

January 22, 2019

The Chairman, Bangladesh Securities and Exchange Commission
The Managing Director, Dhaka Stock Exchange Limited
The Managing Director, Chittagong Stock Exchange Limited
The President, Bangladesh Merchant Bankers Association
All TREC Holders of Dhaka Stock Exchange Limited
All TREC Holders of Chittagong Stock Exchange Limited
All Merchant Banks

Subject: IPO Application Process for Runner Automobiles Limited.

Dear Sir,

Please accept our sincere thanks for participating in new IPO application process of Runner Automobiles Limited. To complete the IPO application process successfully, you are requested to sincerely follow the steps as mentioned in Part-B (Page No. 4 to 7) of Bangladesh Securities and Exchange Commission's Consent Letter No. (BSEC/CI/IPO-249/2015/02 dated January 03, 2019) in connection with the IPO of Runner Automobiles Limited

Please be informed that the following information and documents need to be submitted from your end **within 03 (three) working days from the subscription closing date to the respective stock exchange(s).** The subscription will be opened on January 31, 2019 and closed on February 10, 2019 and you have to submit the information and documents on or before February 13, 2019.

1. The Electronic copy of Applicants List and Formats are as follows:

a) **Summary of the Applications:**

i) The Electronic copy of Summary of the Applications:

| Name of the Stockbroker/Merchant Banker: | | | | | | |
|--|----------------------|---------------------------------|--------------|-----|-----|-----|
| Name of the Company/Fund: | | | | | | |
| Category | Number of Applicants | Number of Shares /Units applied | Total Amount | | | |
| | | | BDT | USD | GBP | EUR |
| Resident Bangladeshi (RB) | | | | | | |
| Affected Small Investors (ASI) | | | | | | |
| Non-Resident Bangladeshi (NRB) | | | | | | |
| Total | | | | | | |

ii) File name of the Summary of the Application should be in the following manner:

Security Code then underscore (_) then Summary then underscore (_) Stock Exchange (DSE or CSE)/Merchant Bank (MB) then underscore (_) then TREC Code/Merchant Banker Serial Number.pdf

For Example:

RUNNERAUTO_Summary_DSE_042.pdf (for DSE TREC Holder/Stockbroker)

RUNNERAUTO_Summary_CSE_007.pdf (for CSE TREC Holder/Stockbroker)

RUNNERAUTO_Summary_MB_004.pdf (For Merchant Banker)



b) Detailed information of applications:

i) The Electronic copy of detailed information of applications:

| | | | | | | |
|---|-----------------|-------------------------------------|-----------------------|----------|---------------------------------|-------------------------------------|
| Name of the Stockbroker/Merchant Banker: | | | | | | |
| Name of the Company/Fund: | | | | | | |
| Applicant Category: Resident Bangladeshi (RB)/Affected Small Investors (ASI)/Non-Resident Bangladeshi (NRB) | | | | | | |
| TREC Code/Merchant Bank Serial Number | DPID (5 Digits) | Customer ID (Customer Trading Code) | Name of the Applicant | BOID No. | Applicant Category (RB/ASI/NRB) | Number of shares/ Units Applied for |
| | | | | | | |

Note: In case of joint application, Name of the Applicant will be only the first applicant name, No Joint Name should be added with first applicant name (For example with the help of &/and/(jt))

ii) File name of the detailed information of the Application should be in the following manner:

Security Code then underscore (_) then Detail then underscore (_) Stock Exchange (DSE or CSE)/Merchant Bank (MB) then underscore (_) then TREC Code/Merchant Banker Serial Number.pdf

For Example:

RUNNERAUTO_Detail_DSE_042.pdf (for DSE TREC Holder/Stockbroker)

RUNNERAUTO_Detail_CSE_007.pdf (for CSE TREC Holder/Stockbroker)

RUNNERAUTO_Detail_MB_004.pdf (For Merchant Banker)

c) Applicants' List (Text format with '~' separator):

i) Electronic copy of Applicants' List (text format with tilde '~' separator) in the following format:

| TREC Code/ Merchant Bank Serial Number | DPID (5 digits) | Customer ID (Customer Trading Code) | Name of the applicant | BO ID No. | Applicant Category (RB/ASI/NRB) | Number of Shares/Units applied for | Currency (BDT/USD/ GBP/EUR) | Applied Amount | Security Code |
|---|--------------------|--|--------------------------|-----------------|------------------------------------|--|-----------------------------------|-------------------|------------------|
| | | | | | | | | | RUNNERAU TO |

For Example:

42~19000~8053~SANJARI SHARMIN~1201900004437926~RB~100~BDT~6700.00~ RUNNERAUTO

42~19000~8056~FATEMA BEGUM~1201900004437949~NRB~100~USD~80.53 ~ RUNNERAUTO

ii) File name of the Electronic copy of Applicants' List should be in the following manner:

Security Code then underscore (_) then Stock Exchange (DSE or CSE)/Merchant Bank (MB) then underscore (_) then TREC Code/Merchant Banker Serial Number.txt

For Example:

RUNNERAUTO_DSE_042.txt (for DSE TREC Holder/Stockbroker)

RUNNERAUTO_CSE_007.txt (for CSE TREC Holder/Stockbroker)

RUNNERAUTO_MB_004.txt (For Merchant Banker)



04. How to find out the lottery result:

Firstly see your Stock Exchange(s)/Merchant Banker code then see your TREC code/Merchant Banker Serial Number then see your Trading code or Costumer ID.

