

**ABRIDGED VERSION OF PROSPECTUS
OF
COPPERTech INDUSTRIES LTD.**

- (1) Name(s) and address(s), telephone numbers, web addresses, e-mails, fax numbers and contact persons of the issuer, issue manager and underwriter;

Name & Address	Telephone, Fax, Email & Web address	Contact Person
Issuer		
Coppertech Industries Ltd. House: 214 (4th floor), Road: 13, Mohakhali DOHS, Dhaka-1206	Tel: +88-02-8715809 Fax: +88- 02-8715867 Email: info@coppertechbd.com Web: www.coppertechbd.com	Abbasi Adam Ali Managing Director
Issue Manager		
MTB Capital Ltd. MTB Tower (Level-3) 111 Kazi Nazrul Islam Avenue Bangla Motor, Dhaka-1000	Tel: +88-02-48321760 Fax: +88-02-8321543 Email: info.mtbcap@mutualtrustbank.com Web: www.mtbcap.com	Khairul Bashar A. T. Mohammed Chief Executive Officer & SEVP
Underwriters		
MTB Capital Ltd. MTB Tower (Level-3) 111 Kazi Nazrul Islam Avenue Bangla Motor, Dhaka-1000	Tel: +88-02-48321760 Fax: +88-02-8321543 Email: info.mtbcap@mutualtrustbank.com Web: www.mtbcap.com	Khairul Bashar A. T. Mohammed Chief Executive Officer & SEVP
AAA Finance & Investment Ltd. Amin Court (4 th floor), Suite # 403- 405, 31, Bir Uttam Shahid Ashfaqus Samad Road (Former 62-63 Motijheel C/A), Dhaka-1000	Tel: +8809559602 Fax: +8802-9558330 Email: info@aaafinancebd.com Web: www.aaafinancebd.com	Mohammad Obaydur Rahman, FCS Managing Director

- (2) Amount, type and offering price of the securities on a per unit and aggregate basis of securities being issued;

Public offer of 20,000,000 (Two crore) ordinary shares of Tk. 10.00 each (at par) of totaling Tk. 200,000,000.00 (Twenty crore).

- (3) Opening and closing date of subscription;

Opening date of subscription : March 31, 2019
Closing date of subscription : April 9, 2019

(4) Availability of Prospectus;

Name & Address	Telephone, Fax, Email & Web address	Contact Person
Issuer		
Coppertech Industries Ltd. House: 214 (4th floor), Road: 13, Mohakhali DOHS, Dhaka-1206	Tel: +88-02-8715809 Fax: +88- 02-8715867 Email: info@coppertechbd.com Web: www.coppertechbd.com	Abbasi Adam Ali Managing Director
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Stock Exchanges		
Dhaka Stock Exchange Ltd. 9/F, Motijheel C/A, Dhaka-1000	Tel: +88-02-9564601-7, 96666944-8 Fax: +88-02-9564727, 9569755 Email: reasearch@dsebd.org Web: www.dsebd.org	Md. Afzalur Rahman Manager
Chittagong Stock Exchange Ltd. CSE Building, 1080 Sk. Mujib Road Agrabad C/A, Chittagong-4100 Dhaka Liaison Office: 52-53, Dilkusha C/A, Dhaka-1000	Tel: +88-031-714632-3 Fax: +88-031-714101 Email: jamed@cse.com.bd Web: www.cse.com.bd	Mohammad Javed Sarwar Assistant Manager

Prospectus would also be available on the web sites of BSEC (www.sec.gov.bd) and at the Public Reference Room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and studying.

(5) Name of the credit rating Company (if any) along with rating assigned with date of validity;

Not applicable for us.

(6) Names of the valuer, if any and the auditors;

Valuer: N/A

Auditor:

Name & Address	Contact Person	Telephone, Fax, Email & Web address
AHMAD & AKHTAR Chartered Accountants BCIC Bhaban (3rd Floor) 30-31, Dilkusha C/A, Dhaka-1000 A Correspondent Member Firm of Russell Bedford International, UK.	Kanchi Lal Das FCA Partner	P: +88-02-9561289 F: +88-02-9564366 Email: aacano120@gmail.com Web: www.aacabd.org

(7) A person interested to get a prospectus may obtain from the issuer and the issue manager;**(8) "If you have any query about this document, you may consult the issuer, issue manager and underwriter"**

(9) “CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE OR OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969, AND THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2015. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE ISSUER COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS SECURITIES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ISSUER, ITS DIRECTORS, CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR, CHIEF FINANCIAL OFFICER, COMPANY SECRETARY, ISSUE MANAGER, ISSUE MANAGER’S CHIEF EXECUTIVE OFFICER, UNDERWRITERS, AUDITOR(S).”

