

“শেয়ার বাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন”

ABRIDGED VERSION OF RIGHTS SHARE OFFER DOCUMENT

Date: June 20, 2016

Rights Offer of 52,335,028 Ordinary Shares of Tk.10/- each (at par) totaling Tk.523,350,280.00 offered on the basis of 1(R): 1 (i.e. One right share for One existing share) on the record date.

RECORD DATE FOR ENTITLEMENT OF RIGHTS OFFER

| | | |
|---|---------------------------|---------------------------|
| Record Date | July 21, 2016 | |
| Date of Subscription | Opens On: | Closes On |
| | September 01, 2016 | September 29, 2016 |
| Within Banking Hours Both Days Inclusive | | |

MANAGER TO THE ISSUE



Citizen Securities & Investment Limited

Al-Razi Complex, 165-167 Shaheed Syed Nazrul Islam Sarani
Suite # G-802 (8'h Floor), Purana Paltan, Dhaka 1000.
Phone: 880-2-9514542, 9515439; Fax: 880-2-9570546,
E-mail: ceo@citizensecurities.com
Website: www.citizensecurities.com

FULLY UNDERWRITTEN BY

| | |
|---|--|
| Citizen Securities & Investment Limited Al-RaziComplex, 165-167 Shaheed Syed Nazrul Islam Sarani Suite # G-802 (8'h Floor), Purana Paltan, Dhaka-1000. | First Securities Services Limited 166-167 Al Raji Complex, Suite# 702, 703, Bijoy Nagar Purana Paltan, Dhaka- 1000. |
| Banco Finance And Investment Limited Baitul View Tower (11th floor), 56/1 Purana Paltan, Dhaka-1000. | Alpha Capital Management Limited National Scout Bhaban (5th floor), 70/1, Inner Circular Road, Dhaka-1000. |
| Prime Finance Capital Management Limited 63, Dilkusha C/A (3rd Floor), Dhaka-1000. | |

AUDITORS' INFORMATION

ATA KHAN & CO.

Chartered Accountants
67, Motijheel C/A, 1st Floor, Dhaka-1000, Bangladesh
Phone: +88 02 9118150; Fax: +88 01 9567351; Email: maqbul.ahmed@yahoo.com



Bangladesh Thai Aluminium Limited

BTA Tower (14th Floor)
29, Kemal Ataturk Avenue, Road No. 17; Banani C/A, Dhaka-1213.
Telephone: +880-2-9821574-77, **Fax:** +880-2-9821573
E-mail: bta@btaalu.com; **Website:** www.btaalu.com
Factory: Chandra, Kaliakor, Gazipur, Dhaka.

DISCLAIMER

As per provision of the Depository Act, 1999 and regulation made there under, rights share shall only be issued in dematerialized condition. An applicant must apply for allotment of rights shares mentioning his/her Beneficiary Owner (BO) Account number in the application form.

SPECIAL NOTE

Please read the ROD carefully which includes "risk factors" before taking your investment decision.

Payments for the full value of shares applied for shall be made with designated branches of bankers to the issue by cash/pay order/demand draft payable to "Bangladesh Thai Aluminium Limited" and crossed. The pay order/demand draft for payment of share price must be drawn on a company in the same town to which the application form has been submitted. It is to be noted that all transactions above tk.1.00 lac must be effected through demand draft/crossed cheque/pay orders.

AVAILABILITY OF RIGHTS SHARE OFFER DOCUMENT

The issuer shall deliver offer document to the shareholders as required by rule 9(1)(e) of the Securities and Exchange Commission (Rights Issue) Rules, 2006. Moreover, rights shares offer document is available in the following addresses:

| Name & Address | Contact Person | Telephone/Fax Number | Website/E-mail Address |
|---|---|--|--|
| Bangladesh Thai Aluminium Limited BTA Tower (14th Floor), 29, Kemal Ataturk Avenue Road No. 17; Banani C/A, Dhaka-1213. Factory: Chandra, Kaliakor, Gazipur, Dhaka. | Ashim Kumar Barua Company Secretary | +880-2-9821574-77 +880-2-9821573 | www.btaalu.com bta@btaalu.com |
| Citizen Securities & Investment Limited Al-RaziComplex 165-167 Shaheed Syed Nazrul Islam Sarani Suite#G-802 (8 th Floor), Purana Paltan, Dhaka-1000. | Tahid A. Chowdhury FCCA, UK Managing Director & CEO | +88 02 9514542 +88 02 9515439 +88 02 9570546 | www.citizenscurities.com ceo@citizenscurities.com |

| STOCK EXCHANGES | AVAILABLE AT | CONTACT NUMBER |
|--|--------------------|--|
| Dhaka Stock Exchange Limited (DSE) Stock Exchange Building, 9/F, Motijheel C/A, Dhaka - 1000 | DSE Library | Tel: +88 02 956 46 01-7, 02 966 69 44-8 Fax: +88 02 956 97 55 |
| Chittagong Stock Exchange Limited (CSE) CSE Building, 1080, Sheikh Mujib Road, Chittagong - 4100 | CSE Library | Tel: +88 031 714 632-3, 031 720 871 +88 02 951 39 11-15 Fax: +88 031 714 101 |