For an example of Runner Automobiles Limited

01-007-000035768 (For DSE TREC holder/Stockbroker)

02-007-000000546 (For CSE TREC holder/Stockbroker)

03-007-001002367 (For Merchant Banker)

➤ **TREC Code means your Stock Exchanges TREC Holder Number.**

➤ **Merchant Banker Serial Number will be found on Dhaka Stock Exchange website.**

06. Contact Person:

| Name of the Person | Name of the Company | Contact Number | E-mail |
|----------------------------------|----------------------------|----------------|------------------------|
| Mr. Muhammad Nazrul Islam FCA | Runner Automobiles Limited | 02-8870160 | nazrul@runnerbd.com |
| Mr. Md. Mizanur Rahman | Runner Automobiles Limited | 02-8870160 | mizan@runnerbd.com |
| Mr. Md. Moniruzzaman, CFA | IDLC Investments Limited | 01730328813 | mzaman@idlc.com |
| Mr. Rubayet-E-Ferdous | IDLC Investments Limited | 01713019451 | rubayet@idlc.com |
| Mr. Mahmud-Ur-Rashid | IDLC Investments Limited | 01730738360 | mahmud@idlc.com |
| Mr. Md. Golam Faruk | Satcom IT Limited | 01619397706 | mdgolamfaruk@gmail.com |
| Mr. Bishwajit Sutradhar (Bisu) | Satcom IT Limited | 01616597631 | bisu.jhumu@gmail.com |

This is for your kind information and necessary action.

Thanking you,

Yours sincerely,


Md. Mozammel Hossain
Vice Chairman
Runner Automobiles Limited


Md. Moniruzzaman, CFA
Managing Director
IDLC Investments Limited

Enclosures:

1. Bangladesh Securities and Exchange Commission's Consent Letter for Runner Automobiles Ltd (BSEC/CI/IPO-249/2015/02 dated January 03, 2019).
2. Foreign Currency Rate.

**Non-Resident Bangladeshi (NRB)
applicants এর জন্য বিশেষ নির্দেশিকা**

গ্রাহক নাম্বার (Customer's ID/Trading Code) FDD and Bank Certificate (FC Account) এর সামনের (Front Side) অংশের উপরে ফাঁকা স্থানের মধ্যে পেন্সিল (যাহার কালি মুছে ফেলা যায়) দিয়ে নিম্নলিখিত নমুনা অনুসারে লিখতে হবেঃ

DSE/CSE/MB-TREC Code/Merchant Banker Serial Number-Customer ID/Trading Code
উদাহরণ স্বরূপঃ DSE-007-000032/CSE-007-002563/MB-009-0032635

"Stock Broker/Merchant Banker গণ FDD and Bank Certificate (FC Account) এর সামনের (Front Side) অংশের উপরে পেন্সিল দিয়ে গ্রাহক তথ্য লেখা ছাড়া কোন FDD and Bank Certificate (FC Account) গ্রহণ না করার জন্য বিশেষভাবে অনুরোধ করা যাচ্ছে।"

FDD and Bank Certificate (FC Account) এর সামনের (Front Side) অংশের উপর পেন্সিল (Pencil) ব্যতীত অন্য কোন কিছু যেমন কলম দ্বারা লেখা অথবা কোন ধরনের সিল (Seal) না মারার জন্য অনুরোধ করা হলো।"

Original Bank Certificate (FC Account) ছাড়া Stock Broker and Merchant Banker গণকে কোন Non Resident Bangladeshi (NRB) Application গ্রহণ না করার জন্য অনুরোধ করা হলো।

And send it to the following addresses (**By Hand Only**):

| Dhaka Stock Exchange Limited (DSE) | Chittagong Stock Exchange Limited (CSE) | |
|--|--|---|
| | Dhaka Office | Chittagong Office |
| Swantex Bhaban (7th Floor), 9/I, Motijheel C/A, Dhaka - 1000 | Eunoos Centre, 15 th Floor, 52-53 Dilkusha, Dhaka | CSE Building, 1080 Sk. Mujib Road Agrabad, Chittagong |

03. Service charge & withdrawal charge:

- The applicant shall pay service charge Tk.5.00 (Taka Five) per application at the time of submitting application (As per clause 24, part-B of Bangladesh Securities and Exchange Commission's Consent Letter No. (BSEC/CI/IPO-249/2015/02 dated January 03, 2019).
- The Stockbroker/ Merchant Banker can recover the withdrawal charges, if any, from the applicants up to an amount of Tk.5.00 (Taka Five) per withdrawal (As per clause 18, part-B of Bangladesh Securities and Exchange Commission's Consent Letter No. (BSEC/CI/IPO-249/2015/02 dated January 03, 2019).



d) Draft's (FDD'S) List (submitted by Non-Resident Bangladesh (NRB) Applicants)::

i) Electronic copy of draft's (FDD's) Submitted by the Non-Resident Bangladeshi (NRB) applicants:

| TREC Code/ M. Bank Sl # | DPID | Customer ID (Customer Trading Code) | Applicants Name | BO ID No. | Applicant Category (NRB) | Currency (BDT/USD/GBP/EUR) | Amount | Draft No. | Bank Name | Branch Name | Date (dd/mm/yyyy) | Security Code | Remarks |
|-------------------------------|------|--|-----------------|-----------|--------------------------|----------------------------|--------|-----------|-----------|-------------|-------------------|---------------|---------|
| | | | | | | | | | | | | RUNNERAUTO | |

For Example:

42~19000~8056~FATEMA BEGUM~1201900004437949~NRB~USD~80.53~ 1011599~SONALI BANK LTD~WAGE
EARNER'S CORPORATE~06/01/2019~RUNNERAUTO

ii) File name of the Electronic copy of draft's (FDD's) Submitted by the Non-Resident Bangladeshi (NRB) should be in the following manner:

Security Code then underscore (_) then Stock Exchange (DSE or CSE)/Merchant Bank (MB) then underscore (_) then NRB then underscore (_) then TREC Code/Merchant Banker Serial Number.txt

Example for Non-Resident Bangladeshi (NRB):

RUNNERAUTO_DSE_NRB_042.txt (for DSE TREC Holder/Stockbroker)

RUNNERAUTO_CSE_NRB_007.txt (for CSE TREC Holder/Stockbroker)

RUNNERAUTO_MB_NRB_004.txt (For Merchant Banker)

2. Bank Certificate

- a) The Stockbroker/Merchant Banker shall deposit the amount (other than NRB Applicants) in the **"Public Issue Application Account"** maintained with its bank within the first banking hour of next working day of the subscription closing date, instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard. The Stockbroker/Merchant Banker shall send the original certificate(s) issued by its banker to their respective stock exchange(s).

b) For Foreign Currency Account: The Stockbroker/Merchant Banker shall send the original bank certificate(s) issued by the Non-Resident Bangladeshi (NRB) applicant's banker (where applicant's maintained their Foreign Currency Account) to their respective stock exchange(s).

3. The amount of subscription money of the successful applicants (Allottee) is required to be remitted from Stockbroker/Merchant Banker **within 01 (one) working day on the date of receiving lottery information and documents from the respective Stock exchange(s) in the following way:**

- a) On the next working day of receiving the documents from Stock exchange(s), the Stockbroker/Merchant Banker shall request its banker to release the amount blocked earlier and remit the aggregate amount of successful applicants (**other than NRB**) and fine amount to the following 'Escrow' account of Runner Automobiles Limited:



02. Receiving center of Applicant's Information & Documents from the Stockbroker/Merchant Banker:

The Stockbroker/Merchant Banker should submit the following information and documents within 03 (three) working days from the subscription closing date (on or before February 13, 2019) send it to the respective Stock Exchanges(s).

The Electronic copy information will be as follows:

- Summary of the Applications (pdf format) by IPO Data transmission system,
- Detailed information of applications (pdf format) by IPO Data transmission system,
- Applicants' List (text format with tilde '~' separator) by IPO Data transmission system,
- The report (list) of the drafts submitted by the Non-Resident Bangladeshi (NRB) and Foreign applicants by IPO Data transmission system.

The Hard copy documents will be as follows:

- The original Bank Certificate issued by its banker (Other than FC Account),
- Original Drafts (FDD's) submitted by the Non-Resident Bangladeshi (NRB) applicants along with the list containing the draft information (format mention in the above 1(d)).

Note: Customer ID/Trading Code should be written on the front side (where blank space is available) of the draft with the following format:

DSE/CSE/MB-TREC Code/Merchant Banker Serial Number-Customer ID.

For Example: DSE-007-000032/CSE-007-002563/MB-009-002365

- Original Bank Certificates (from FC Account) submitted by the Non-Resident Bangladeshi (NRB) applicants.

Note: Customer ID/Trading Code should be written on the front side (where blank space is available) of the certificate with the following format:

DSE/CSE/MB-TREC Code/Merchant Banker Serial Number-Customer ID.

For Example: DSE-007-000032/CSE-007-002563/MB-009-002365

Note: NRB refund warrant will be distribute as per the following tentative date and time

| Satcom IT Limited | | |
|--|---|-----------------|
| | Date | Time |
| 9/G, Motijheel C/A (2 nd Floor), Dhaka - 1000 | 12 th and 13 th March, 2019 | 10:00 am to 5pm |



Fund Name : Runner Automobiles Limited
 Account Number : 1501200130463002
 Account Number For BEFTN : 0200130463002 (13 Digits A/C Number)
 Routing Number : 060261726
 Bank Name : BRAC Bank Limited
 Branch Name : Gulshan Branch

- b) On the next working day, the Stockbroker/Merchant Banker shall unblock the customer accounts; inform the successful applicants about allotment and the unsuccessful applicants about releasing their blocked amounts.
- c) The Stockbroker/Merchant Banker shall provide the Runner Automobiles Ltd with a statement of the remittance amount (other than NRB and Foreign).
- d) The Stockbroker/Merchant Banker can recover the withdrawal charges, if any, from the applicants up to an amount of Tk.5.00 (five) per withdrawal.

4. Stock Exchange will provide you the following information and documents, which will be received from Issuer Company:

a) The Electronic copy of Applicants' List (text format with tilde '~' separator) in the following manner:

| TREC Code/M. Bank SI # | DPID | Customer ID (Customer Trading Code) | Applicant s' Name | BO ID No. | Applicant Category (RB/ASI/ NRB) | Security Code | # of Shares/U nits appli ed for | Currency (BDT/US D/GBP/E UR) | Applied Amount | # of Allotted Shares | Fine Amount | Net Refund Amount | Remarks |
|------------------------|------|-------------------------------------|-------------------|-----------|----------------------------------|---------------|---------------------------------|------------------------------|----------------|----------------------|-------------|-------------------|---------|
| | | | | | | RUNNERAUTO | | | | | | | |

For Example:

42~19000~8053~SANJARI SHARMIN~1201900004437924~RB~ RUNNERAUTO~100~BDT~6700~0~1005~5695~CC10

42~19000~8056~FATEMA BEGUM~1201900004437949~ASI~ RUNNERAUTO~100~BDT~6700~100~0~0~

42~19000~8066~AMENA KHATUN~1201900004438549~NRB~ RUNNERAUTO~100~USD~80.53~100~0~0~

► Remarks CC09/CC10/CC11 means, applicant have violated BSEC Consent letter condition number 09/10/11 of Part-A

b) Allotment letter in electronic format (PDF format) with signatures.