(10)

“পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন”

“Investment in capital market involves certain degree of risks. The investors are required to read the prospectus and risk factors carefully, assess their own financial conditions and risk taking ability before making their investment decisions.”

(11) Summary of use of proceeds of the offer;

Sources of Fund:

Issue size (number of shares to be issued)	Issue Price	Amount in BDT
20,000,000 ordinary shares	10.00 each (at par)	200,000,000.00
Less: IPO expenses		15,000,000.00
Net IPO proceeds		185,000,000.00

Use of net proceeds from the IPO:

Net proceeds from the IPO will be used for procurement of plant & machinery, bank loan repayment and building & other civil work.

Details of the amount to be used for each purpose are as under:

Sl.	Particulars	Amount in BDT	Implementation Schedule of IPO Proceeds
A.	Plant & Machinery with Installation	65,000,000.00	Within 12 months of receiving IPO fund
B	Bank Loan repayment	65,000,000.00	Immediately on availability of IPO Fund
C	Building and other civil work	55,000,000.00	Within 12 months of receiving IPO fund
	Total (A+B+C)	185,000,000.00	

(12) Brief corporate directory of the issuer;

Company name	:	Coppertech Industries Ltd.
Legal position	:	Coppertech Industries Ltd. was incorporated in October 16, 2012 as a private limited company under Registrar of Joint Stock Companies and Firms (RJSC) vide registration number C-105188/12 under the companies Act 1994. It was converted into a public limited company on May 31, 2018.
Date of incorporation	:	October 16, 2012
Date of commercial operation	:	June 2014
Authorized capital	:	700,000,000
Paid-up capital	:	400,000,000
Registered office	:	219-220, Nwabpur Road, 3rd Floor, Dhaka-1100
Corporate office	:	House: 214 (4th floor), Road: 13, Mohakhali DOHS, Dhaka-1206, Bangladesh
Factory	:	Horitola, Shahpur Bazar, Madhabpur, Hobiganj, Sylhet, Bangladesh.
Board of directors	:	1. Zulfikar Ali, Chairman 2. Abbasi Adam Ali, Managing Director 3. Rashida Abbas, Director 4. Mustafa Shoeb, Director 5. Shoeb Adam Ali, Director 6. Dr. Abul Basher, Director 7. Md. Abu Taleb, Independent Director 8. Dr. Mohammad Tareq, Independent Director
Issue manager	:	MTB Capital Ltd. MTB Tower (Level-3), 111 Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000
Auditor	:	AHMAD & AKHTAR Chartered Accountants BCIC Bhaban (3 rd Floor) 30-31, Dilkusha C/A, Dhaka-1000 Tel:+88-02-9561289, Fax: +88-02-9564366 Email: aacano120@gmail.com Web: www.aacabd.org
Lead Banker	:	Social Islami Bank Limited, Gulshan Branch
Compliance officer of issuer	:	Sk. Miraj Ali, Company Secretary

(13) Location of the project;

Factory		
Address	:	Horitola, Shahpur Bazar, Madhabpur, Hobiganj, Sylhet, Bangladesh.
Telephone	:	01963 620747, Amal Chandra Dey (DGM)

(14) Principal products or services of the issuer;

The Company is engaged in manufacturing and marketing of wide range of Copper Bar, Copper Rod, Copper Strip, Copper Wire, Copper Pipe & Copper Tube products in the local market and it has no export sales.

(15) Names of associates, subsidiary/ related and holding of Issuer Company;

Coppertech Industries Ltd. does not have any associates, subsidiary or holding company.

