

A member firm of



**Auditors' Report on IPO Proceeds Utilization
OF
REGENT TEXTILE MILLS LIMITED
For the period ended March 31, 2019**

**KHAN WAHAB SHAFIQUE RAHMAN & CO.
CHARTERED ACCOUNTANTS**

HEAD OFFICE:

7, RAJUK AVENUE (5TH FLOOR)
RUPALI BIMA BHABAN, MOTIJHEEL,
DHAKA -1000, BANGLADESH.
PHONE: 9551821, 9551663, 9565136
E-mail: kwsr@dhaka.net

BRANCH OFFICE:

FARUK CHAMBER (9th FLOOR)
1403, SK Mujib Road
AGRABAD C/A, Double Mooring,
CHATTOGRAM.
PHONE: 2520056
E-mail: kwsretg@gmail.com

Dhaka Office:

Rupali Bina Bhaban (5th & 6th Floor),
7, Rajuk Avenue, Motijheel,
Dhaka-1000, Bangladesh
Tel : 9555136, 9551663, 9551821
Fax : 880-02-9551821,
E-mail : kwsr@dhaka.net
Web : www.kwsrbd.com



Chattogram Office:

Faruk Chamber (9th Floor),
1403, SK Mujib Road,
Agrabad C/A, Double Mooring,
Chattogram, Bangladesh
Cell : +88-01715429860
Tel : 031-2520056
E-mail : kwsrctg@gmail.com

**Auditors' Report
On
IPO Proceeds Utilization**

We have reviewed the annexed statements of Initial Public Offering (IPO) proceeds utilization of **Regent Textile Mills Limited** as on 31st March, 2019.

Management is responsible for preparation and fair presentation of IPO Proceeds Utilization as well as proper utilization of proceeds of IPO as per terms and conditions of Bangladesh Securities and Exchange Commission's (BSEC) Consent letter no. BSEC/CI/IPO-232/2014/443 dated September 13, 2015 and preparation of IPO proceeds utilization statements fairly.

Based on our review, we hereby certify that, except as stated in the following paragraph (a) the statements of Initial Public Offering (IPO) proceeds utilization of **Regent Textile Mills Limited** gives a true and fair view of IPO proceeds utilization in accordance with the terms and conditions of BSEC's said Consent letter.

(a) As specified in the prospectus, estimated date and extended dates of implementation of the projects from the date of receiving IPO was as follows:

Implementation of project	BMRE Project	New RMG Project
Original date	19 th December, 2016 as per prospectus	10 th June, 2017 as per prospectus
1st Extended date	Up to 31 st October, 2017 in 21 st AGM dated 27.11.2016	Up to 31 st December, 2017 in 21 st AGM dated 27.11.2016
2nd Extended date	Up to 31 st October, 2018 in 142 th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017	Up to 31 st October, 2018 in 142 th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017
Further Extended date (3rd time)	Up to 30 June, 2019 in 148 th Board meeting dated 03.11.2018 also Vetted / approved in EGM dated 27.12.2018	Up to 30 June, 2019 in 148 th Board meeting dated 03.11.2018 also Vetted / approved in EGM dated 27.12.2018

For above time extensions, consent/approval letter from BSEC /DSE/CSE is yet to be received as informed to us.

(b) The Compliance status of conditions of BSEC's Letter No. BSEC/CI/IPO-232/2014/443 dated September 13, 2015 is enclosed herewith at **Annexure-C** with this report.

Dated: April 9, 2019
Chattogram

Khan Wahab Shafique Rahman & Co.
Chartered Accountants

Regent Textile Mills Limited
IPO Proceeds Utilization Report
As on March 31, 2019

Date of subscription	Amount of subscription		Purpose of amount as per IPO Prospectus	Estimated Project Cost		Estimated time of completion (As Per Prospectus)	Investment/Expenses so far made			Investment/Expenses yet to be made		Remarks
	Shares in BDT	Debtenture		Item	Amount		Purpose	Amount	%	Amount	%	
				1. Balancing, Modernization, Rehabilitation and Expansion (BMRE)	824,679,520	30th October, 2018 but subsequently extended upto 30 June, 2019 as per resolution of 148th Board Meeting dated 03.11.2018 also Vetted/approved in EGM dated 27.12.2018	BMRE	750,444,055	91	74,235,465	9	
Opening: October 14, 2015	1,250,000,000	-	1. Capital Investments	2. New RMG Project	398,503,962	31st December, 2018 but subsequently extended upto 30 June, 2019 as per resolution of 148th Board Meeting dated 03.11.2018 also Vetted/approved in dated 27.12.2018	New RMG Project	19,296,382	5	379,267,580	95	
Closing: October 25, 2015				IPO Expenses	26,816,518		IPO Expenses	25,217,966	94	1,598,552	6	
Sub total	1,250,000,000	-			1,250,000,000			794,898,403	64	455,101,597	36	
Interest Income	318,084,378	-			-			-	-	-	-	
Fluctuation gain	1,354,530	-			-			-	-	-	-	
Total	1,569,438,908	-			1,250,000,000			794,898,403	64	455,101,597	36	