CORPORATE STATUS AND BACKGROUND

Bangladesh Thai Aluminium Limited was incorporated in Bangladesh under the Companies Act 1913 on June 18, 1979 for Manufacturing and Marketing of High Quality Aluminium profiles for doors, windows, curtain walls etc. At present the paid up capital of the company is BDT Tk.52,33,50,280.00 and authorized capital is BDT 200.00 Crore.

| | |
|---|---|
| Corporate Headquarters and Registered Office | : BTA Tower, 29 Kemal Ataturk Avenue, Banani Commercial Area, Dhaka 1213. Phone: (PABX) 88-02-9821574-77, Fax: 880-2-9821573; Email: bta@btaalu.com ; Web: www.btaalu.com |
| Factory | : Haritakitala, Kaliakoir, Gazipur. |
| Date of incorporation | : 18 June 1979. |
| Commercial Production | : 8 February 1981 in: Unit-1", 30 September 1990&01 May 2003 in "Unit-2". |
| Principal Business Line | : Manufacturing and Marketing of high quality Aluminium Profiles for doors, windows, curtain walls etc. |
| Listing Status : | : Public Listed Company. |
| Listing date | : 1990 |
| Stock Exchange Listing | : Dhaka and Chittagong. |
| Authorized Capital as on 30/06/15 | : BDT 200 Crore |
| Paid-Up-Capital as on 30/06/15 | : BDT 523,350,280.00 |
| Number of Shareholders as on 28 May 2015 | : 17392. |
| Face value of Share | : BDT 10.00 |
| Current market price per Shares | : BDT 37.20= as on 08/07/2015. |
| Production Capacity | : 400 M. Tons per month. |
| Number of Employees | : 714 excluding casual and piece rated workers. |

NATURE OF BUSINESS

The Company was engaged in manufacturing and sale of anodized / powder coated aluminium sections in its Unit No. 2 and fabrication and sale of aluminium door/windows and hardware, glass false ceiling boards, aluminium composite panels/sheets, accessories etc. in Unit No. 1

PURPOSE AND IMPLEMENTATION SCHEDULE OF RAISING FUND THROUGH RIGHTS ISSUE

The Company has decided to issue rights shares in order to pay off partial debt and expand the production capacity.

Utilization of Rights Issue Fund:

| Description | BDT |
|--|-----------------------|
| Land Development (Annexure: 1) | 30,008,000.00 |
| Building and Civil Works (Annexure: 2) | 81,340,000.00 |
| Imported Machinery (Annexure: 3) | 65,610,478.00 |
| Local Machineries, Equipment, Vehicles (Annexure: 4) | 49,071,285.00 |
| Investment on Product Diversification | 27,099,669.00 |
| Working Capital (Annexure: 5) | 157,170,848.00 |
| For repayment of Existing Loan | 100,000,000.00 |
| Deposits as security money | 1,000,000.00 |
| Rights Issue Related Expenses | 12,050,000.00 |
| Total | 523,350,280.00 |

Note: The projection has been made on estimated cost and may vary from 5% to 15%.

Means of Finance:

| | |
|--------------------|-----------------------|
| Rights Issue offer | 523,350,280.00 |
| Total | 523,350,280.00 |

Annexure: 1- Break up of Land Development

| Sl. No. | Particulars | Unit (SFT) | Value Per SFT (Tk.) | Total Value(Tk.) | Time of Implementation |
|--------------|--|-------------|---------------------|----------------------|--|
| 01 | Earth Filling & Dressing (57,499.20 Sft X12'- 02") | 691,200Sft. | 15.00 | 10,368,000.00 | Within six (06) month from receipt of Right issue fund |
| 02 | Soil Retention Wall (982'- 0" X 4' – 0") | 7856 Sft. | 2,500.00 | 19,640,000.00 | Within one (01) year from receipt of Right issue fund |
| Total | | | | 30,008,000.00 | |

