

aamra networks limited

the power of WE

Faruque Rupayan Tower (17th Floor), 32, Kemal Ataturk Avenue Banani, Dhaka-1213. Tel: +88 02 9841100, Fax: +88 02 9840077, e-mail: info.networks@aamra.com.bd, website: www.aamranetworks.com

PUBLIC OFFERING OF 15,041,209 ORDINARY SHARES, OF THESE ORDINARY SHARES 60% i.e. 9,014,423 ORDINARY SHARES ARE RESERVED FOR ELIGIBLE INVESTORS (EIs) WHICH INCLUDES 50% i.e. 7,512,019 ORDINARY SHARES FOR OTHER EIS AND 10% i.e. 1,502,404 ORDINARY SHARES FOR MUTUAL FUNDS AT A CUT OFF PRICE OF TK. 39.00 AND REMAINING 40% i.e. 6,026,786 ORDINARY SHARES AT A DISCOUNTED PRICE OF TK. 35.00 PER SHARE FOR GENERAL PUBLIC INCLUDING NRB AND OTHERS TOTALING TK. 562,500,000

Opening date of subscription: August 06, 2017

Closing date of subscription (Cut-off date): August 16, 2017

MANAGER TO THE ISSUE

LANKABANGLA INVESTMENTS LIMITED

LankaBangla City Center (Level - 24), 90/1 Motijheel C/A, Dha Phone: +88 02 951 26 21, Fax: +88 02 9561107 City Center (Level - 24), 90/1 Motijheel C/A, Dhaka-1000.

e-mail: info@lankabangla-investments.com; Website: www.lankabangla-investments.com

UNDERWRITERS

LankaBangla Investments Limited

ICB Capital Management Limited

Sigma Capital Management Limited

30-Jun-16 31-Dec-15 31-Dec-14 31-Dec-13 31-Dec-12 31-Dec-11

NBL Capital & Equity Management Limited

The Issue shall be placed in "N" Category

"Prospectus of the aamra networks limited may be obtained from the Issuer Company and Issue Manager." "If you have any query about this document, you may consul the issuer, issue manager and underwriter."

DISCLAIMER

"CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO "CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/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 MANAGE'S CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR,UNDERWRITERS, AUDITOR(S) AND/OR VALUER, CREDIT RATING COMPANY (IF ANY)."

DISCLAIMER

"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

NAME(S) AND ADDRESS(ES), TELEPHONE NUMBERS, WEB ADDRESSES, E-MAILS, FAX NUMBERS AND CONTACT PERSONS OF THE ISSUER, ISSUE MANAGER AND UNDERWRITER

ISSUER COMPANY	CONTACT PERSON	CONTACT NUMBER
aamra networks limited Faruque Rupayan Tower (17th Floor), 32, Kemal Ataturk Avenue Banani, Dhaka – 1213.	Mr. Md. Anamul Haque Chief Financial Officer	Tel: +88 02 9841100 Fax: +88 02 9840077 e-mail: info.networks@aamra.com.bd Website: www.aamranetworks.com
ISSUE MANAGER	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited City Center (Level - 24), 90/1 Motijheel C/A, Dhaka – 1000	Mr. Khandakar Kayes Hasan, CFA Chief Executive Officer	Tel: + 88 02 951 26 21 Fax: + 88 02 956 11 07 e-mail: info@lankabangla-investments.com Website: www.lankabangla-investments.com
UNDERWRITERS	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited City Center (Level - 24), 90/1 Motijheel C/A, Dhaka – 1000	Mr. Khandakar Kayes Hasan, CFA Chief Executive Officer	Tel: + 88 02 951 26 21 Fax: +88 02 956 11 07 e-mail: info@lankabangla-investments.com Website: www.lankabangla-investments.com
ICB Capital Management Limited Green City Edge (5th & 6th Floor) 89, Kakrail, Dhaka-1000, Bangladesh	Mr. Md. Sohel Rahman Deputy Chief Executive Officer	Tel: +88 02 830 0555, Fax: +88 02 830 0396 e-mail: icmlbd@gmail.com Website: www.icml.com.bd
Sigma Capital Management Limited 87, Rashed Khan Menon Road, Level-16, Eskaton, Dhaka-1000.	Mr. Mohammad Reza Chief Executive Officer	Tel: +88 02 934 0158 Fax: +88 02 934 0158 e-mail: reza@scmlbd.com Website: www.scmlbd.com
NBL Capital & Equity Management Limited Printers Building (8th Floor), 5 Rajuk Avenue, Dhaka-1000	Ms. Kamrun Naher Chief Executive Officer	Tel:+88 02 47118816,02 471 18807 Fax:+88 02 471 18805 e-mail: cemd@nblbd.com Website: www.nblceml.com

