

April 10, 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 Bank

Subject: IPO Application Process for Sea Pearl Beach Resort & Spa Limited.

Dear Sir,

Please accept our sincere thanks for participating in new IPO application process of Sea Pearl Beach Resort & Spa 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-281/2018/231 dated 25th March, 2019) in connection with the IPO of Sea Pearl Beach Resort & Spa 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 open on April 23, 2019 and closed on May 06, 2019 and you have to submit the information and documents on or before May 12, 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:

SEAPEARL_Summary_DSE_042.pdf (for DSE TREC Holder/Stockbroker)

SEAPEARL_Summary_CSE_007.pdf (for CSE TREC Holder/Stockbroker)

SEAPEARL_Summary_MB_004.pdf (For Merchant Banker)

ABH

(Handwritten signature)

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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:

SEAPEARL_Detail_DSE_042.pdf (for DSE TREC Holder/Stockbroker)

SEAPEARL_Detail_CSE_007.pdf (for CSE TREC Holder/Stockbroker)

SEAPEARL_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
									SEAPEARL

For Example:

42~19000~8053~SANJARI SHARMIN~1201900004437926~RB~500~BDT~5000.00~ SEAPEARL

42~19000~8056~FATEMA BEGUM~1201900004437949~NRB~500~USD~59.85 ~ SEAPEARL

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:

SEAPEARL_DSE_042.txt (for DSE TREC Holder/Stockbroker)

SEAPEARL_CSE_007.txt (for CSE TREC Holder/Stockbroker)

SEAPEARL_MB_004.txt (For Merchant Banker)





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 SI #	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
												SEAPEARL	

For Example:

42~19000~8056~FATEMA BEGUM~1201900004437949~NRB~USD~59.85~ 1011699~SONALI BANK LTD~WAGE EARNER'S CORPORATE~28/03/2019~SEAPEARL

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):

SEAPEARL_DSE_NRB_042.txt (for DSE TREC Holder/Stockbroker)

SEAPEARL_CSE_NRB_007.txt (for CSE TREC Holder/Stockbroker)

SEAPEARL_MB_NRB_004.txt (For Merchant Banker)

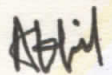
2. Bank Certificate

- 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 Sea Pearl Beach Resort & Spa Limited.:


Reg. Office :

4 No. K.B Ismail Road, Kachari Ghat, Mymensingh-2200

Tel | 880-91-62134, 091-65012

Fax | 880-91-64049

Corporate Office :

UTC Tower (Level-14), 8 Panthapath, Dhaka-1215, Bangladesh.

Tel | 880-2-9140454, 9140854

Fax | 880-2-9140616

E-mail | info@seapearlb.com

Web | www.seapearlb.com

Fund Name : SEA PEARL BEACH RESORT & SPA LIMITED
 Account Number : 2104313030420
 Account Number For BEFTN : 2104313030420 (13 Digits A/C Number)
 Routing Number : 170274245
 Bank Name : Prime Bank Limited
 Branch Name : Motijheel Branch, Dhaka

- 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 Sea Pearl Beach Resort & Spa Limited. 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 Sl #	DPID	Customer ID (Customer Trading Code)	Applicant s' Name	BO ID No.	Applicant Category (RB/ASI/ NRB)	Security Code	# of Shares/U nits applied for	Currency (BDT/US D/GBP/E UR)	Applied Amount	# of Allotted Shares	Fine Amount	Net Refund Amount	Remarks
						SEAPEARL							

For Example:

42~19000~8053~SANJARI SHARMIN~1201900004437924~RB~ SEAPEARL~500~BDT~5000~0~750~4250~CC10

42~19000~8056~FATEMA BEGUM~1201900004437949~ASI~ SEAPEARL~500~BDT~5000~500~0~0~

42~19000~8066~AMENA KHATUN~1201900004438549~NRB~ SEAPEARL~500~USD~59.85~500~0~0~

► **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 Fund'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: April 23, 2019

Subscription Closes on: May 06, 2019

Reg. Office :

4 No. K.B Ismail Road, Kachari Ghat, Mymensingh-2200
 Tel | 880-91-62134, 091-65012
 Fax | 880-91-64049

Corporate Office :

UTC Tower (Level-14), 8 Panthapath, Dhaka-1215, Bangladesh.
 Tel | 880-2-9140454, 9140854 E-mail | info@seapearlbd.com
 Fax | 880-2-9140616 Web | www.seapearlbd.com