Annexure: 2- Break up Building & Civil works

| Sl. No. | Particulars | Unit (SFT) | Value Per SFT (Tk.) | Total Value(Tk.) | Time of Implementation |
|--------------|---|------------|---------------------|----------------------|---|
| 01 | Anodizing & Extrusion Plant [Annexure: A] | 12200 Sft. | 3000.00 | 36,600,000.00 | Within one (01) year from receipt of Right issue fund |
| 02 | Powder Coating Plant [Annexure: B] | 8320 Sft. | 2000.00 | 16,640,000.00 | Do |
| 03 | Office Building of Staff [Annexure: C] | 7000 Sft. | 2500.00 | 17,500,000.00 | Do |
| 04 | Generator House [Annexure: D] | 500 Sft. | 1600.00 | 800,000.00 | Do |
| 05 | Godown of Lab Quarter [Annexure: E] | 5000 Sft. | 1600.00 | 8,000,000.00 | Do |
| 06 | Maintenance Workshop [Annexure: F] | 1000 Sft. | 1800.00 | 1,800,000.00 | Do |
| Total | | | | 81,340,000.00 | |

Annexure: A - Anodizing & Extrusion Plant

ANODIZING & EXTRUSION PLANT (12200 SFT)

| SL | Floor | Description of Items | Unit | Qty | Rate | Amount(tk) | Remarks |
|----|-------------------------|--|------|---------|----------------|-------------------|---------|
| | | Land Development | | | | | |
| 1 | Under-ground | Foundation : Earth work in excavation in foundations up to a depth of 6' & disposing of all excavated materials to a safe distance including bailing out water,back filling of sites of trenches up to the original level,Back filled materials shall be compacted to a density comparable with the adjacent undisturbed materials . all complete. Volume = 9'x9'x6'X35 nos (foundation) | cft | 17010 | 32 | 544320 | |
| 2 | Under-ground | Palisades work around foundations (With drum sheets ,rod, bamboos,Spikes, and G.I. wires all complete) to protect foundations . Volume={(200+61)x2+20x2}'x10' | sft | 5620 | 46 | 258,520 | |
| 3 | Under-ground | Earth filling in foundation trenches and plinth in 150 mm layer with earth including carrying , watering ,levelling and consolidating each layer up to finished level of 12'height. Volume ={(17010 + (240'x81')x 12')} =17010+ 233280= 250290 | cft | 250290 | 34 | 8,509,860 | |
| 4 | Under-ground | Sand filling on the prepared foundation bed with sand of FM 0.80 in difficult areas with 150 mm in thickness in each layer including carrying,placing in conformity with the profile ,waring,compection etc.all complete. | cft | 20073 | 38 | 762,774 | |
| 5 | Under-ground | Brick Flat Soling in Foundation Bed with 1st class bricks .Vol =7.5'x7.5'x35 nos foundation | Sft | 1968.75 | 48 | 94,500 | |
| | | R.C.C work | | | | | |
| | | In Foundation (1:1.5:3) | Cft | 1760 | 265 | 466,400 | |
| | | In Short Clmn(1:1.5:3) | Cft | 1942.5 | 265 | 514,763 | |
| | | In Grade Beam (1:2:4) | Cft | 2718 | 262 | 712,116 | |
| 6 | Under-ground | Shutter Work | | | | | |
| | | In foundation | sft | 1500 | 44 | 66,000 | |
| | | In Short Clmn | sft | 2704 | 44 | 118,976 | |
| | | In Grade Beam | sft | 5645 | 44 | 248,380 | |
| 7 | Under-ground and ground | Supply & Fabrication M.S High Strength Deformed Bar (413 mpa) including foundation,short clmn,G.Beam and Superstructure's clmns & Lintels | Ton | 16 | 49000 | 784,000 | |
| 8 | Ground | Floor Finishing Work | | | | | |
| | | 1st Class Brick Flat Soling in Floor | sft | 12200 | 48 | 585,600 | |
| | | 6"C.C work in floor | cft | 6100 | 262 | 1,598,200 | |
| | | Terrozo Tiles Work on floor | sft | 12200 | 130 | 1,586,000 | |
| 9 | Ground | Peripheral(Super Structure) 5" Bricks Works | sft | 6264 | 68 | 425,952 | 12'ht |
| | | Peripheral(Super Structure) Plaster Works | sft | 12528 | 51 | 638,928 | |
| 10 | Ground | Superstructure Work | | | | | |
| | | Steel Structure | | | | | |
| | | Steel Clmn ,Raftar,Purlin ,Girt,Base Plate , Joint Plates,Purlin & Girt Cleats Template,Nut and Bolts. | Sft | 12,200 | 490 | 5,978,000 | |
| | | Roof and Both side wall sheeting,capping, Flashing,Fasteners,Gutter,Down Pipe,End stop,Gable Runner,Trims etc. | | | | | |
| | | 12 mm dia Cable Bracing on Roof | | | | 95,313 | |
| | | 10 mm dia Sag Rod on Roof | | | | 32,993 | |
| | | Steel parts carrying & erection cost | | | | 403,245 | |
| | | And | | | | | |
| | | Double Babble Insulation | Sft | 11,994 | 18 | 215,892 | |
| | | Sky Light | pcs | 24 | 4,500 | 108,000 | |
| | | Canopy ((25'-3"x 8') | pcs | 1 | | 69,000 | |
| | | Canopy (31'-3"x 8') | pcs | 1 | | 76,998 | |
| | | Steel Sliding Door(16'x14') | pcs | 1 | | 120,000 | |
| | | Industrial Louver(1000 mmmx1200 mm) | pcs | 7 | 8,500 | 59,500 | |
| | | | | | | 25,074,230 | |
| 11 | | Electrical Works : | | | | | |
| | | Electrical Works @ 8% of Civil works | | | | 2,005,938.36 | |
| 12 | | R.C.C Drain Making arround Annodization Tank (8"Thick Wall and Slab)all complete | | | | | |
| | | DepthxWidthxLength= {(10x2)' + 3.5'}x 100'x 2 | sft | 4700 | 322 | 1513400 | |
| | | Reinforcement for Drain (413 MPA) =4700 * 5`kg | Ton | 16 | 49,000 | 784,000 | |
| 13 | | Annodization Steel Tanks (28 nos) (Volume =29'x 4'6"x 8' x 28 nos) | | | | | |
| | | Steel Wall Area= (29'+4.5')x 2x 8'x 28= 15008 sft | Sft | 15008 | 278 | 4172224 | |
| | | Tank R.C.C Base(8" Thick) Area =29'x 4.5 x28 | Sft | 3654 | 272 | 993888 | |
| | | Acid proof PVC coating in Tank | sft | 17136 | 120 | 2,056,320 | |
| | | | | | Total = | 36,600,000 | |