AVAILABILITY OF PROSPECTUS

ISSUER COMPANY	CONTACT PERSON	CONTACT NUMBER
aamra networks limited Faruque Rupayan Tower (17th Floor), 32, Kemal Ataturk Avenue Banani, Dhaka – 1213.	Mr. Md. Anamul Haque Chief Financial Officer	Tel: +88 02 9841100 Fax: +88 02 9840077 e-mail: info.networks@aamra.com.bd Website: www.aamranetworks.com
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LankaBangla Investments Limited City Center (Level - 24), 90/1 Motijheel C/A, Dhaka – 1000	Mr. Khandakar Kayes Hasan, CFA Chief Executive Officer	Tel: + 88 02 951 26 21 Fax: + 88 02 956 11 07 e-mail: info@lankabangla-investments.com Website: www.lankabangla-investments.com
REGISTRAR TO THE ISSUE	CONTACT PERSON	CONTACT NUMBER
ICB Capital Management Limited Green City Edge (5 th & 6 th Floor) 89, Kakrail, Dhaka-1000, Bangladesh	Mr. Md. Sohel Rahman Deputy Chief Executive Officer	Tel: +88 02 9585693, 9585691-2 Fax: +88 02 956 11 07 e-mail: icmlbd@gmail.com Website: www.icml.com.bd
UNDERWRITER(S):	CONTACT PERSON	CONTACT NUMBER
LankaBangla Investments Limited City Center (Level - 24), 90/1 Motijheel C/A, Dhaka – 1000	Mr. Khandakar Kayes Hasan, CFA Chief Executive Officer	Tel: + 88 02 951 26 21 Fax: + 88 02 956 11 07 e-mail: info@lankabangla-investments.com Website: www.lankabangla-investments.com
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STOCK EXCHANGES	CONTACT PERSON	CONTACT NUMBER
Dhaka Stock Exchange Limited 9/F Motijheel C/A, Dhaka -1000	Mr. Md. Afzalur Rahman Manager	Tel: +88 02 956 46 01-7, +88 02 966 69 44- Fax: +88 02 956 9755, +88 02 956 47 27 e-mail: research@dsebd.org website: www.dsebd.org
Chittagong Stock Exchange Limited CSE Building, 1080, Sheikh Mujib Road, Chittagong - 4100	Mr. Mohammad Jabed Sarwar Assistant Manager	Tel: +88 031 714 632-3 +88 031 720 871 Fax: +88 031 714 101; +88 02 951 39 11-1! e-mail: jabed@cse.com.bd website: www.cse.com.bd

Prospectus is also available on the websites of aamra networks limited (www.aamranetworks.com), LankaBangla Investments Limited (www.lankabangla-investments.com), BSEC (www.sec.gov.bd), DSE (www.dsebd.org), CSE (www.sebd.com) and rence room of the Bangladesh Securities and Exchange Commissi

AME OF THE CREDIT RATING COMPANY (IF ANY) ALONG WITH RATING ASSIGNED WITH DATE OF VALID					
Rating Particulars	Long Term	Short Term			
Entity Rating	A+	ST-2			
Outlook	St	able			
D. t. d.l.	Aluba Caralia	Death of Death of			

NAMES OF THE VALUER, IF ANY AND THE AUDITORS						
AUDITORS' OF THE COMPANY CONTACT PERSON CONTACT NUMBER						
K. M. Hasan & Co.		Tel: +88 02 9351457				
Chartered Accountants	Mr. Hedayet Ullah, FCA	Fax: +88 02 9345792				
Home Town Apartment (9th Floor)	Senior Partner	e-mail: kmh_co@yahoo.com				
87 New Eskaton Road Dhaka-1000		Website www.kmbasan.com				

Till May 06, 2018

The Company did not revalued its assets.