5. All drafts submitted by NRB or Foreign Investors applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer Company by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account through banking channel within 10(ten) working days from the date of lottery.

General Information:

01. Subscription for Resident Bangladeshi (RB), Affected Small Investors (ASI), and Non-Resident Bangladeshi (NRB):

The all eligible stockbrokers and merchant bankers will directly receive subscription for Resident Bangladeshi (RB), Affected Small Investors (ASI) and Non-Resident Bangladeshi (NRB) within the following subscription period:

Subscription Opens on: January 31, 2019

Subscription Closes on: February 10, 2019



SONALI BANK LIMITED
TREASURY MANAGEMENT DIVISION-1
FRONT OFFICE
HEAD OFFICE, DHAKA

FOR USE OF THE AUTHORISED
BRANCHES OF SONALI BANK LIMITED

HO:DEALING ROOM:
CIRCULAR NO: 2019/04
DATED: 06.01.2019

EFFECTIVE DATE: 6TH JANUARY, 2019

NOTE: THE PUBLISHED RATES ARE APPLICABLE FOR ANY TRANSACTION UP TO USD 1,00,000 OR EQUIVALENT OTHER CURRENCIES. AD BRANCHES ARE ADVISED TO COLLECT ACTUAL FX RATES FROM DEALING ROOM THROUGH E-MAIL FOR ANY TRANSACTION OVER USD 1,00,000 OR EQUIVALENT OTHER CURRENCIES.

1. CROSS RATES IN ASIAN MARKET AS ON 04/01/2019

| | US\$ PER PDS 1.00 | US\$ PER EUR 1.00 | CAN \$ PER US\$ 1.00 | S FRN PER US\$ 1.00 | JAP. YEN PER US\$ 1.00 | AED PER US\$ 1.00 |
|---------|----------------------|----------------------|-------------------------|------------------------|---------------------------|----------------------|
| SELLING | 1.2733 | 1.1397 | 1.3366 | 0.9863 | 108.5200 | 3.6728 |
| BUYING | 1.2727 | 1.1393 | 1.3370 | 0.9867 | 108.5400 | 3.6735 |

2.a) SONALI BANK LTD DEALING RATES TO PUBLIC (B.TAKA FOR ONE UNIT OF FOREIGN CURRENCY)

| <u>SPOT SELLING</u> | | | <u>SPOT BUYING</u> | | |
|---------------------|----------|-------------------|--------------------|----------------------------|---------------------|
| TT/OD | B. C. | CURRENCY | TT CLEAN | O.D. SIGHT EXPORT BILLS | O. D. . TRANSFER |
| 83.9000 | 83.9500 | U.S.DOLLAR | 83.2000 | 83.0800 | 82.9300 |
| 107.0969 | 107.1608 | G.B.POUND | 105.6239 | 105.4716 | 105.2811 |
| 96.0989 | 96.1562 | EURO | 94.3158 | 94.1798 | 94.0097 |
| 63.0851 | 63.1227 | C.DOLLAR | 61.9177 | 61.8284 | 61.7168 |
| 85.2355 | 85.5417 | S. FRANC | 83.8999 | 83.7789 | 83.2074 |
| 0.7809 | 0.7813 | J.YEN | 0.7589 | 0.7578 | 0.7564 |
| 60.0692 | 60.1050 | A. DOLLAR | 58.9339 | 58.8489 | 58.7427 |
| 12.8687 | 12.8764 | DANISH KRONE | 12.6324 | 12.6142 | 12.5914 |
| 10.7307 | 10.7693 | HK. DOLLAR | 10.5665 | 10.5512 | 10.4792 |
| 9.7942 | 9.8001 | NORWEGIAN KRONE | 9.6103 | 9.5964 | 9.5791 |
| 9.3849 | 9.4186 | SWEDISH KRONA | 9.2385 | 9.2251 | 9.1622 |
| 62.0453 | 62.0822 | SINGAPORE DOLLAR | 60.8930 | 60.8051 | 60.6954 |
| 20.3966 | 20.4087 | MALAYSIAN RINGGIT | 20.0106 | 19.9818 | 19.9457 |
| 22.4822 | 22.4956 | SAUDI RIYAL | 22.0675 | 22.0357 | 21.9959 |
| 22.9578 | 22.9715 | UAE DIRHAM | 22.5355 | 22.5030 | 22.4623 |
| 278.1445 | 278.3102 | KUWAITI DINAR | 272.6297 | 272.2365 | 271.7449 |
| 23.1615 | 23.1753 | QATAR RIYAL | 22.7304 | 22.6976 | 22.6566 |
| 2.6366 | 2.6382 | THAI BAHT | 2.5870 | 2.5833 | 2.5786 |
| 12.2802 | 12.2875 | CHINESE YUAN | 12.0464 | 12.0290 | 12.0073 |

2.b) EXPORT BILL COLLECTION RATE AGAINST US\$ 1 = TK. 83.2000

2.c) USANCE EXPORT BILL BUYING RATES (B. TAKA FOR ONE UNIT OF FOREIGN CURRENCY)

| | 30 DAYS DA | 60 DAYS DA | 90 DAYS DA | 120 DAYS DA | 180 DAYS DA |
|-----|------------|------------|------------|-------------|-------------|
| USD | 82.6014 | 82.1161 | 81.6308 | 81.1454 | 80.1748 |
| GBP | 104.8640 | 104.2479 | 103.6317 | 103.0156 | 101.7833 |
| EUR | 93.6373 | 93.0871 | 92.5369 | 91.9867 | 90.8864 |

PLEASE CONTACT OUR DEALING ROOM FOR D.A.BILL BUYING RATES FOR OTHER CURRENCIES.