Annexure: B - Powder Coating Plant

POWDER COATING PLANT (8320 SFT)

| SL | Floor | Description of Items | Unit | Qty | Rate | Amount(tk) | Remarks |
|----|-------------------------|--|------|--------|-----------------|-------------------|---------|
| | | Land Development | | | | | |
| 1 | Under-ground | Foundation : Earth work in excavation in foundations up to a depth of 6' & disposing of all excavated materials to a safe distance including bailing out water,back filling of sites of trenches up to the original level,Back filled materials shall be compacted to a density comparable with the adjacent undisturbed materials . all complete. Volume = 9'x9'x6'X24 nos (foundation) | cft | 11664 | 32 | 373248 | |
| 2 | Under-ground | Palisades work around foundations (With drum sheets ,rod, bamboos,Spikes, and G.I. wires all complete) to protect foundations . Volume={{(180.5+46.1)x2+20x2}'x10'} | sft | 4932 | 46 | 226,872 | |
| 3 | Under-ground | Earth filling in foundation trenches and plinth in 150 mm layer with earth including carring , watering ,levelling and consolidating each layer up to finished level of 9'height. Volume =(11664 + (200'x66')x 9') =11664+ 118800= 130464 | cft | 130464 | 34 | 4,435,776 | |
| 4 | Under-ground | Sand filling on the prepared foundation bed with sand of FM 0.80 in difficult areas with 150 mm in thickness in each layer including carring,placing in conformity with the profile , warering,compection etc.all complete. | cft | 9564 | 38 | 363,432 | |
| 5 | Under-ground | Brick Flat Soling in Foundation Bed with 1st class bricks .Vol =6'x6'x24 nos foundation | Sft | 864 | 48 | 41,472 | |
| | | R.C.C work | | | | | |
| | | In Foundation (1:1.5:3) | Cft | 1452 | 265 | 384,780 | |
| | | In Short Clmn(1:1.5:3) | Cft | 888 | 265 | 235,320 | |
| | | In Grade Beam (1:2:4) | Cft | 1853 | 262 | 485,486 | |
| 6 | Under-ground | Shutter Work | | | | | |
| | | In foundation | sft | 1200 | 44 | 52,800 | |
| | | In Short Clmn | sft | 2056 | 44 | 90,464 | |
| | | In Grade Beam | sft | 4849.4 | 44 | 213,374 | |
| 7 | Under-ground and ground | Supply & Fabrication M.S High Strength Deformed Bar (413 mpa) including foundation,short clmn,G.Beam and Superstructure's clmns & Lintels | Ton | 14 | 49000 | 686,000 | |
| 8 | Ground | Floor Finishing Work | | | | | |
| | | 1st Class Brick Flat Soling in Floor | sft | 8320 | 48 | 399,360 | |
| | | 3"C.C work in floor | cft | 2080 | 259 | 538,720 | |
| | | Terrozo Tiles Work on floor | sft | 8320 | 130 | 1,081,600 | |
| 9 | Ground | Peripheral 5"Bricks Works | sft | 4500 | 68 | 306,000 | |
| | | Peripheral Plaster Works | sft | 9000 | 51 | 459,000 | |
| 10 | Ground | Superstructure Work | | | | | |
| | | Steel Structure | | | | | |
| | | Steel Clmn ,Rafter,Purlin ,Girt,Base Plate , Joint Plates,Purlin & Girt Cleats Template,Nut and Bolts. | Sft | 8,320 | 490 | 4,076,800 | |
| | | Roof and Both side wall sheeting,capping, Flashing,Fasteners,Gutter,Down Pipe,End stop,Gable Runner,Trims etc. | | | | | |
| | | 12 mm dia Cable Bracing on Roof | | | | 65,000 | |
| | | 10 mm dia Sag Rod on Roof | | | | 22,500 | |
| | | Steel parts carring & erection cost | | | | 275,000 | |
| | | And | | | | | |
| | | Double Babble Insulation | Sft | 10,277 | 18 | 184,986 | |
| | | Sky Light | pcs | 21 | 4,500 | 94,500 | |
| | | Canopy ((17'-3"x 8') | pcs | 1 | | 56,418 | |
| | | Canopy (21'-3"x 8') | pcs | 1 | | 79,000 | |
| | | Steel Sliding Door(16'x14') | pcs | 1 | | 120,000 | |
| | | Industrial Louver(1000 mmx1200 mm) | pcs | 7 | 8,500 | 59,500 | |
| | | | | | | 15,407,408 | |
| 11 | | Electrical Works : | | | | | |
| | | Electrical Works @ 8% of Civil works | | | | 1,232,592.61 | |
| | | | | | G.Total= | 16,640,000 | |