Rating Date

Validity

	SUMMARY OF USE OF PROCEEDS OF THE OFFER						
SL	Particulars	Required Amount (in BDT)					
1.	Loan repayment (Balance as on February 11, 2017)	185,921,482					
2.	BMRE for infrastructure Development	154,667,531					
3.	Data Center Setup	118,002,406					
4.	Wi-Fi Hotspot setup in different locations	74,204,408					
5.	Estimated IPO Expenses	29,704,173					
	Total	562,500,000					

Total		562,500,000				
	BRIEF CORPORATE DIRECTORY OF THE ISSUER					
Registered Office	Safura Tower (12th Floor), 20, Kemal A	taturk Avenue Banani, Dhaka – 1213				
Corporate Office	Faruque Rupayan Tower (17th Floor) 3	32, Kemal Ataturk Avenue Banani, Dhaka – 1213				
Chittagong Liaison Office	SFA Tower (3rd floor)132, Panchlaish, C	Chittagong – 4203				
Auditor	K. M. Hasan & Co. Chartered Accountants Hometown Apartments (8th & 9th Flo	or) 87, New Eskaton Road, Dhaka-1000				
Issue Manager	LankaBangla Investments Limited City Center (Level - 24), 90/1 Motijheel	I C/A, Dhaka – 1000				
Registrar To The Issue	ICB Capital Management Limited Green City Edge (5th & 6th Floor) 89 K	akrail, Dhaka-1000				
Legal Advisor	Syed Ishtiaq Ahmed and Associates Law Consultants and Legal Practitione Concord Ovilash (First Floor), House 6:	ers 2, Road 11A, Dhanmondi, Dhaka-1209, Bangladesh				
Tax Consu l tant	K. M. Hasan & Associates Tax/VAT/Managements Hometown Apartments (9th Floor) 87	, New Eskaton Road, Dhaka-1000				
Company Secretary	Mr. AKM Quamruzzaman					

LOCATION OF THE PROJECT

As aamra networks limited is a service oriented company therefore company does not have any specific project locations. However, most of the existing projects located both in its registered office and in the corporate office of the Company. Also, the location of the upcoming projects have been mentioned in Section - XXII of the prospectus

PRINCIPAL PRODUCTS OR SERVICES OF THE ISSUER

SL	Name of Principal Products or Services	Markets for Products or Services
(A) (B)	Internet Bandwidth, Equipment & Others	Local Market
(B)	IT Support & Software	Local Market

NAMES OF ASSOCIATES, SUBSIDIARY / RELATED AND HOLDING OF ISSUER COMPANY

The Company has no associates, subsidiary/related and holding company.

COMPARATIVE FINANCIAL STATEMENTS AND NAV, EPS, AND FINANCIAL RATIOS FOR THE LAST FIVE YEARS OR FROM COMMERCIAL OPERATION, WHICH IS SHORTER;

Auditor's Report UNDER SECTION 135(1), PARA 24(1) OF PART II OF SCHEDULE III OF THE কোম্পানি আইন, 1994

As required under section 135(1), Para 24(1) of the Companies Act 1994 aamra networks limited prepared the following statements of its assets and liabilities and operating results as at and for the half year ended on 30 June 2016 and year ended 31 December 2015, 2014, 2013 2012 and 2011 and submitted those to us for our working and for issuance of our confirmation thereon. Accordingly we have reviewed the relevant audited financial statements and hereby confirm that the following information has been correctly extracted from

