.00%	By December 2023
Restaurant and Bar			65,000,000	-	-	-	0.00%	-	0.00%	By December 2023
Health Club and SPA			25,000,000	-	-	-	0.00%	-	0.00%	By December 2023
Swimming Pool			13,200,000	-	-	-	0.00%	-	0.00%	By December 2023
Lift & Generator and Utility			38,376,766	47,123,133	274,113	897,246	1.90%	46,225,887	98.10%	By December 2023
Sanitary and Plumbing Work				52,571,032	961,654	6,450,225	12.27%	46,120,807	87.73%	By December 2023
Electric Work				28,630,939	294,387	3,713,356	12.97%	24,917,583	87.03%	By December 2023
Air Condition Work				120,000,000	-	-	0.00%	120,000,000	100.00%	By December 2023
Fire Fighting				30,000,000	-	-	0.00%	30,000,000	100.00%	By December 2023
Construction of Peninsula Airport Garden	30.06.2016	31.12.2023	1,410,526,766	1,170,445,446	9,111,285	722,608,924	61.74%	447,836,522	38.26%	By December 2023

Muhsin Shabir
Managing Director

Rahman Mostafa Alam
Director

Arafat Kamal FCA
Company Secretary

Chattoogram, 10 August 2022

Rahman Mostafa Alam & Co.
Chartered Accountants

Arafat Kamal FCA
Arafat Kamal FCA (1184)