02. Subscription for Eligible Investors (EIs):

Eligible Investors (Mutual Funds and Collective Investment Scheme (CIS) (MF), Merchant Bankers and Portfolio Managers (MB), Asset Management Companies (AMC), Stock Dealers (DLR), Banks (BANK), Financial Institutions (NBFI), Insurance Companies (INS), Alternative Investment Fund Managers (AIFM), Alternative Investment Funds (AIF), Foreign Investors having account with any Securities Custodian registered with the Commission (FI), Recognized Provident Funds, Approved Pension Funds and Approved Gratuity Funds (RPPF) and Other Institutions as approved by the Commission (OTHER)) shall submit application through the electric subscription system of the exchanges(s) and deposit the full amount intended to subscribe by the method as determined by the exchange(s) within the following subscription period:

Subscription Starts at 10:00 a.m. on April 23, 2019

Subscription Closes at 05:30 p.m. on May 06, 2019

Note: No eligible investor shall apply for more than 2% (two percent) i.e Tk. 15,00,000.00 of the total amount offered to the eligible investors as per Gazette published on 6th July, 2017 (Notification on 18 June 2017 No.BSEC/CMRRCD/2003-109/200/Admin).

BANK DETAILS FOR DEPOSITING SUBSCRIPTION MONEY:

Account Name : Dhaka Stock Exchange Limited
Bank Name : IFIC Bank Limited
Account Number : 1090344039042
Branch Name : Any Branch in Bangladesh
Mode of Payment : Pay Order/Demand Draft/B.B. Cheque/Cash

03. 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 May 12, 2019) send it to the respective Stock Exchanges(s).

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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 warrants will be distributing as per the following tentative date and time.

Distribution Place	Date and Time	
	Date	Time
Satcom IT Limited 9/G, Motijheel C/A (2 nd Floor), Dhaka – 1000	09 th and 10 th June, 2019	09:30 am to 3:00 pm

Attil

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**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।"

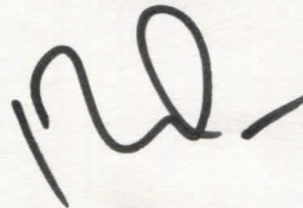
Original Bank Certificate (FC Account) ছাড়া Stock Broker and Merchant Banker গণকে কোন Non Resident Bangladeshi (NRB) Application গ্রহণ না করার জন্য অনুরোধ করা হলো।

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

04. 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-281/2018/231 dated 25th March, 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-281/2018/231 dated 25th March, 2019).



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Reg. Office :

4 No. K.B Ismail Road, Kachari Ghat, Mymensingh-2200
Tel | 880-91-62134, 091-65012
Fax | 880-91-64049

Corporate Office :

UTC Tower (Level-14), 8 Panthapath, Dhaka-1215, Bangladesh.
Tel | 880-2-9140454, 9140854 E-mail | info@seapearlbd.com
Fax | 880-2-9140616 Web | www.seapearlbd.com

05. 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 Sea Pearl Beach Resort & Spa 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. Md. Azaharul Mamun	Sea Pearl Beach Resort & Spa Limited	01844016004	azaharulmamun@yahoo.com
Mr. Mizanur Rahman	Sea Pearl Beach Resort & Spa Limited	01844016003	mizan@seapearlb.com
Mr. Mohammad Nuruzzaman	Banco Finance and Investment Limited	01790675357	zamanbanco@gmail.com
Mr. Md. Ahsan UI Karim	Banco Finance and Investment Limited	01712087808	rajib.banco@gmail.com
Mr. Khandoker Raihan Ali FCA	Prime Bank Investment Ltd.	01730031810	kraihanali@gmail.com
Mr. Md. Tarique Abdullah ACA	Prime Bank Investment Ltd.	01730320024	tarique@pbil.com.bd
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. Aminul Haque
Managing Director
Sea Pearl Beach Resort & Spa Limited



Mohammad Hamdul Islam
Managing Director & CEO
Banco Finance and Investment Limited



Dr. Md. Tabarak Hossain Bhuiyan
Managing Director & CEO
Prime Bank Investment Ltd.

Enclosures:

1. Bangladesh Securities and Exchange Commission's Consent Letter for Sea Pearl Beach Resort & Spa Limited. (BSEC/CI/IPO-281/2018/231 dated 25th March, 2019).
2. Foreign Currency Rate.