those audited financial statements:
A. Statement of Financial Position

	ASSETS	Taka	Taka	Taka Restated	Taka	Taka	Taka
Α.	Non-Current Assets Property, Plant and Equipment (Net)	656.004.527	599.503.920	427 398 284	383,914,203	127,097,829	95,879,855
	Intangible assets	26,749,660	29,721,845	33,628,493	-	127,007,020	-
	Advance, Deposit & Prepayments	7,740,731	8,265,302	10,769,688	9,732,688	-	-
		690,494,918	637,491,067	471,796,465	393,646,891	127,097,829	95,879,855
	Investment in ACE IT Networks Ltd Investment on Shares & Securities		-	-	-	999,900 22,998,804	999,900 28,758,605
В	Current Assets		•			22,990,004	20,750,005
٥.	Inventories	179,385,265	106,367,669	88,861,037	30,935,148	30,914,181	7,571,293
	Trade and other receivables	96,724,905	100,924,931	93,385,433	86,774,086	58,198,936	31,249,361
	Advance, Deposit & Prepayments	99,831,479	73,976,414	51,773,433	45,907,381	48,012,902	28,302,944
	Inter Company Current Account Cash and Cash Equivalents	13,994,108	24,392,730	153,007,018	43,976,372	10,691,032 15,966,250	41,558,464
		389,935,757	305,661,744	387,026,921	207,592,988	163,783,301	108,682,062
	Total Assets (A + B)	1,080,430,675	943,152,811		601,239,878	314,879,834	234,320,422
_	EQUITY AND LIABILITIES						
C.	Shareholders' Equity	380,000,000	380,000,000	260,000,000	260.000,000	54.000.000	54,000,000
	Share capital Share premium	159,131,807	159,131,807	200,000,000	200,000,000	34,000,000	54,000,000
	Share money deposit	· · · · -	-	133,862,500	-	-	
	Retained earnings	360,025,458	296,024,605	175,943,118	95,274,975	218,801,203	143,861,739
_		899,157,265	835,156,412	569,805,618	355,274,975	272,801,203	197,861,739
D.	Non-Current Liabilities Term Loan			31,371,913	39.864.284		
	Lease Liabilities	-	-	23,356,904	60,144,717	-	-
	Deferred tax liability	15,816,386	14,093,201	7,291,323	227,237	-	-
	·	15,816,386	14,093,201	62,020,140	100,236,238	-	-
E.	Current Liabilities and Provisions						
	Current portion of Term Loan Current portion of Lease Liabilities	964.873	1,278,889	14,592,000 12,707,472	12,500,000 33,532,392	-	-
	Short term loan	93.799.204	37,002,384	148.455.460	52,584,126	18.913.869	15.952.158
	Accrued expenses	12,010,236	8,514,706	17,577,849	6,661,993	4,807,254	4,150,976
	Liabilities for others finance						
	Provision for Workers' Profit	40 000 077	44 000 407	4 404 000	2,915,580	2,880,563	1,604,375
	Participation Fund (WPPF) Trade and other payable	10,898,977 40,290,973	11,033,407 28,169,791	4,494,060 23,021,372	26,863,124	5,892,222	6,204,788
	Provision for tax	7,492,761	7,904,021	6,149,415	10,671,450	9,584,723	8,546,386
		165,457,024	93,903,198	226,997,628	145,728,665	42,078,631	36,458,683
	Total Equities and Liabilities (C+D+E)	1,080,430,675	943,152,811		601,239,878	314,879,834	234,320,422

B. The Statement of profit or loss and other comprehensive income of aamra networks limited is as under:

PARTICULARS	Half Year Ended 30-Jun-16	Year Ended 31-Dec-15	Year Ended 31-Dec-14 Restated	Year Ended 31-Dec-13	Year Ended 31-Dec-12	Year Ended 31-Dec-11
Net Revenue Cost of goods sold & services	381,639,816 (234,629,964)	662,948,637 (398,746,169)	595,085,403 (356,485,900)	515,106,448 (294,799,436)	414,952,807 (239,269,305)	336,594,140 (204,037,183)
Gross Profit Operating expenses	147,009,852 (69,234,635)	264,202,468 (122,791,162)	238,599,503 (117,726,462)	220,307,012 (109,471,820)	175,683,502 (87,297,248)	132,556,957 (69,212,626)
Operating Profit Financial expenses Other income	77,775,216 (5,313,128) 215,085	141,411,306 (8,493,527) 4,408,511	120,873,041 (35,141,345) 8,643,565	110,835,193 (22,278,565) 815,388	88,386,254 (3,696,998) (4,165,511)	63,344,331 (2,349,030) 1,580,108
Profit before WPPF Workers' Profit Participation Fund (WPPF	72,677,174 (3,460,818)	137,326,290 (6,539,347)	94,375,261 (4,494,060)	89,372,016	80,523,745	62,575,409
Profit before income tax Provision for income tax Current tax Deferred tax	69,216,356 (3,492,318) (1,723,185)	130,786,943 (3,903,578) (6,801,878)	89,881,201 (2,148,972) (2,846,842)	89,372,016 (6,671,007) (163,347)	80,523,745 (5,584,281)	62,575,409 (4,545,943)
	(5,215,503)	(10,705,456)	(4,995,814)	(6,834,354)	(5,584,281)	(4,545,943)
Net Profit after income tax Appropriations:	64,000,853	120,081,487	84,885,387	82,537,662	74,939,464	58,029,466
Opening Retained Earnings Current Year's Profit Adjustment for Deferred Tax	296,024,604 64,000,853	175,943,118 120,081,487	95,274,975 84,885,387 (4,217,244)	218,801,203 82,537,662 (63,890)	143,861,739 74,939,464	85,832,273 58,029,466
Profit Available for Distribution Dividend	360,025,457	296,024,604	175,943,118	301,274,975 (206,000,000)	218,801,203	143,861,739
Closing Retained Earnings	360,025,457	296,024,604	175,943,118	95,274,975	218,801,203	143,861,739
Earning Per Share @ Tk. 10 each (Restated)*	1.68	3.16	2.23	2.17	1.97	1,53
No. of Share of Tk. 10 each (Restated)	38,000,000	38,000,000	38,000,000	38,000,000	38,000,000	38,000,000
*The face value of ordinary shares of aa	mra networks lin	nited has been r	efixed to Taka 1	0 from Taka 100	on 5th June 20	13. Accordingly

number of restated shares has increased and restated EPS has decreased respectively