Annexure: E – Go down of Lab Quarter

Godown of Lab Quarter(5000 Sft)

| SL | Floor | Description of Items | Unit | Qty | Rate | Amount(tk) | Remarks |
|----|-------------------------|--|------|-------|-----------------|------------------|-----------------------|
| | | Land Development | | | | | area=100' x50'=500 |
| 1 | Under-ground | Foundation : Earth work in excavation in foundations up to a depth of 5' & disposing of all excavated materials to a safe distance including bailing out water,back filling of sites of trenches up to the original level,Back filled materials shall be compacted to a density comparable with the adjacent undisturbed materials . all complete. Volume = 6'x6'x5'X16 nos (foundation) | cft | 2880 | 32 | 92160 | |
| 2 | Under-ground | Earth filling in foundation trenches and plinth in 150 mm layer with earth including carring , watering ,levelling and consolidating each layer up to finished level of 6'height. Volume =120'x60'x 6' = 43200 | cft | 43200 | 34 | 1,468,800 | |
| 3 | Under ground | Sand filling on the prepared foundation bed with sand of FM 0.80 in difficult areas with 150 mm in thickness in each layer including carring,placing in conformity with the profile ,warering,compection etc.all complete. | cft | 6000 | 38 | 228,000 | |
| 4 | Under-ground | Brick Flat Soling in Foundation Bed with 1st class bricks .Vol =6'x6'x16 nos foundation | Sft | 576 | 48 | 27,648 | |
| | | R.C.C work | | | | | |
| | | In Foundation (1:1.5:3) | Cft | 900 | 265 | 238,500 | |
| | | In Short Clmn(1:1.5:3) | Cft | 667 | 265 | 176,755 | |
| | | In Grade Beam (1:2:4) | Cft | 1050 | 262 | 275,100 | |
| 5 | Under-ground | Shutter Work | | | | | |
| | | In foundation | sft | 900 | 44 | 39,600 | |
| | | In Short Clmn | sft | 1400 | 44 | 61,600 | |
| | | In Grade Beam | sft | 3259 | 44 | 143,396 | |
| 6 | Under-ground and ground | Supply & Fabrication M.S High Strength Deformed Bar (413 mpa) including foundation,short clmn,G.Beam and Superstructure's clmns & Lintels | Ton | 9 | 49000 | 441,000 | |
| 7 | Ground | Floor Finishing Work | | | | | |
| | | 1st Class Brick Flat Soling in Floor | sft | 5000 | 48 | 240,000 | |
| | | 3"C.C work in floor | cft | 1250 | 259 | 323,750 | |
| 8 | Ground | Peripheral 5"Bricks Works | sft | 4100 | 68 | 278,800 | |
| | | Peripheral Plaster Works | sft | 8200 | 51 | 418,200 | |
| | | Superstructure Work | | | | | |
| 9 | Ground | Steel Structure | | | | | |
| | | Steel Clmn ,Raftar,Purlin ,Girt,Base Plate , Joint Plates,Purlin & Girt Cleats Template,Nut and Bolts. | Sft | 5,000 | 490 | 2,450,000 | |
| | | Roof and Both side wall sheeting,capping, Flashing,Fasteners,Gutter,Down Pipe,End stop,Gable Runner,Trims etc. | | | | | |
| | | 12 mm dia Cable Bracing on Roof | | | | 39,060 | |
| | | 10 mm dia Sag Rod on Roof | | | | 13,522 | |
| | | Steel parts carring & erection cost | | | | 105,264 | |
| | | And | | | | | |
| | | Double Babble Insulation | Sft | 6,176 | 18 | 111,168 | |
| | | Canopy ((17'-3"x 8') | pcs | 1 | | 56,418 | |
| | | Canopy (21'-3"x 8') | pcs | 1 | | 79,000 | |
| | | Steel Sliding Door(16'x14') | pcs | 1 | | 99,666 | |
| | | | | | | 7,407,407 | |
| 10 | | Electrical Works : | | | | | |
| | | Electrical Works @ 8% of Civil works | | | | 592,592.56 | |
| | | | | | G.Total= | 8,000,000 | |