Chief Financial Officer

Director



Managing Director

Regent Textile Mills Limited
Statement of IPO Proceeds Utilization
As on March 31, 2019

Particulars	Taka	Taka
A. IPO Proceeds Received		1,250,000,000
B. IPO Proceeds Utilization:		
i. Balancing, Modernization, Rehabilitation and Expansion (BMRE)	750,444,055	
ii. New RMG Project	19,236,382	
iii. IPO Processing Expenses:		
Consent Fees of BSEC	1,875,000	
Underwriter Commission	3,750,000	
Data Transmission Fee of DSE & CSE	400,000	
Listing Fees of DSE & CSE	4,640,000	
Lottery Conducting Expense	838,793	
Prospectus Printing Expense	446,980	
Post issue management fee	8,572,044	
Issue management fee	2,000,000	
CDBL Fees and Security Deposit	886,000	
RJSC Filing Fees	7,400	
Fees for Credit Rating Report	75,000	
Auditors' Certification Fees	100,000	
Stationeries and Others	970,749	
Advertisement Expense	646,000	
Prospectus Submission Fees to BSEC	10,000	
	25,217,966	
Total IPO Proceeds Utilization (i+ii+iii)		794,898,403
Balance available (A-B)		455,101,597



Chief Financial Officer



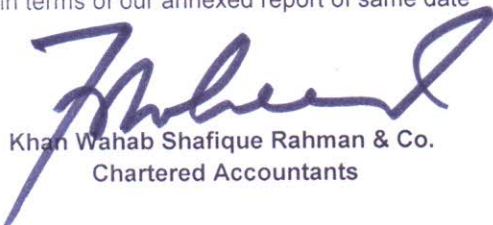
Director



Managing Director

Signed in terms of our annexed report of same date

Dated: April 9, 2019
Chattogram


Khan Wahab Shafique Rahman & Co.
Chartered Accountants



Regent Textile Mills Limited
IPO Proceeds Utilization

Statements of Receipts & Payments
For the period ended March 31, 2019

Particulars	Notes	Amount in Taka
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Receipts:

IPO Fund		1,250,000,000
Fluctuation Gain on realization of foreign currency	Annex-A	1,354,530

Interest income on IPO Fund:

Interest on Bank Deposit	1	12,408,256
Interest on FDR	2	305,676,122
		318,084,378

Total		1,569,438,908
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Payments:

Expenditure of Share issue	3	25,217,966
New RMG Project	4	19,236,382
BMRE	5	750,444,055
Bank Charges	6	33,078,760
		827,977,163

Closing Balance:

FDR Account	7	741,397,571
Bank Deposit	8	64,174
		741,461,745

Total		1,569,438,908
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Regent Textile Mills Limited
IPO Fund Utilization
Notes to the Receipts & Payments Statements
For the period ended March 31, 2019

	Amount in Taka
1 Interest on Bank Deposit	
Interest received upto 31st December, 2015	6,620,165
Interest received from NRB Bank Ltd.	5,788,091
	12,408,256
2 Interest received on FDR:	
Haji Finance Limited	37,104,229
LankaBangla Finance Limited	53,471,903
Meghna Bank Limited	8,000,000
The Premier Bank Limited	37,114,988
Realiance Finance Limited	12,804,953
First Security Islami Bank Ltd.	121,875
Shahjalal Islami Bank Ltd.	62,281,510
Midas Financing Ltd.	29,753,251
CAPM Venture Capital & Finance Ltd.	2,125,000
SBAC Bank Ltd.	62,898,413
	305,676,122
3 Expenditure of Share issue	
Consent Fees of BSEC	1,875,000
Underwriter Commission (Sub Note - 3.1)	3,750,000
Data Transmission Fee of DSE & CSE	400,000
Listing Fees of DSE & CSE	4,640,000
Lottery Conducting Expense	838,793
Prospectus Printing Expense	446,980
Post issue management fee	8,572,044
Issue management fee	2,000,000
CDBL Fees and Security Deposit	886,000
RJSC Filing Fees	7,400
Fees for Credit Rating Report	75,000
Auditors' Certification Fees	100,000
Stationeries and Others	970,749
Advertisement Expense	646,000
Prospectus Submission Fees to BSEC	10,000
	25,217,966
3.1 Underwriter Commission:	
First Security Islami Capital & Investment Ltd	150,000
EBL Investment Ltd	150,000
LankaBangla Investments Limited	3,000,000
First Security Service Ltd	150,000
Citizen Security & Investment Ltd	150,000
GSP Investment Ltd	150,000
	3,750,000
4 New RMG Project	
Cost of Sewing Machine	19,236,382
	19,236,382
5 BMRE	
Gas Line Installation	24,089,506
Pre-Fabricated Steel Structure	19,639,585
Cost of Machineries	706,714,964
	750,444,055