Year	Cash Dividend	Stock Dividend	Total Dividend
2016 (Half year)	0%	0%	0%
2015	0%	0%	0%
2014	0%	0%	0%
2013	0%	381%	381%
2012	0%	0%	0%
2011	0%	0%	0%

- a. The company was incorporated on 10th January 2001 as private company limited by share and converted to public company 'limited by share on 8th May 2013 with Registrar of Joint Stock Companies and Firm
- b. The Statement of Financial position as at 30 June 2016, 31st December 2015, 2014, 2013, 2012 and 2011 of the Company has been duly C. The Statement of profit or loss and other comprehensive income for the half year ended on 30 June 2016 and year ended on 31st
- December 2015, 2014, 2013, 2012 and 2011 of the Company has been duly audited by us. d. Figures related to previous years have been rearranged whenever considered necessary.

Place: Dhaka

Place: Dhaka

NAV

Date: 16 November 2016

K.M. HASAN & CO.

Ratio Analysis Auditor's certificate regarding calculation of EPS and Ratios

We have examined the following accounting ratios of aamra networks limited for the year ended 31st December 2015, 2014, 2013, 2012 and 2011 as submitted to us by its management. The preparation of these ratios is the responsibility of the company's management. Our responsibility is to review them and certify as to whether they have been properly prepared using acceptable principles on the basis of

Based on our review, we hereby certify that the Company has properly prepared the following ratios for the years using acceptable principles and on the basis of audited financial statements as stated below

SI.	Financial Ratio	Formula	31-Dec-15	31-Dec-14	31-Dec-13	31-Dec-12	31-Dec-11				
Liq	uidity Ratio										
1	Current Ratio	Current Assets	3.26	1.70	1 1 1 1 1 1 1 1	1.42 3.89	2.98				
	Sanoniriado	Current Liability	0.20	1			2.00				
2	Quick Ratio	Current Assets less Inventory	2.12	1.31	1.21	3.16	2.77				
-	Quick Hallo	Current Liabilities	2.12	1.01	1.21		2.11				
3	Times Interest Earned Ratio	EBIT	18.25	3.79	5.49	.49 23.19	28,44				
J	Times interest Lamed Natio	Interest Expense	10.23	0.75		20.10	20.44				
4	Debt Equity Ratio (In times)	Total Debt	0.05	0.53	0.56	6 0.07	0.08				
7	Debt Equity (Maile (Mailes)	Total Shareholders Equity	0.00	0.00	0.00		0.00				
Оре	erating Ratios										
1	Accounts Receivable Turnover Ratio (In times)	Revenue	6.82	6,61	7,11	9,28	11,22				
	7 toodanis receivable ramover reado (in times)	Average Receivable	0.02	0.01	7.11	0.20	11.22				
2	Inventory Turnover Ratio (In times)	Cost of Revenue	4.08	5.95	9.53	12.43	42.60				
_	inventory rumover reado (in times)	Average Inventory	4.00	0.00	3.55	12.43	42.00				
3	Asset Turnover Ratio (In times)	Revenue	0.74	0.82).82 1.12	1.51	1.66				
0	Asset fulfiover reado (in times)	Average Total Assets	0.74	0.02			1.00				
Pro	fitability Ratio										
1	Gross Margin Ratio %	Gross Profit*100	39.85%	40.10%	40.10% 42.77%	42.34%	39.38%				
1	Gloss Margin Ratio 76	Revenue	39.03/6 40.10	40.10%			39.30%				
2	Operating Profit Ratio %	Operating Profit*100	21,33%	20,31%	1% 21.52%	21.30%	18.82%				
2	Operating Front Natio 76	Revenue	21.00/0	21.33% 20.31%			10.02 /0				
3	Net Profit Ratio %	Net Profit After Tax*100	18.11%	14 260/	14.26% 16.02%	18.06%	17.24%				
J	Net Floit Ratio /6	Revenue	10.1176	14.20%			17.24%				
4	Return on Assets Ratio (ROA) %	Net Profit After Tax*100	13.33%	11 620/	11.63% 18.02%	% 27.29%	28.59%				
+	Retuin on Assets Ratio (ROA) %	Average Total Assets	13.33%	11.03%		21.2970					
5	Return on Equity Ratio (After Tax)%	Net Profit After Tax*100	14.38%	19.47% 23.23%	27,47%	29.33%					
)	Return on Equity Ratio (After Tax)%	Total Shareholders Equity	14.30%	19.47%	23.23%	21.4170	29.55%				
3	Earning Per Share Ratio (EPS)	Net Profit After Tax	3.16	2.23	2.17	1,97	1.53				
)	Editing Fer Share Natio (EFS)	No. of Ordinary Share	3.10	2.23	2.17	1.97					
7	EBITDA Margin	EBITDA*100	30.63%	30.58%	58% 29.26%	26.75%	25.37%				
'	EBITDA Margin	Revenue	30.03%	30.30%							
Cov	verage Ratios										
1	Debt to total Assets Ratio	Total liabilities	0.11	0.34	0.41	0.12	0.10				
ı	Debt to total Assets Ratio	Total assets	0.11	0.34	0.41	0.13	0.16				
	Dalidon in Oranga Bulin	Net Operating Income	0.00		2.00	2.00	0.00		4.40	1.54	0.40
2	Debt Service Coverage Ratio	Total Debt Service	0.60	0.47	1.13	4.51	9.18				
Cas	h Flow	101111111111111111111111111111111111111									
_		Operating Cash Flow	0.01	0.10			44.70				
1	Net Operating Cash Flow Per Share	No. of Ordinary Shares	3.91	3.13	4.88	4.40	11.78				
2	Net Operating Cash Flow Per	Net operating cash flow per share									
-	Share/Earning Per Share (EPS)	Earning Per Share (EPS)	1.24	1.40	2.25	2.23	7.71				
	Onaro/Lanting Fer Shale (LFS)	Lanning Fer Shale (EPS)	1	'	20	20					