(16) Name, address and short description of each of the directors;

(i) Zulfikar Ali, Chairman

Mr. Zulfikar Ali is born to be entrepreneur whom we see from his past successful working experience. He started business with the name of “Ezzy Enterprise” as a small retailer and supplier of automobile spare parts in 1984 in the port city of Chittagong, It’s now a renowned business house of the country with the diversified involvement in different growing sectors providing one stop solution in communication, security/ intelligence, drilling, manufacturing, supplies, home office automations and fire solutions. Mr. Zulfikar Ali was involve in various renowned project of Bangladesh government such as supply contract of Jamuna Multipurpose Bridge project done by Hyundai in 1996, supply contract of Bakhraabad Gas Transmission Pipeline Project done by McConnell Dowell in 1997, completed the contract of supplying Dual band UHF Receiver & Surveillance Equipment, Programmed Substance Detector & X- Ray equipment to Rapid Action Battalion (RAB) successfully in 2006, supply contract of Biometric Solution and Lamination in the project of National Voter ID card project in 2007 and launching of WATCHMAN- Digital Police Protection System (DPPS) with the partnership of Dhaka Metropolitan Police in 2011.

(ii) Abbasi Adam Ali, Managing Director

Mr. Abbasi Adam Ali is the Managing director of Coppertech Industries Limited. He has several years of working experience in Engineering Industry of Bangladesh. He is a committed business man in Bangladesh with an established track record of leading and creating large sustainable organizations. Before starting his career, he had completed Bachelor of Commerce. After completing his studies, Mr. Abbasi joined his father’s trading business and later, went on to start several supplies businesses in both local and foreign projects. However, he has expertise in metal industry as he had worked for “Steeltech Industries Limited”, the most successful steel business company in Bangladesh, for long time. He was the part of management board of Steeltech Industries Limited, who was responsible for its business expansion and growth. He has entrepreneurial mind set with good marketing network and better insight about Copper industry of Bangladesh. He has travelled to several countries across the globe for exploring better business opportunities.

(iii) Rashida Abbas, Director

Mrs. Rashida Abbas is director of Coppertech Industries Ltd. with over 10 (ten) years of working experience in heavy metal industries. Before establishing CTIL, she worked as a director of Steeltech Industries Ltd. Ms. Rashida Abbas has core expertise on business analytics and business strategies. She has excellent organizational skills, analytical and problem solving skills, understanding of complex information and requirements and good prioritization skills and be flexible enough to adapt plans. She is also expert in analyzing market share, profit performance with converse a clear, strategic sales vision. Mrs. Rashida Abbas also provides strategic directions in order to strengthen the capacity of organization for continuous growth. She is involving various social and charitable organization for improving living standard of under privileged population in our society.

(iv) Shoeb Adam Ali, Director

Mr. Shoeb Adam Ali is a successful entrepreneur over 35 years experienced in his own organization Safina Enterprise and other small medium organization with veteran specialized in sourcing, product development and distribution. After completing his academic education Mr. Adam Ali has entrepreneurial drive with business-management skills to transform aims into revenue. He is expert in develop marketing strategy, performance analysis; drive the sales team to full fill sales target. Mr. Adam Ali is very efficient to identify and analyze business opportunities, business process, operational efficiency to formulate strategic decision making. He has extensive experience in developing business and client relationship both in local and international context. He is willing to enrich the overall industry and thus to contribute towards development of good organizational practice.

(v) Mustafa Shoeb, Director

Mr. Mustafa Shoeb has couple of years’ experience in business development, sales and marketing, business operations and market expansion in multinational and local organizations in Bangladesh. He did his graduation from a reputed Private University of Bangladesh. Mr. Shoeb has start-ups expertise and having merchandizing business entrepreneurial drive with business-management skills to transform aims into revenue generation. Mr. Shoeb is also expert in supply chain management specially import management and inventory management. He is expert in training and coaching both general and sales team members. He also provides strategic directions in order to strengthen the capacity of organization for continuous growth.

(vi) Dr. Abdul Basher, Director

Dr. Abdul Basher is a professional of health care industry in Bangladesh. Mr. Basher is Vice President of Homio Industrial Association, Secretary General B. H. Medical Society, president of Purbachal B.S.S. Ltd. and former president of Bangladesh Homio Medicine Manufacturer Association. In addition to his professional carrier, he is a successful business man with diversified investment portfolio. His visionary assumption helps CTIL to move fast to achieve their corporate goals.