Annexure: 3- Break up of Imported Machinery

| Sl. No. | Particulars of Imported Machinery | Value Per Unit (US\$) | Total Value (US\$) | Time of Implementation |
|--------------|---|-----------------------|--------------------|---|
| 01 | Extrusion Press (600MT) and handling Equipments | 269,710.00 | 269,710.00 | Within fifteen (15) months from receipt of Right issue fund |
| 02 | Crane and Tanks (Anodization Plant) | 300,892.00 | 300,892.00 | Do |
| 03 | Generator | 360,000.00 | 360,000.00 | Do |
| 04 | Spare Parts | 47,982.00 | 47,982.00 | Do |
| Total | | 978,584.00 | 978,584.00 | |

Note: Crane and Tanks (Anodization Plant): Quotation Value Y 1,818,500.00 x Tk.13.00 = 23,770,500.00 / Tk.79.00 = US\$= 300,892.00.
The above quoted amount can be settled at US\$ **830,512.00**, i.e. Tk.**65,610,478.00**

Annexure: 4- Break up of Local Machinery, Equipments and Vehicles

| Sl. No. | Particulars | Quantity | Value per Unit (Tk.) | Total Value (Tk.) | Time of Implementation |
|--------------|--------------------------------|----------|----------------------|----------------------|---|
| 01 | Overhead Crane | 1 | 4,700,000.00 | 4,700,000.00 | Within fifteen (15) months from receipt of Right issue fund |
| 02 | Fork Lift, 2 Nos | 2 | 2,071,400.00 | 4,142,800.00 | Do |
| 03 | Lathe Machine 2 Nos | 1 | 1,600,000.00 | 1,600,000.00 | Do |
| | | 1 | 1,000,000.00 | 1,000,000.00 | |
| 04 | Printing Machine 2 Nos | 2 | 800,000.00 | 1,600,000.00 | Do |
| 05 | Electrical Motors | 6 | 150,000.00 | 900,000.00 | Do |
| 06 | Cables | | 8,000,000.00 | 8,000,000.00 | Do |
| 07 | Vertical Milling Machine 2 Nos | 2 | 1,000,000.00 | 2,000,000.00 | Do |
| 08 | Grinding Machine 1 | 1 | 200,000.00 | 200,000.00 | Do |
| 09 | Substation -1 | 1 | 7,800,000.00 | 7,800,000.00 | Do |
| 10 | Deep Tube Well | 2 | 2,500,000.00 | 5,000,000.00 | Do |
| 11 | Pump House | | 7,000,000.00 | 7,000,000.00 | Do |
| 12 | Vehicles | | 5,058,000.00 | 5,058,000.00 | Do |
| Total | | | | 49,000,800.00 | |

Annexure: 5- Break up of working Capital Requirements

| Items | Amount (Tk) | Time of Implementation |
|---|-----------------------|---|
| Inventory: | | |
| Imported Goods | | |
| Raw Materials | 71,462,782.00 | Within fifteen (15) months from receipt of Right issue fund |
| Local Goods | | |
| Raw Materials | 227,826,637.00 | Do |
| Finished Goods | 62,925,429.00 | Do |
| Total Working Capital Requirements | 157,170,848.00 | |

Sd/-
Ruhul Ameen FCMA
Managing Director

Sd/-
Mohammad Jahidul Alam
Chief Financial Officer

AUDITORS REPORT IN PURSUANCE OF SECTION 135(1) UNDER PARA 24(1) OF PART – II OF THE THIRD SCHEDULE OF COMPANIES ACT 1994.