K.M. HASAN & CO. **Chartered Accountants**

31-Dec-15 31-Dec-14 31-Dec-13 31-Dec-12 31-Dec-11 16.77 13.66 50.52 36.64

NAME, ADDRESS AND SHORT DESCRIPTION OF EACH OF THE DIRECTORS

Name, Address: And Short Description of Each of THE Directors

Mr. Syed Faruque Ahmed, Chairman (Nominated Director of aamra holdings limited)

Address: House # 1/A, Road No # 84, Gulshan-2, Dhaka

Syed Faruque Ahmed is the current Chairman of aamra networks limited as well as aamra Companies (formerly known as The Texas Group Bangladesh) and is one of its founder shareholders. The aamra Companies are a dynamic, futuristic and leading business group in the country involved in a wide range of businesses sectors like the Garments & Textile, ICT. Mr. Faruque a post-graduate in Finance, helped starting the opening companies of aamra as one of the founder shareholders. He was the Director Finance of the Group from 1985. After having played a key role in setting up the Group's export oriented readymade garment business unit from 1985 to 1988, he left for USA in 1988 in pursuit of exploring the Group's garment export market. Through his 4 years stay in the U.S., he garnered a much wider exposure to the garment industry, in particular the US garment industry, as well as gained a rare insight into the corporate America. Upon returning home, Mr. Faruque engaged himself back into the family business with an added zeal to improve the processes and operations; much from what he learnt in the US. He successfully implemented computer automation throughout the Group companies for MIS and Accounting that eventually had far reaching implications on the rapid growth and success of aamra Companies. His effort in establishing the vigorous use of IT throughout the organization, for example in initiating use of network computing in the areas of Accounting, Sales and Production, resulted in huge savings of time and resources, as well as immensely improved the dynamism and responsiveness of the Group. Mr. Favuque takes the learn in the Internal development of the aamra organizations and plays an active role in continual improvements in Human Resources of prograted foroup. Mr. Favuq feathed Ahmedi. Managing Director (Nominated Director

Mr. Syed Farhad Ahmed, Managing Director (Nominated Director of aamra resources limited)
Address: House # 1/A, Road No # 84, Gulshan-2, Dhaka