| 2.d) | FORWARD RATE | 1 MONTH | 2 MONTHS | 3 MONTHS | 6 MONTHS |
|---------|--------------|---------|----------|----------|----------|
| SELLING | U.S.DOLLAR | 84.3068 | 84.7097 | 85.1062 | 86.2413 |
| BUYING | U.S.DOLLAR | 83.6034 | 84.0029 | 84.3962 | 85.5218 |

2.e) PLEASE CONTACT US FOR FORWARD BOOKING : PHONE 9561434 AND 9586284

3.a) SELLING AND BUYING RATES ON CASH FOREIGN CURRENCY AND T.Cs.

| SELLING | BUYING | SELLING | BUYING |
|----------|------------------------|----------|------------------------|
| 85.1500 | U.S.DOLLAR 84.1500 | 108.1000 | G.B.POUND 104.1000 |
| 64.0000 | SING.DOLLAR 62.0000 | 273.0000 | KUWAITI DINAR 263.0000 |
| 98.1000 | EURO 94.1000 | 85.1500 | USD. T.Cs 84.1500 |
| 21.4000 | MALAY. RINGGIT 19.7000 | 105.5000 | GBP. T.Cs 101.5000 |
| 23.2000 | UAE DIRHAM 22.4000 | 22.8000 | SAUDI RIYAL 22.1000 |
| 218.0000 | OMANI RIAL 212.0000 | 221.8000 | BAHRANI DINAR 216.7500 |
| 1.2300 | INDIAN RUPEE 1.1500 | 23.4000 | QATAR RIYAL 22.5000 |
| 0.7710 | JAPANESE YEN 0.7465 | 12.7200 | CHINESE YUAN 11.9200 |

3.b) CASH SELLING AND BUYING RATES FOR ALL OTHER CURRENCIES WILL BE SAME AS T.T. & O.D. SELLING AND O.D. TRANSFER BUYING RATE RESPECTIVELY MENTIONED UNDER SRL. NO.2(a) ABOVE.

4. OTHER INFORMATION : VALUE OF ISLAMIC DINAR & SDR IS SAME

ONE SDR = US\$ 1.3907 = TK. 116.1930

BOMBAY : 04.01.2019 IRS:RBI REF.RATE US\$ 1=RS. 69.8653

MOSCOW : 04.01.2019 US\$ 1 = RUSSIAN ROUBLE 67.6486/67.6576

LONDON : 04.01.2019 6MONTH LIBOR 2.85575 12MONTH 2.96488

5. NOTIONAL RATE FOR BACK TO BACK L/C TK. = 83.2000 PER USD.

(NASIR UDDIN MAHMUD)

ASSISTANT GENERAL MANAGER
 PHONE: 9561434, 9586284

(MD. SHAMIDUZZAMAN)

DEPUTY GENERAL MANAGER
 PHONE : 9559810

DATE : 06.01.2019

VALUE OF ONE SDR & ONE USD WITH NATIONAL CURRENCIES FOR ACU MEMBER COUNTRIES AS PER IMF RATES AS ON 04.01.2019 THESE RATES ARE EFFECTIVE AS ON 6TH JANUARY, 2019

| | | | |
|------------------------|------------|------------------------|------------|
| SDR.1= US DOLLAR. | 1.3907 | USD.1= BANGLADESH TAKA | 83.5500 |
| SDR.1= BANGLADESH TAKA | 116.1930 | | |
| SDR.1= PAKISTAN RUPEE | 193.1220 | USD.1= PAKISTAN RUPEE | 138.8668 |
| SDR.1= INDIAN RUPEE | 97.1647 | USD.1= INDIAN RUPEE | 69.8675 |
| SDR.1= SRI LANKA RUPEE | 254.3360 | USD.1= SRI LANKA RUPEE | 182.8834 |
| SDR.1= NEPALESE RUPEE | 156.1940 | USD.1= NEPALESE RUPEE | 112.3132 |
| SDR.1= IRANIAN RIYAL. | 58269.3000 | USD.1= IRANIAN RIYAL. | 41899.2594 |
| SDR.1= MYANMAR KYAT. | 8.9283 | USD.1= MYANMAR KYAT. | 6.4200 |

INTEREST RATE(%) :-1.NFCD

| (VALID FROM 01.01.2019 TO 15.01.2019) | 1 MONTH | 3 MONTH | 6 MONTH | 12 MONTH |
|---|---------|---------|---------|----------|
| USD: | 2.25 | 2.56 | 2.63 | 2.76 |
| GBP: | 0.48 | 0.66 | 0.78 | 0.92 |
| EUR: | 0.00 | 0.00 | 0.00 | 0.00 |

2.FCAD


(VALID FROM 01.01.2019 TO 15.01.2019) USD: 2.20

3. FCAP

(VALID FROM 01.01.2019 TO 15.01.2019) GBP: 0.43

4. FCAE

(VALID FROM 01.01.2019 TO 15.01.2019) EUR: 0.00


(NASIR UDDIN MAHMUD)
ASSISTANT GENERAL MANAGER


(MD. SHAHIDUZZAMAN)
DEPUTY GENERAL MANAGER



BANGLADESH SECURITIES AND EXCHANGE COMMISSION

Securities Commission Bhavan, E-6/C Agargaon, Sher-e-Bangla Nagar Administrative Area, Dhaka-1207, Bangladesh.