**BANGLADESH THAI ALUMINIUM LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015**

| PARTICULARS | 30/06/2015 TAKA | 31/12/2014 TAKA | 31/12/2013 TAKA | 31/12/2012 TAKA | 31/12/2011 TAKA | 31/12/2010 TAKA |
|--|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
| NET ASSETS | | | | | | |
| Non-Current Assets | | | | | | |
| Tangible Fixed Assets, Net of Accumulated Depreciation | 2,440,069,154 | 2,414,276,518 | 1,119,568,529 | 1,168,023,467 | 1,189,476,954 | 1,211,729,791 |
| Investment: | | | | | | |
| Investment in BD Thai Food & Beverage Ltd. | 45,000,000 | 45,000,000 | 45,000,000 | 43,400,000 | 8,170,000 | - |
| Current Assets | 1,591,154,118 | 1,545,907,442 | 1,638,522,468 | 1,513,150,783 | 1,495,138,395 | 1,332,551,005 |
| Inventories | 489,474,913 | 478,802,726 | 541,904,909 | 482,917,127 | 459,900,004 | 417,199,584 |
| Sundry Debtors | 527,939,862 | 519,203,931 | 581,049,328 | 527,010,729 | 457,164,376 | 327,785,317 |
| Loans, Advances and Deposits | 517,703,304 | 498,880,362 | 491,921,429 | 438,531,137 | 331,650,649 | 283,926,137 |
| Short term investment in fixed deposit with Bank | - | - | - | 10,477,621 | 184,050,000 | 259,940,570 |
| Investment in Shares of listed companies | 1,850,956 | 2,435,536 | 4,194,627 | 4,943,590 | 17,128,500 | 21,807,972 |
| Cash and Cash Equivalents | 54,185,084 | 46,584,887 | 19,452,175 | 49,270,579 | 45,244,866 | 21,891,425 |
| Current Liabilities and Provisions | (592,018,858) | (447,339,209) | (283,510,957) | (814,531,837) | (821,123,245) | (705,104,607) |
| Short Term Bank Loans (Secured) | 456,837,505 | 319,855,025 | 172,661,446 | 675,284,421 | 687,020,838 | 586,273,827 |
| Creditors | 15,891,154 | 14,844,390 | 21,482,987 | 44,267,394 | 46,053,984 | 39,573,496 |
| Accrued Expenses | 119,290,199 | 112,639,794 | 89,366,524 | 85,623,445 | 78,691,846 | 69,900,707 |
| Other Liabilities | - | 6,261,938 | - | - | - | - |
| Current Portion of Long Term Loan Liabilities. | - | - | - | 9,356,577 | 9,356,577 | 9,356,577 |
| Net Current Assets | 999,135,260 | 1,098,568,232 | 1,355,011,511 | 698,618,946 | 674,015,150 | 627,446,398 |
| | 3,484,204,414 | 3,557,844,750 | 2,519,580,040 | 1,910,042,413 | 1,871,662,104 | 1,839,176,189 |
| FINANCED BY | | | | | | |
| Shareholder's Equity | | | | | | |
| Issued, subscribed and paid up Capital. | 523,350,280 | 475,772,990 | 453,117,130 | 431,540,130 | 410,990,600 | 328,792,500 |
| Share Premium | 555,147,247 | 602,724,537 | 625,380,397 | 646,957,397 | 667,506,927 | 749,705,027 |
| Revenue Reserve | 19,578,459 | 19,578,459 | 19,578,459 | 19,578,459 | 19,578,459 | 19,578,459 |
| Revaluation Surplus | 1,286,823,477 | 1,252,834,159 | 607,156,197 | 866,955,290 | 866,955,290 | 866,955,290 |
| Retained Earning | 124,104,800 | 105,682,586 | 5,571,710 | (181,880,220) | (201,415,832) | (219,622,708) |
| Non-Current Liabilities | | | | | | |
| Long Term Loan (Secured) | 491,102,176 | 619,817,100 | 575,682,324 | 126,891,357 | 108,046,660 | 93,767,621 |
| Deffered Tax | 484,097,975 | 481,434,919 | 233,093,823 | - | - | - |
| | 3,484,204,414 | 3,557,844,750 | 2,519,580,040 | 1,910,042,413 | 1,871,662,104 | 1,839,176,189 |
| Net Asset Value (NAV) Per Share (Adjusted) | 47.94 | 51.63 | 37.76 | 41.32 | 43.00 | 53.10 |