Mr. Syed Farhad Ahmed, Managing Director (Nominated Director of aamra resources limited)
Address: House # I/A, Road No # 84, Gulshan-2, Dhaka
Syed Farhad Ahmed, a well acknowledged marketing expert and the driver of many successful business ventures
in Bangladesh, leads one of the most successful IT companies in Bangladesh, aamra networks Limited, as well as
aamra Companies, as its Managing Director. Mr. Farhad is a founder shareholder of aamra Companies (formerly
known as The Texas Group Bangladesh) and started his career immediately after university graduation in the
groups garments venture in 1985 (set up by his late father Mr. SSF Ahmed, a renowned Chartered Accountant of
the country's its Director of Operations. With this aspiration he concentrated on expanding business in new areas
and in the country's ICT field to boost the overall growth and advancement of the country. Under his able
leadership, combined with his charismatic personality and motivational capabilities, he tends to bries in all of aamra's team members. Taking the responsibility of overseeing the operations of the Group's 11
companies dealing with ICT (Information & Communication Technology), Garments & Textile and Lifestyle and HR
Development as its Managing Director, he also directly oversees aamra group's sales and marketing initiatives. Mr.
Farhad has been an active participant in numerous business and professional organizations including;
France-Bangladesh Chamber of Commerce & Industry, Bangladesh Garments Manufactures and Exporters
Association, Bangladesh Computer Samity and Internet Service Providers Association of Bangladesh. Farhad was
also an Executive Committee Member & Vice Chairman, Marketing Committee of the Bangladesh Cricket Board. He
is a past president of France-Bangladesh Chamber of Commerce & Industry.
Ms. Syeda Munia Ahmed, Nominated Director of aamra holdings limited
Address: House # I/A, Road No # 84, Gulshan-2, Dhaka
Syeda Munia Ahmed, Naminated Director of aamra networks limited.

Ms. Fahmida Ahmed, Nominated Direc

Address: House # 1/A, Road No # 84,Gulshan-2, Dhaka
Fahmida Ahmed, daughter of Late Khalid Ibrahim, was born in 1972. After completing her graduation, Fahmida
became the Director of aamra networks limited and has been participating in making various policies and
regulations of ANL. Fahmida plays an active role in guiding the marketing and promotional activities of ANL,
including assisting the management in identifying and securing sponsorship opportunity for increasing the brand
value of ANL.

walue of ANL.

Mr. Mahbub Mustafizur Rahman, Independent Director
E-9, Sky View Garden, 77/1, Shantinagar, Dhaka-1217
Mr. Mahbub Mustafizur Rahman is a well-known and coveted figure in the Banking & Financial sector of Bangladesh. Mr. Rahman, completed his MBA from the reputed Institute of Business Administration, Dhaka University and joined Bangladesh Development Bank Limited (then named as BSRS) in 1976. During his tenure in BDBL, he worked in different significant positions. He was largely responsible for implementation of several critical projects and loan recovery including security enforcement. He held the position of Assistant General Manager (AGM) when he left BDBL in the year 1993. He later joined Pubali Bank in 1994 where he was responsible for wholesale, retail syndication, SME & consumer credit related operation. He retired from Pubali Bank in the year of 2011 as the Deputy Managing Director. During his illustrious professional career, he attended several overseas training in Indonesia, Nepal, Singapore and USA. Currently he is working as the Training Facilitator & Consultant, Financial Excellence, Ltd. inancial Excellence Ltd.

rmancial excellence Ltd.
Mr. Rahman joined the board of aamra networks limited in the year 2016 as Independent Director, since then he has made invaluable contribution in preparing organization policies of aamra networks limited.

PUBLIC ISSUE APPLICATION PROCESS

- PUBLIC ISSUE APPLICATION PROCESS

 Application for Subscription

 1. Application for shares may be made for a minimum lot for 100 ordinary shares to the value of Tk. 3,500/- (Three Thousand Five Hundred) only. Prospectus may be obtained from the Registered Office of the Company, members of Dnaka Stock Exchange Limited, Chitagong Stock Exchange Limited, Application for more than two (2) persons will not be considered for allowment purpose.

 Joint application form for more than two (2) persons will not be considered for allowment purpose.

 John application form 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. subscription closing date).

 Where the applicant maintains customer account, within the cut-off date (i.e. subscription closing date).

 By Account Number Number of Securities application/buy instruction for the shall contain the Customer (1) A since BO Account Number Number of Securities applied for, fold Amount and Category of the Application.

 Application/buy instruction must be in full name of individuals or limited companies or trusts or societies and not in the name of firms, minors or persons of unsound minind. Application/buy instruction from insurance, financial and market intermediary companies and limited companies must be accompanied by Memorandum and Articles of Association.