Amount in Taka

6 Bank Charges

Bank charges upto 28th February, 2019	32,001,842
Bank Charges in March 2019	-
Tax Deducted at Source from Current Account Interest	-
Tax Deducted at Source from FDR Interest	1,076,918
	33,078,760

7 FDR Account

Opening Balance as 01.03.2019	731,705,314
Add: Interest Received on FDR	10,769,175
Add: Investment during the month	-
	742,474,489
Less: Encashment during the period	-
Less: Tax Deducted at Source from FDR Interest	(1,076,918)
Less: Excise Duty	-
	741,397,571

Details have been shown in **Annexure - B.**

8 Bank Deposit

BRAC Bank Ltd. Agrabad Branch	24,784
A/C No: 1101202834712001	
NRB Bank Ltd. Chittagong Main Branch	39,390
A/C No: 2012050019413	
	64,174

9 Disclosure related to time extension of IPO Proceeds:

The details implementation of the projects from the date of receiving IPO is as follows-

Implementation of project	BMRE Project	New RMG Project
Original date	19th December, 2016 as per prospectus	10th June, 2017 as per prospectus
1st Extended date	Up to 31st October, 2017 in 21st AGM dated 27.11.2016	Up to 31st December, 2017 in 21st AGM dated 27.11.2016
2nd Extended date	Up to 31st October, 2018 in 142th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017	Up to 31st October, 2018 in 142th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017
Further Extended date (3rd time)	Up to 30 June, 2019 in 148th Board meeting dated 03.11.2018 also Vetted/ approved in EGM dated 27.12.2018	Up to 30 June, 2019 in 148th Board meeting dated 03.11.2018 also Vetted/approved in EGM dated 27.12.2018

Amount in Foreign currency

10 Unclaimed Subscription:

BRAC Bank Ltd. Agrabad Branch	
A/C No: FC A/C EURO - 1101202834712003	€ 0.00
BRAC Bank Ltd. Agrabad Branch	
A/C No: FC A/C GB Pound - 1101202834712004	GBP 41.78
BRAC Bank Ltd. Agrabad Branch	
A/C No: FC A/C USD - 1101202834712002	\$1,855.79



Regent Textile Mills Limited
IPO Proceeds Utilization
For the period ended March 31, 2019

Calculation of Fluctuation Gain/Loss from foreign currency

Annexure - A

Particular	No. of Applications Alloted	Price per Application in FC	Amount of Foreign Currency	Currency Exchange Rate (Tk.)	BDT
Dollar					
Amount realized	24926	\$ 64.60	\$ 1,610,219.60	78.2500	125,999,683.70
Amount as per subscription rate	24926	\$ 64.60	\$ 1,610,219.60	77.4000	124,630,997.04
Gain					1,368,686.66
Pound					
Amount realized	43	£ 41.78	£ 1,796.54	114.5534027	205,799.77
Amount as per subscription rate	43	£ 41.78	£ 1,796.54	119.6855	215,019.79
Loss					(9,220.02)
EURO					
Amount realized	31	€ 57.46	€ 1,781.26	84.2530	150,076.50
Amount as per subscription rate	31	€ 57.46	€ 1,781.26	87.0247	155,013.62
Loss					(4,937.12)
Total Gain/Loss					1,354,530

Since the foreign currency amount was converted and realized on 20th December, 2015 therefore, the conversion rate was taken as quoted on that date of Sonali Bank Ltd.



Regent Textile Mills Limited
Schedule of Fixed Deposit Receipts (FDR)
For the period ended March 31, 2019