BSEC/CI/IPO-249/2015/ 02

Date : January 03, 2019

Managing Director
Runner Automobiles Limited
138/1, Tejgaon I/A, Tejgaon
Dhaka - 1208

Issue Manager:
Managing Director
IDLC Investments Limited
DR Tower (4th Floor)
65/2/2 Bir Protik Gazi Golam Dostogir Road
Dhaka - 1000

Registrar to the Issue:
Chief Executive Officer
LankaBangla Investments Limited
City Centre, Level 24, 90/1, Motijheel, Dhaka-1000.

Subject: Consent for raising of capital through Initial Public Offer (IPO) and issuance of prospectus by Runner Automobiles Limited.

This refers to your application dated 27.10.2016 and subsequent applications and correspondences concerning the above subject, which contains, among others, an authenticated draft prospectus, 'Due Diligence Certificates' and the audited Financial Statements of the issuer company as of 30th June 2017 along with the Auditor's Report thereon by the company's auditor, namely, Hoda Vasi Chowdhury & Co, Chartered Accountants.

The Commission hereby accords its consent under section 2A, Sub-sections (2)(a) and (2)(b), read with section 2B of the Securities and Exchange Ordinance, 1969 and the Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, based on all the above documents and information provided to the Commission, to issue 1,39,30,348 ordinary shares, from which 60% i.e. 83,33,333 ordinary shares are reserved for Eligible Investors (EIs) at cut-off price of Tk. 75.00 and remaining 40% i.e. 55,97,015 ordinary shares at a 10% discounted from the cut-off price of Tk. 67.00 per share for General Public including NRB and Others totaling Tk. 100,00,00,000.00 (approx.) under the Book-building method through publication of the prospectus of Runner Automobiles Limited (hereinafter referred to as 'issuer' or 'company'), subject to the following conditions imposed under section-2CC of the said Ordinance, as mentioned under Part-A, B, C and D namely:-

PART-A

1. The Company shall go for Initial Public Offer (IPO) for 1,39,30,348 ordinary shares, from which 60% i.e. 83,33,333 ordinary shares are reserved for Eligible Investors (EIs) at cut-off price of Tk. 75.00 and remaining 40% i.e. 55,97,015 ordinary shares at a 10% discounted from the cut-off price of Tk. 67.00 per share for General Public including NRB and Others totaling Tk. 100,00,00,000.00 (Taka one hundred crore only) approximately following, the Securities and Exchange Ordinance, 1969, the Bangladesh



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Securities and Exchange Commission (Public Issue) Rules, 2015, the Depository Act, 1999 and rules made there under.

2. The abridged version of the prospectus, as approved by the Commission, shall be published by the issuer in 4 (Four) national daily newspapers (two in Bangla and two in English), within **02 (two) working days** of issuance of this consent letter. The issuer shall post the full prospectus, vetted by Commission, in the issuer's website and shall also put on the websites of the Commission, stock exchanges, and the issue manager, within **3 (three) working days** from the date of issuance of this letter and shall remain posted till the closure of the subscription list. The issuer shall submit to the Commission, the stock exchanges and the issue manager a diskette containing the text of the vetted prospectus in "MS -Word" format.
3. The company shall submit **40 (Forty)** copies of the printed prospectus to the Commission for official record within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper.
4. The issuer company and the issue manager shall ensure transmission of the prospectus and its abridged version for NRBs through email to the Bangladesh Embassies and Missions abroad within **5 (Five) working days** from the date of publication of the abridged version of the prospectus in the newspaper. A compliance report shall be submitted in this respect to the Commission jointly by the issuer and the Issue Manager within **02 (Two) working days** from the date of said transmission of the prospectus.
5. The following declaration shall be made by the company in the prospectus, namely: -

"Declaration about Listing of Shares with the stock exchange (s):

None of the stock exchange(s), if for any reason, grants listing within **75 (Seventy Five) days** from the closure of subscription, any allotment in terms of this prospectus shall be void and the company shall refund the subscription money within **15 (Fifteen) days** from the date of refusal for listing by the stock exchanges, or from the date of expiry of the said **75 (Seventy Five) days**, as the case may be.

In case of non-refund of the subscription money within the aforesaid **15 (Fifteen) days**, the Directors of the company, in addition to the issuer company, shall be collectively and severally liable for refund of the subscription money, with interest at the rate of **2% (two percent)** above the bank rate, to the subscribers concerned.

The issue manager, in addition to the issuer company, shall ensure due compliance of the above mentioned conditions and shall submit compliance report thereon to the Commission within **07 (Seven) days** of expiry of the aforesaid **15 (Fifteen) days** time period allowed for refund of the subscription money."

6. All applicants shall apply for a minimum lot of 100 shares worth Taka 6,700/- (Taka six thousand and seven hundred only) or its multiples.
7. The IPO shall stand cancelled in case of under-subscription in any category above 35%. In such an event, the issuer and issue manager shall inform the Commission within **2 (two) working days** and release the subscription money within **10 (ten) working days** after receiving verification report from CDBL and the information from exchanges regarding subscription.