(vii) Md. Abu Taleb, Independent Director

Mr. Abu Taleb is one of the Independent Directors of Coppertech Industries Ltd. He was born in 1960. He is son of Mr. Mujibul Hoque and Mrs. Aungkurun Nesa Begum. He is the Chairman of the Department of Banking, University of Dhaka. Mr. Abu Taleb has 29 years of working experience including Teaching in the University of Rajshahi and in the University of Dhaka. He has vast experience in teaching and research in the diversified field of accounts, finance, banking, research etc. Lots of articles of Mr. Md. Abu Taleb have been published and to be published in different renowned journals.

(viii) Dr. Mohammad Tareq, Independent Director

Dr. Mohammad Tareq is one of the Independent Directors of Coppertech Industries Ltd. He was born in 1979. He is the son of Mr. Abdur Razzaq and Mrs. Nazma Sultana. He is now Associate Professor of Department of Accounting & Information Systems, Dhaka University. He also worked as Deputy-Project Manager (Higher Education Project) under Jointly Venture of World Bank-UGC, Bangladesh Government; Adjunct Associate Professor of School of Business and Economics at North-South University, Bangladesh. He has vast experience in teaching and research in the diversified field of accounts & research etc. Lots of articles have been published and to be published in different renowned journals. He has obtained PhD in Accounting from RMIT University, Melbourne.

(17) Comparative financial statements and NAV, EPS, and financial ratios for the last five years or from commercial operation, which is shorter;

COPPERTECH INDUSTRIES LTD.

Auditors' report in pursuance of section 135(1) under Para 24(1) of Part-II of the Third Schedule of the Companies Act, 1994

As required under section 135(1), Para 24(1), Part II of the Third Schedule of Companies Act 1994, we appended below the following financial information of **COPPERTECH INDUSTRIES LTD.** for the year ended 30 June 2018, 30 June 2017, 30 June 2016 and 30 June 2015 audited by us (AHMAD & AKHTAR, Chartered Accountants), 30 June 2014 audited by A. Matin & Co., Chartered Accountants.

1. COPPERTECH INDUSTRIES LTD. was incorporated on 16 October 2012.
2. The Operating results of the company over the last 5 years operation is as follows:

A) Statement of Financial Position:

Assets and Properties	June 30, 2018	June 30, 2017	June 30, 2016	June 30, 2015	June 30, 2014
	Taka	Taka	Taka	Taka	Taka
Non-Current Assets	786,604,429	801,550,827	444,786,041	177,042,608	41,118,571
Property, Plant & Equipment	786,604,429	504,362,671	284,050,519	102,011,668	40,991,520
Capital Work in Progress	-	297,188,156	160,735,522	75,030,940	-
Preliminary Expenses					127,051
Current Assets:	461,559,027	346,215,952	124,268,097	36,914,410	5,958,881
Inventories	320,351,093	267,297,507	97,642,807	23,375,263	2,058,476
Accounts Receivable	27,026,665	27,884,202	10,876,249	9,514,567	-
Advance, Deposit and Prepayments	57,851,497	33,335,584	13,876,007	4,004,737	2,545,131
Cash and Cash Equivalents	56,329,772	17,698,659	1,873,034	19,843	1,355,274
Total Assets	1,248,163,456	1,147,766,778	569,054,138	213,957,018	47,077,452
Shareholder's Equity and Liabilities					
Shareholder's Equity	482,461,849	136,443,981	30,866,355	23,195,449	21,718,401
Share Capital	400,000,000	95,000,000	25,000,000	25,000,000	25,000,000
Retained Earnings	82,461,849	41,443,981	5,866,355	(1,804,551)	(3,281,599)
Non-Current Liabilities	276,489,641	299,786,825	137,736,182	93,978,332	11,375,755
Long Term Loan	220,166,421	264,834,286	130,606,436	89,118,392	-
Lease Loan	47,359,626	34,952,539	7,129,746	4,859,940	11,375,755
Deferred Tax Liabilities	8,963,594	-	-	-	-
Current Liabilities	489,211,966	711,535,972	400,451,601	96,783,237	13,983,296
Current Maturity of Term Loan	81,801,005	64,181,229	19,602,539	29,364,941	10,561,726