Annexure - B												
Sl. No.	Opening Date	Bank or Institution's Name	Branch Name	A/C No.	FDR No.	Opening Balance as on 01.03.19	Interest During the period	TDS/VAT/ Excise duty	Encashment during the period (Taka)	Total Balance (Taka)	New Investment/ Renewed (Taka)	Balance on 31.03.19 (Taka)
1	25.01.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003652	0044568/36/18	276,048,264	-	-	-	276,048,264	276,048,264	276,048,264
2	28.01.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003689	0044573/41/18	108,239,025	-	-	-	108,239,025	108,239,025	108,239,025
3	04.02.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003698	0044579/47/18	54,107,013	-	-	-	54,107,013	54,107,013	54,107,013
4	08.02.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003714	0044586/54/18	54,107,013	-	-	-	54,107,013	54,107,013	54,107,013
5	01.03.2018	SBAC Bank Ltd.	Agrabad Branch	000424300321	0044625/93/18	52,000,000	2,341,125	234,113	-	54,107,013	54,107,013	54,107,013
6	08.03.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003830	0044628/96/18	41,608,000	1,872,900	187,290	-	43,293,610	43,293,610	43,293,610
7	11.03.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003849	0044631/99/18	52,000,000	2,341,125	234,113	-	54,107,013	54,107,013	54,107,013
8	15.03.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003858	0044635/103/18	57,202,500	2,575,238	257,524	-	59,520,214	59,520,214	59,520,214
9	22.03.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003867	0044637/105/18	26,000,500	1,170,563	117,056	-	27,054,006	27,054,006	27,054,006
10	28.03.2018	SBAC Bank Ltd.	Agrabad Branch	0004243003876	0044646/114/18	10,393,000	468,225	46,823	-	10,814,403	10,814,403	10,814,403
Total						731,705,314	10,769,175	1,076,918	-	741,397,571	741,397,571	741,397,571



Regent Textile Mills Limited
IPO Proceeds Utilization
For the period ended March 31, 2019

Compliance Report for Bangladesh Securities and Exchange Commission (BSEC)

Annexure - C

In addition to our audit report, we also herewith confirm and report specially on the following points in terms of reference TOR issued by Bangladesh Securities and Exchange Commission according to the decision of the 524th Meeting held on August 12, 2014. This compliance report is made on the basis of our examination of the books and records of the Regent Textile Mills Limited.

Our reports on the specific points, as mentioned in aforesaid TOR are outlined as under:

TOR - 6(a)

Whether IPO/RPO/Right Issue proceeds have been utilized for the purpose/heads as specified in the prospectus/rights share offer document;

Compliance

The IPO proceeds utilized, have been utilized for the purposes specified in the prospectus.

TOR - 6(b)

Whether IPO/RPO/Right Issue proceeds have been utilized in the line with the conditions (Conditions No. may be specified) of the commission's consent/approval letter for the IPO/RPO/Rights Issue;

Compliance

Nothing has come to our knowledge which indicates that the IPO proceeds have not been utilized beyond the conditions specified in BSEC's issued consent letter (letter no. BSEC/CI/IPO-232/2014/443 dated September 13, 2015) for the IPO.

TOR - 6(c)

Whether utilization of IPO/RPO/Right Issue proceeds have been completed within the time schedule/implementation schedule as specified in the prospectus/rights share offer document;

Compliance

Estimated date of implementation of the projects from the date of receiving IPO was as follows-

Implementation of project	BMRE Project	New RMG Project
Original date	19th December, 2016 as per prospectus	10th June, 2017 as per prospectus
1st Extended date	Up to 31st October, 2017 in 21st AGM dated 27.11.2016	Up to 31st December, 2017 in 21st AGM dated 27.11.2016
2nd Extended date	Up to 31st October, 2018 in 142th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017	Up to 31st October, 2018 in 142th Board meeting dated 31.10.2017 also Vetted / approved in EGM dated 21.12.2017



Further Extended date (3rd time)	Up to 30 June, 2019 in 148th Board meeting dated 03.11.2018 also Vetted approved in EGM dated 27.12.2018	Up to 30 June, 2019 in 148th Board meeting dated 03.11.2018 also Vetted approved in EGM dated 27.12.2018
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For above time extensions, consent / approval letter from BSEC / DSE / CSE is yet to be received as informed to us.

TOR - 6(d)

Whether utilization of IPO/RPO/Right Issue proceeds is accurate and is for the purpose of the company as mentioned/specified in the prospectus/rights share offer document.

Compliance

As evident from supporting documents, utilization of IPO proceeds so far made was accurate and also for the purposes specified in the IPO prospectus.

TOR - 6(e)

The auditors should also confirm that: (1) assets have been procured/imported/constructed maintaining proper/required procedure as well as at a reasonable price; and (2) auditors report has been made on verification of all necessary documents/papers/vouchers in support of utilization of IPO/RPO/Rights Issue proceeds making reconciliation with Bank Statement.

Compliance

- (1) Based on our verification we confirm that Gas Line installation, Pre-Fabricated Steel Structure and L.C opening for machinery for BMRE project has been done and few assets for New RMG project have been imported maintaining proper procedure till date which has been shown in the report.
- (2) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof that utilization of IPO Proceeds as mentioned in the "Statement of IPO Proceeds Utilization" was found by supporting documents/papers or evidence making reconciliation with Bank Statement.

Dated: April 9, 2019
Chattogram


Khan Wahab Shafique Rahman & Co.
Chartered Accountants