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8. 20% of the securities reserved for other general public shall be reserved for **অতিরিক্ত স্বত্ব বিদায়নকারী**. In case of under-subscription under any of sub-categories of eligible investors category or general public category, the unsubscribed portion shall be added to other sub-category of the same category. In case of over subscription in the general public category, the issuer and the issue manager shall jointly conduct an open lottery. In case of over subscription in the eligible investors category, securities shall be allotted on pro-rata basis. No eligible investor shall apply for more than 2% (two percent) of the total securities reserved for the eligible investors.
9. An applicant cannot submit more than two applications, one in his/her own name and the other jointly with another person. In case, an applicant submits more than two applications, all applications will be treated as invalid and will not be considered for allotment purpose. In addition, 15% (fifteen) of the application money will be forfeited by the Commission and the balance amount will be refunded to the applicant.
10. The applicants who have applied for more than two applications using same bank account, their application will not be considered for lottery and the Commission will forfeit 15% of their subscription money.
11. Making of any false statement in the application or supplying of incorrect information therein or suppressing any relevant information in the application shall make the application liable to rejection and subject to forfeiture of 25% of the application money and/or forfeiture of share (unit) before or after issuance of the same by the issuer. The said forfeited application money or share (unit) will be deposited in account of the Bangladesh Securities and Exchange Commission (BSEC). This is in addition to any other penalties as may be provided for by the law.
12. The company shall furnish the list of allottees to the Commission and the stock exchange(s) simultaneously in which the shares will be listed, within 24 (Twenty Four) hours of allotment.
13. Shares not allotted at the time of according this consent, but allotted after listing, in favor of sponsors, directors or shareholders having 10% or more shares, other than alternative investment funds, through stock dividends, shall be subject to a lock-in period of 02 (two) years from the date of issuance of the prospectus.
14. If any share of Sponsors/Directors/Promoters is in paper format, it shall be handed over to securities custodian registered with the Commission and shall remain held till completion of lock-in period and the name of the securities custodian shall be furnished to the Commission jointly by the issuer and issue manager, along with a confirmation thereof from the custodian, within one week of listing of the shares with the stock exchange(s). Or they (shares of Sponsors/ Directors/ Promoters) can be demated and shall remain in lock-in under CDBL system and issuer shall submit a dematerialization confirmation report generated by CDBL and attested by Managing Director of the company along with the lock-in confirmation to the Commission within one week of listing of the shares with the stock exchange(s). In respect of shares other than Sponsors/Directors/Promoters the issuer will ensure their lock-in of those shares and submit a statement to this effect to the Commission.
15. The company shall not declare any dividend/bonus shares before listing of its capital with any Exchange from the date of this consent for raising of capital.



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16. The company shall not engage itself into any merger/amalgamation or acquisition activities without taking "No Objection" from the Commission, on the scheme of the said merger/amalgamation or acquisition, as recommended by the Board of Directors, before approval by the shareholders in General Meeting.

PART-B

Application Process

Step-1 (Applicant)

1. An applicant for public issue of securities shall submit application/buy instruction to the Stockbroker/Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. the subscription closing date), which shall be the **25th (twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
 - a) Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
 - b) Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains Foreign Currency account debiting the same account and provide the customer with a certificate mentioning the FC account number which has been debited to issue the FDD. The applicant shall also submit the certificate with their application. No banker shall issue more than two drafts from any Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.
 - c) Eligible investors shall submit application through the electronic subscription system of the exchange(s) and deposit the full amount intended to subscribe by the method as determined by exchange(s).

Step-2 (Intermediary)

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely "Public Issue Application Account". The Stockbroker/Merchant Banker shall:



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- a) post the amount separately in the customer account (other than NRB and Foreign applicants), and upon availability of fund, block the amount equivalent to the application money;
 - b) accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the "Public Issue Application Account" maintained with its bank within the first banking hour of next working day of the cut-off date;
 - c) instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.
 5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall prepare a list containing the draft information against the respective applicant's particulars.
 6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and within 03 (three) working days from the cut-off date, send to the respective Exchange, the lists of applicants in electronic (text format with tilde '~' separator) format, the certificate(s) issued by its banker, the drafts and certificates received from Non-resident Bangladeshi (NRB) and Foreign applicants and a copy of the list containing the draft information.
 7. **On the next working day**, the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts and certificates submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft information. Exchanges shall verify and preserve the bankers' certificates in their custody.
 8. The application/buy instructions shall be preserved by the Stockbroker/Merchant Bankers up to 6 months from listing of the securities with exchange.

Step-3 (Issuer)

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BODs in electronic (text) format in a CDR/DOM to CDBL for verification. The Issuer shall post the consolidated list of applicants on its website and websites of the Exchanges. CDBL shall verify the BODs as to whether the BO accounts of the applicants are active or not.
10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.



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12. The Issuer and the issue manager shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Exchanges, if do not receive any observation from the Commission or the Exchanges.
13. The Issuer and issue manager shall arrange posting the lottery result on their websites within **06 (six) hours** and on the websites of the Commission and Exchanges within **12 (twelve) hours** of lottery.
14. Within **02 (two) working days** of conducting lottery, the Issuer shall:
 - a) send category wise lists of the successful and unsuccessful applicants in electronic (text format with tilde '~' separator) format to the respective Exchange.
 - b) send category wise lists of unsuccessful applicants who are subject to penal provisions as per conditions of the Consent Letter issued by the Commission in electronic (text format with tilde '~' separator) format to the Commission and Exchanges mentioning the penalty amount against each applicant.
 - c) issue allotment letters in the names of successful applicants in electronic format with digital signatures and send those to respective Exchange in electronic form.
 - d) send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

Step-4 (Intermediary)

15. **On the next working day**, Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
 - a) remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;
 - b) send the penalty amount of other than NRB and Foreign applicants who are subject to penal provisions to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
16. **On the next working day** of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall request its banker to:
 - a) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;
 - b) remit the aggregate amount of successful applicants and the penalty amount of unsuccessful applicants (other than NRB and foreign) who are subject to penal provisions to the respective 'Escrow' accounts of the Issuer opened for subscription purpose.
17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
18. **Simultaneously**, the stockbrokers/Merchant Bankers shall release the application money blocked in the customer accounts; inform the successful applicants about allotment of securities and the unsuccessful



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applicants about releasing their blocked amounts and send documents to the Exchange evidencing details of the remittances made to the respective 'Escrow' accounts of the Issuer. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions. The Stockbroker/Merchant Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk. 5.00 (five) per withdrawal.