Accounts Payable	52,466,242	108,176,856	50,641,667	17,411,115	-
Share Money Deposit	-	45,000,000	95,000,000	-	-
Short Term Borrowings	261,407,104	387,918,741	208,834,952	43,825,298	-
Creditors & Accruals	93,537,615	106,259,146	26,372,443	6,181,883	3,421,570
Total Shareholders' Equity and Liabilities	1,248,163,456	1,147,766,778	569,054,138	213,957,018	47,077,452
Net Asset Value (NPV) per share	12.06	14.36	12.35	9.28	8.69

B. Statement of Operating Result:

Particulars	FY(2017-2018)	FY(2016-2017)	FY(2015-2016)	FY(2014-2015)	FY(2013-2014)
	Taka	Taka	Taka	Taka	Taka
Revenue	526,653,242	334,610,426	87,009,993	39,835,353	4,100,000
Less: Cost of goods sold	390,413,536	249,828,657	65,027,104	29,921,324	3,840,185
Gross Profit	136,239,706	84,781,769	21,982,889	9,914,029	259,815
Operating Expenses	19,024,843	11,237,016	6,772,417	5,447,405	2,168,802
Administrative & Selling Expenses	9,484,655	6,390,012	4,460,207	3,630,543	2,168,802
Selling & Distributing expenses	9,540,188	4,847,004	2,312,210	1,816,862	-
Profit from Operation	117,214,863	73,544,753	15,210,472	4,466,624	(1,908,987)
Financial Expenses	60,548,906	23,240,540	7,774,121	6,614,591	1,372,612
Add: Non-operating Income	9,593,677	4,430,596	4,730,675	4,420,348	-
Profit/(Loss) before Contribution to WPPE	66,259,634	54,734,809	12,167,026	2,272,381	(3,281,599)
Less: Contribution to WPPE	3,155,221	-	-	-	-
Profit/(Loss) before Tax	63,104,413	-	-	-	-
Less: Provision for Income Tax	22,086,545	19,157,183	4,258,459	795,333	-
Current Tax	13,122,951	19,157,183	4,258,459	795,333	-
Deferred Tax	8,963,594	-	-	-	-
Net Profit after Tax	41,017,868	35,577,626	7,908,567	1,477,048	(3,281,599)
Earnings Per Share (EPS)	2.60	2.96	3.16	0.59	(1.31)
Diluted Earnings Per Share	1.03	0.89	0.20	0.04	(0.08)

Face value of company's share was Tk. 100/- each and was converted into Tk. 10/- vide EGM dated 14 December, 2017; Thus, Earnings Per Share (EPS) for all the years is calculated through using tk. 10.00 per share, and diluted Earnings Per Share (EPS) for all the years is calculated considering the latest outstanding number of share i.e. 40,000,000.

C) Dividend declared:

Particulars	June 30, 2018	June 30, 2017	June 30, 2016	June 30, 2015	June 30, 2014
	Taka	Taka	Taka	Taka	Taka
Cash dividend %	-	-	-	-	-
Stock dividend %	-	-	-	-	-

D) Coppertech Industries Ltd was registered as a private limited company under the Companies Act-1994 on 16 October 2012 vides Registration No.C-105188/12. The company was converted into a public limited company on May 31, 2018

E) The Company started its commercial operation in June, 2014

F) The Company has no Subsidiary company.

G) No proceeds or part of the proceeds of the issue of shares would be applied directly by the company in the purchase of any business.

H) The Company prepared accounts for the year ended June 30, 2018

I) Figures related to previous years have been rearranged wherever considered necessary.

Dated: 09 September 2018

Place: Dhaka

Sd/-
AHMAD & AKHTAR
Chartered Accountants

COPPERTECH INDUSTRIES LTD.
Statement of Ratio Analysis

The following Ratios have been calculated by the management based on audited financial statements of Coppertech Industries Ltd. for the year ended 30 June 2018, 30 June 2017, 30 June 2016, 30 June 2015 and 30 June 2014. Selected Ratio as specified in rule 4(1) (d) Annexure D of the Securities and Exchange Commission (Public Issue) Rules, 2015.