 An applicant cannot submit more than two applications so ein hisher own name and the other jointly with another person. In case an applicant submit more than two applications will be treated as invalid and will not be considered for latery and the Commission will forfeit 15% of the subscription money.

 Making of any false statement in the application.

 The applicants who have applied for more than two applic

- ish for this purpose. Ion money collected from successful NRB applicants in US Dollar or UK Pound Sterling or EURO shall be SEC accounts opposed by the Company for IDO purpose are as follows:
- Bank and Branch
 2.
 AAMRA NETWORKS LIMITED
 UK Pound Sterling
 1501203495396003

 3.
 AAMRA NETWORKS LIMITED
 EURO
 1501203495396004

্রির, স্বিন্সালন মান্দের ক্রিন্সালাচ্চ । নি, ক্ষতিগ্রস্থ ক্রুদ্র বিনিয়োগকারীগণ সকল পাবলিক ইস্যাতে একক অথবা ঝৌষ হিসাবের যে কোনটি অথবা উভয়টি হতে সংরক্ষিত কোটায় আবেদন ক্রুতে পারবেদ। তবে তারা ইচ্ছা করলে ক্ষতিগ্রস্থ সংরক্ষিত কোটায় আবেদন না করে সাধারণ বিনিয়োগকারীদের APPLICATIONS NOT IN CONFORMITY WITH THE ABOVE REQUIREMENTS ARE LIABLE TO BE REJECTED.

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Step-1 (Applicant)

An applicant for public issue of securities shall submit application/huy instruction to the Stockbroker/ Merchant Banker where the applicant maintains customer account, within the cut-off date (i.e. the subscription dosing date), which shall be the 23° (twenty fifth) working day from the date of publication of abridged version of prospects from, which shall contain the Customer ID, Name.

The application humbly instruction for Stockbroker of the Stockbroker of the Application than the Customer ID, Name.

Other than non-resident Bangladesh (NRB) and Foreign applicants shall make the application more yand as 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 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 as ingle draft against Qitwo) applications made by him/her, i.e. one in his/fire own name and the other jointly with another person. The draft (FDD) shall be issued by the Banker have the applicant in the same time, the applicant is the applicant foreign applicants with the Stockbroker/Merchant Banker to the applicant

Step-2 (Intermediary)

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

**Arcount The Stockbroker/Merchant Banker shall:

**Arcount Banker s

ount."The Stockbroker/Merchant Banker shall:
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;
accumulate all the application/buy instructions received up to the cut-off date, deposit the amount in the "Public Issue
Application Account" amintained with its bank within the first banking hour of next working day of the cut-off date. In case
of application submitted by the Stock-dealer or the Merchant Banker's own portfolio, the application amount should also be
transferred to the "Public Issue Application Account";
instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.

Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and

Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handwer it to the respective Stockbroker/Merchant Banker.
 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.
 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 — spenator) format, the certificate(s) issued by its banker, the Exchange, shy the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and a complex of the list ontaining the draft information. Exchanges shall be preserved be banker's certificate is their custody.
 The application/Duy instructions shall be preserved by the Stockbroker/Merchant Bankers up to 6 months from listing of the securities with exchange.

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

from the date of reporting to the Commission and the exchanges, it will not held the date of reporting to the Commission and 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 format with digital signatures and send those to respective Exchange in electronic format with digital signatures and send those to allotted shares to the respective BO accounts.

Step-4 (Intermediary)

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:

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 for:

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) 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 shall unslock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's Escrow' account

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 application stop the Issuer's Escrow's account to the Issuer's Escrow's accounts and send documents to the Eschange evidencing details of the remittances made to the respective Escrow's accounts of the Issuer's the Issuer's Escrow's account stop the Issuer'

The Issuer, Issue Manager(s), Stockbrokers and Merchant Bankers shall ensure compliance of the above. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged

prospectus. proposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking nount deposited by the applicants shall not be used by the Stockbrokers/Merchant Bankers for any purpose other than

22. Amount deposited and plocked in the Prudic Issue Application Account sharing to enumerate and an account and 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 daimed by the Exchange concerned up to an amount of Tk.2.00,000.00 (taka two lat) 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. It is a statement of the statement of the remittance and rafts sent is such as the statement of the remittance and rafts sent. It is such as the statement of the remittance and rafts sent of the statement of the remittance and rafts sent of the remittance an

All eligible Stock Brokers and Merchant Bankers shall receive the IPO Subscription.