19. All drafts submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account (FC account which has been debited to apply by NRB or foreign applicants) through banking channel within 10 (ten) working days from the date of lottery.

Miscellaneous:

20. The Issuer, Issue Manager(s), Stockbrokers and Merchant Bankers shall ensure compliance of the above.
21. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
22. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking period. Amount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than public issue application.
23. The Issuer shall pay the costs related to data transmission, if claimed by the Exchange concerned up to an amount of Tk.2,00,000.00 (taka two lac) for a public issue.
24. The Stockbroker/Merchant Bankers shall be entitled to a service charge of Tk.5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
25. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
26. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.
27. The concerned Exchange are authorized to settle any complaints and take necessary actions against any Stockbroker/Merchant Banker in case of violation of any provision of the public issue application process with intimation to the Commission.

PART-C

1. The issue manager shall carefully examine and compare the published prospectus and its abridged version on the date of publication with the copies vetted by the Commission. If any discrepancy is found, both the issuer and the issue manager shall jointly publish a corrigendum immediately in the same newspapers concerned, simultaneously endorsing copies thereof to the Commission and the stock exchanges concerned.



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In this regard, the issue manager shall submit a compliance report to the Commission within 5 working days from the date of such publications.

2. The fund collected through Public Offering shall not be utilized prior to listing with Exchange(s) and that utilization of the said fund shall be effected through banking channel, i.e. through account payee cheque, pay order or bank drafts etc.
3. The company shall furnish status report on utilization of Public Offering proceeds audited by foreign affiliated auditors and authenticated by the board of directors to the Commission and the Exchanges within 15 (Fifteen) days of the closing of each month until such fund is fully utilized, as mentioned in the schedule contained in the prospectus. The issuer shall simultaneously post the status report in its website and Exchanges shall also post the same in company information contained in websites of the Exchanges. In the event of any irregularity or inconsistency, the Commission may employ or engage any person to examine whether the issuer has utilized the proceeds for the purpose disclosed in the prospectus.
4. While auditing the utilization of IPO proceeds, the auditors will perform their jobs under the following terms of reference (TOR) and confirm the same in their report/certificate:
 - (a) Whether IPO proceeds have been utilized for the purposes/heads as specified in the prospectus;
 - (b) Whether IPO proceeds have been utilized in line with the condition (if any) of the Commission's consent letter;
 - (c) Whether utilization of IPO proceeds have been completed within the time schedule/implementation schedule as specified in the published prospectus;
 - (d) Whether utilization of IPO proceeds is accurate and for the purpose of the company as mentioned/specified in the published prospectus; and
 - (e) The auditors should also confirm that: (i) assets have been procured/imported/constructed maintaining proper/required procedure as well as at reasonable price; and (ii) auditors' report has been made on verification of all necessary documents/papers/vouchers in support of IPO proceeds making reconciliation with Bank Statement.
5. All transactions, excluding petty cash expenses, shall be effected by crossed cheques or bank transfers.
6. Proceeds of the public offering shall not be transferred to any other bank account before listing with the Exchange(s). The proceeds shall not be used for any purpose other than those specified in the prospectus without any valid ground. Any material deviation in this respect must have prior approval of at least 51% of the public shareholders, other than sponsors and directors, in a general meeting through Board approved agenda thereon and due notification to the shareholders. Before the said general meeting, such deviation as recommended by the board of directors shall be published as price-sensitive information with detailed description and reasons for such deviation. If approved by the shareholders, the meeting resolution shall be submitted to the Commission along with reasonable explanations and the decision shall be published as price-sensitive information.
7. If any quarter or half-year of the financial year ends after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the



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said quarterly/half yearly financial statements in accordance with the Commission's Notification SEC/CMRRCD/2008-183/admin/03-3 dated September 27, 2009 and Rules 13 of the Securities and Exchange Rules, 1987.

৪. In the event of arising issues concerning Price Sensitive Information as defined under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সুবিধাভোগী ব্যবসা নিয়ন্ত্রকরণ) বিধিমালা ১৯৯৫ after publication of the abridged version of prospectus and before listing of its securities with any exchange, the company shall disseminate/transmit/submit the information as price sensitive in accordance with the Commission's Notification No. SEC/SRMI/200-953/1950 dated October 24, 2000.

PART-D

1. As per provision of the Depository Act, 1999 & Regulations made thereunder, shares will only be issued in dematerialized condition. All transfer/transmission/splitting will take place in the depository system of Central Depository Bangladesh Ltd. (CDBL) and any further issuance of shares (including rights/bonus) will be made in dematerialized form only.
2. The issuer and the issue manager shall ensure due compliance of all the above conditions, the 'Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015' and the listing regulations of the Exchanges.
3. The Commission may impose further conditions/restrictions etc. from time to time as and when considered necessary which shall also be binding upon the issuer company.

Thanking you.

By order of the Bangladesh Securities and Exchange Commission,

Md. Faruq Hossain
03/01/19

Md. Faruq Hossain
Deputy Director

Distribution:

1. Chief Executive Officer, IIDFC Capital Limited;
2. Hoda Vasi Chowdhury & Co, Chartered Accountants.

Copy to (not in order of seniority):

- i. Chairman, National Board of Revenue;
- ii. Registrar of Joint Stock Companies & Firms;
- iii. Managing Director, Dhaka Stock Exchange Limited;
- iv. Managing Director, Chittagong Stock Exchange Limited;
- v. Managing Director & Chief Executive Officer, CDBL;
- vi. Head of all Departments, BSEC;
- vii. Office of the Chairman, BSEC;
- viii. Office of the Commissioners, BSEC; and
- ix. Office copy.