



AUDITORS' REPORT
On IPO Proceeds Utilization

We have audited the annexed Statement of Initial Public Offering (IPO) Proceeds Utilization of **Queen South Textile Mills Ltd.** as on May 31, 2019.

Management's Responsibility for the IPO Proceeds Utilization

Management is responsible for the preparation and fair presentation of this IPO Proceeds Utilization Statement and its related documents in accordance with Bangladesh Securities and Exchange Commission (BSEC) guidelines.

Auditor's Responsibility

Our responsibility is to express an independent opinion on this Initial Public Offering (IPO) Proceeds Utilization Statement based on our audit. We conducted our audit in accordance with International Standards on Auditing (ISA) and Bangladesh Securities and Exchange Commission (BSEC) guidelines.

We believe that the audit evidence we have obtained as provided by the management of the company is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our Opinion, the Statement of Initial Public Offering (IPO) Proceeds Utilization prepared in accordance with Bangladesh Securities and Exchange Commission (BSEC) guidelines presents fairly in all material respects, of the statement as on 31 May 2019 and complies with the prospectus and revised IPO Utilization plan as approved by the shareholders in the 16th AGM held on 27th December 2018.

We draw attention to the following matters,

1. The Company has utilized a total amount of Tk. 69,371,787 from IPO proceeds as described in the prospectus and revised IPO Utilization plan as approved by the shareholders in respect of Acquisition & installation of machineries for Tk. 50,027,871 against L/C payment; Repayment of short term bank loan for Tk. 6,343,916 against L/C Payment and IPO Expenses for Tk. 13,000,000.
2. During the month, The Company has utilized Tk. 32,197,559 for the purpose of Acquisition & Installation of Machineries for modernization of existing factory. The Company had opened a Letter of Credit (L/C No. DPCDA0963204) under sales contract (S/C No. JM1127-002/18) with HSBC Bank of total L/C value of \$ 616,359 for procuring machineries during April, 2019. During this month the company has paid USD 382,303 for the purpose of settlement of L/C No. DPCDA0963204 from HSBC Bank (A/C No. 050-002120-005) and adjusted Tk. 32,197,559 equivalent to USD 382,303 from IPO proceeds and balance amount USD 234,056 (USD 616,359 - USD 382,303) has been adjusted from Company's own source against the said L/C. The Company has made transactions from another account (A/C No.050-002120-005) held at HSBC Bank.
3. The Company has encashed two Fixed Deposit Receipts (FDR) of Tk. 120,729,133 with Premier Bank Limited, Gulshan Branch, (FDR A/C NO. 010224300052606 & 0102 24300052679) as per bank certificate No. Premier/Gulshan/GB/2019/0348 dated June 11, 2019 during month of May 2019 and deposited Tk. 120,729,133 into company's current account (A/C No. 0102 11100015599) instead of IPO account (A/C No. 2148315001062) and also opened a new Fixed Deposit Receipt of Tk. 88,531,550 (FDR No. 102 24300052935).
4. The Time Frame for utilization of IPO Proceeds has been extended up to 31st October 2019 and approved by the Shareholders on the 16th Annual General Meeting held on December 27, 2018. The revised IPO Utilization plan is yet to be approved by the Bangladesh Securities and Exchange Commission (BSEC).

We also state that referred to above:

- a) IPO proceeds have been utilized for the purposes as specified in the prospectus and revised IPO Utilization plan;
- 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 and revised IPO Utilization plan as approved in the 16th AGM held on 27th December 2018;
- d) Utilization of IPO proceeds is accurate for the purposes of the company as mentioned in the prospectus;
- e) The annexed audited Statement of IPO Proceeds Utilization has been made upon verification of all necessary documents/papers/vouchers in support of utilization of IPO Proceeds making reconciliation with the Bank statement as submitted by the management of the company for the purpose.

Place: Dhaka;
Date: June 12, 2019.


Ahmed Zaker & Co.
Chartered Accountants

Report on Utilization of IPO Proceeds

for the month of 31 May, 2019

: Queen South Textile Mills Ltd.

: Tk. 150,000,000

: January 15, 2018

: January 25, 2018

: Within 31st October 2019 Following the approval in the 16th AGM

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

SL	Purpose Mentioned in the Prospectus	Time line as per prospectus	Revised time line (Up to 31st October 2019)	Amount as per Prospectus	Utilized Amount		Total Un-utilized Amount	Un-utilized (%)	Remarks
					This month	Total Utilized Amount			
a)	Construction of Automatic warehouse System	Within 12 months of receiving IPO fund	Up to 31st October 2019 as approved in the 16th AGM held on 27th December 2018	74,644,050	-	-	74,644,050	100.00%	
b)	Acquisition & Installation of Machineries for modernization of existing factory	Within 12 months of receiving IPO fund	-	56,012,034	32,197,559	50,027,871	5,984,163	89.32%	10.68%
c)	Repayment of short term bank loan	Within 3 months of receiving IPO fund	-	6,343,916	-	6,343,916	-	100.00%	0.00%
d)	IPO Expenses	As and when required	-	13,000,000	-	13,000,000	-	100.00%	0.00%
Total				150,000,000	32,197,559	69,371,787	80,628,213		

Net Interest on IPO Proceeds

Un-Utilized IPO Proceeds

Total Un-Utilized IPO Proceeds with Interest Income

Percentage:

Interest on IPO Proceeds: 5.47%

Un-Utilized IPO Proceeds with Interest Income: 59.22%

Notes:

- During the month, The company has utilized Tk. 32,197,559 for the purpose of Acquisition & Installation of Machineries for modernization of existing factory. The Company has opened a Letter of Credit (L/C No. DPCDA0963204) under sales contract (S/C No. JM1127-002/18) with HSBC Bank of total L/C value of \$ 616,359 for procuring machineries during April, 2019. During this month the company has paid USD 382,303 for the purpose of settlement of L/C No. DPCDA0963204 from HSBC Bank (A/C No. 050-002120-005) and adjusted Tk. 32,197,559 equivalent to USD 382,303 from IPO proceeds and balance amount USD 234,056 (USD 616,359 - USD 382,303) has been adjusted from Company's own source against the said L/C. The Company has made transactions from its another account (A/C No. 050-002120-005) held at HSBC Bank.
- The Company has encashed two Fixed Deposit Receipts (FDR) of Tk.120,729,133 with Premier Bank Limited, Gulshan Branch, (FDR A/C NO. 010224300052606 & 0102 24300052679) as per bank certificate No. Premier/Gulshan/GB/2019/0348 dated June 11, 2019 during month of May 2019 and deposited Tk. 120,729,133 into company's current account (A/C No. 0102 11100015599) instead of IPO account (A/C No. 2148315001062) and also opened a new Fixed Deposit Receipt of Tk. 88,531,550 (FDR No. 102 24300052935).
- The Company has got permission from BEPZA (Bangladesh Export Processing Zones Authority) Dated: November. 13, 2018 for Construction of Automatic warehouse system and has started the construction work on February, 2019.
- The Time Frame for utilization of IPO Proceeds has been extended up to 31st October 2019 and approved by the Shareholders on the 16th Annual General Meeting held on December 27, 2018. The revised IPO Utilization plan is yet to be approved by the Bangladesh Securities and Exchange Commission (BSEC).

Chief Financial Officer

Goutam Chandra Roy

Chief Financial Officer

Queen South Textile Mills Ltd.

Company Secretary

Massum Rana

Company Secretary

Queen South Textile Mills Ltd.

CEO

Liang Chin Hsien

Chief Executive Officer

Queen South Textile Mills LTD

Ahmed Zaker & Co.

Chartered Accountants