Particulars		June 30, 2018	June 30, 2017	June 30, 2016	June 30, 2015	June 30, 2014
		Result	Result	Result	Result	Result
I. Liquidity Ratios:						
(i) Current Ratio (Times)	Current Assets/ Current Liability	0.94	0.49	0.31	0.38	0.43
(ii) Quick Ratio (Times)	(Current Assets - Inventory)/ Current Liability	0.29	0.11	0.07	0.14	0.28
II. Operating Efficiency Ratios:						
(i) Accounts Receivable Turnover Ratio	Net Sales/ Average Accounts Receivables	19.18	17.27	8.53	8.37	-
(ii) Inventory Turnover Ratio (Times)	Cost of Goods Sold/ Average Inventory	1.33	1.37	1.07	2.35	3.73
(iii) Assets Turnover Ratio (Times)	Sales/ Average Total Assets	0.44	0.39	0.22	0.31	0.11
III. Profitability Ratios:						
(i) Gross Margin Ratio (%)	Gross Profit/ Net Sales	25.87%	25.34%	25.26%	24.89%	6.34%
(ii) Operating Profit Ratio (%)	Operating Profit/ Net Sales	22.26%	21.98%	17.48%	11.21%	-46.56%
(iii) Net Profit Ratio (%)	Net Profit after Tax/ Net Sales	7.79%	10.63%	9.09%	3.71%	-80.04%
(iv) Return on Assets Ratio (%)	Net Profit after Tax/ Average Total Assets	3.42%	4.14%	2.02%	1.13%	-9.10%
(v) Return on Equity Ratio (%)	Net Profit after Tax/ Average Total Shareholders' Equity	13.25%	42.53%	29.26%	6.58%	-14.05%
(vi) Basic Earnings Per Share (EPS)	Net Profit after Tax/ Weighted Average Number of Ordinary Shares Outstanding	2.60	2.96	3.16	0.59	-1.31
(vii) Earnings before interest, taxes,	EBITDA/	31.45%	32.08%	35.59%	33.59%	-16.39%

depreciation and amortization (EBITDA) Margin	Net Sales					
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IV. Solvency Ratios:

(i) Debt to Total Assets Ratio	Total Debt/	0.49	0.66	0.64	0.78	0.47
	Total Assets					
(ii) Debt to Equity Ratio (Times)	Total Debt/	1.27	5.51	11.86	7.21	1.01
	Total Equity					
(iii) Times Interest Earned Ratio (Times)	EBIT/	2.09	3.36	2.57	1.34	(1.39)
	Financial Expense					
(iv) Debt Service Coverage Ratio	Net Operating Profit/	0.58	3.16	1.96	0.68	(1.39)
	Total Debt Service					

V. Cash Flow Ratios:

(i) Net Operating Cash Flows per Share (NOCFPS)	Net Operating Cash Flow/	0.70	1.08	(4.89)	(1.04)	0.27
	No. of Ordinary Shares Outstanding					
(ii) NOCFPS to EPS Ratio	Net Operating Cash Flow per Share/	0.27	0.37	(1.55)	(1.76)	(0.21)
	EPS					

We have examined the calculation procedure of the above ratios of Coppertech Industries Ltd. for the year ended 30 June 2018, 30 June 2017, 30 June 2016, 30 June 2015 and 30 June 2014 and no material deviation found in the result.

Dated: 09 September 2018
Place: Dhaka

Sd/-
AHMAD & AKTAR
Chartered Accountants

(18) Public issue application process:

Step-1 (Applicant)

1. An applicant for public issue of securities shall submit an 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 an abridged version of the 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 the 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 an 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 Account¹. The Stockbroker/Merchant Banker shall:
 - a) Post the amount separately in the customer account (other than NRB and Foreign applicants), and upon the 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 Account¹ 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 the exchange.

Step-3 (Issuer)

9. The Issuer shall prepare a consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDROM 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 BOIDs 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, Parent s' 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 a report of the final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.
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 to post 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 distributes 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 purposes.
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 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 an abridged version of the prospectus.
22. The amount deposited and blocked in the —Public Issue Application Account shall not be withdrawn or transferred during the blocking period. The 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 an 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 is 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.