Date: 06 July 2015

Sd/-
ATA KHAN & CO.
Chartered Accountants

BANGLADESH THAI ALUMINIUM LTD.
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALAF YEAR ENDED 30 JUNE 2015

| PARTICULARS | As On | | | | | |
|---|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
| | 30/06/2015 TAKA | 31/12/2014 TAKA | 3/31/2013 TAKA | 3/31/2012 TAKA | 3/31/2011 TAKA | 3/31/2010 TAKA |
| Turnover (Net off VAT) | 353,279,357 | 656,135,999 | 463,786,653 | 482,814,268 | 450,135,177 | 369,254,488 |
| Cost of Good Sold | 211,665,276 | 426,956,485 | 340,575,976 | 317,889,142 | 287,733,205 | 216,258,262 |
| GROSS PROFIT | 141,614,081 | 229,179,514 | 123,210,677 | 164,925,126 | 162,401,972 | 152,996,226 |
| Administrative Expenses | 19,382,173 | 40,901,806 | 39,890,093 | 39,898,924 | 42,640,829 | 46,773,666 |
| Selling Expenses | 4,363,104 | 4,343,555 | 4,244,281 | 4,049,279 | 6,050,719 | 4,686,520 |
| Financial Expenses | 47,184,337 | 81,132,382 | 78,744,450 | 106,715,540 | 113,372,506 | 29,258,429 |
| OPERATING PROFIT | 70,684,467 | 102,801,771 | 331,853 | 14,261,383 | 337,918 | 72,277,611 |
| Other Income | 3,070,425 | 725,877 | 827,541 | 14,031,573 | 24,775,014 | 16,667,017 |
| Net Profit before Tax and WPP&WF | 73,754,892 | 103,527,648 | 1,159,394 | 28,292,956 | 25,112,932 | 88,944,628 |
| Workers Profit Participation & WF | 3,512,138 | 4,929,888 | 55,209 | 1,347,284 | - | - |
| | 70,242,754 | 98,597,760 | 1,104,185 | 26,945,672 | 25,112,932 | 88,944,628 |
| Current Tax | 15,074,810 | 21,969,550 | 4,384,761 | 7,410,060 | 6,906,056 | 19,175,530 |
| Deferred Tax | 1,024,273 | 3,428,765 | 2,793,197 | - | - | - |
| Tax Expenses | 16,099,083 | 25,398,315 | 7,177,958 | 7,410,060 | 6,906,056 | 19,175,530 |
| Net Profit after Tax | 54,143,671 | 73,199,445 | (6,073,773) | 19,535,612 | 18,206,876 | 69,769,098 |
| EPS - Weighted Average method (Adjusted) | 1.03 | 1.54 | (0.13) | 0.43 | 0.44 | 2.45 |
| EPS - As per Number of Share. | 0.77 | 0.22 | - | - | - | - |
| Un-realised Loss | (339,385) | (407,812) | | | | |

Date : 06 July 2015

Sd/-
ATA KHAN & CO.
Chartered Accountants

BANGLADESH THAI ALUMINIUM LIMITED
STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 30 JUNE 2015

| PARTICULARS | 30/06/2015 TAKA | 3/31/2014 TAKA | 3/31/2013 TAKA | 3/31/2012 TAKA | 3/31/2011 TAKA | 3/31/2010 TAKA |
|---|---------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | 101,063,897 | 287,938,182 | (138,522,393) | (151,311,796) | (164,419,480) | (223,659,371) |
| Collection from Turnover & Others | 347,613,852 | 718,707,273 | 410,575,595 | 426,999,488 | 345,532,132 | 286,988,532 |
| Payment for Costs & Expenses | (181,905,792) | (339,394,118) | (455,890,796) | (454,098,812) | (367,021,333) | (472,774,271) |
| Interest paid on Bank Loan | (47,184,337) | (81,132,382) | (78,744,450) | (106,715,540) | (113,372,506) | (29,528,431) |
| Income Tax Paid & deducted at source | (17,459,826) | (10,242,591) | (14,462,742) | (17,496,932) | (29,557,773) | (8,345,201) |
| CASH FLOWS FROM INVESTING ACTIVITIES | (60,671,629) | (452,444,892) | 7,865,338 | 149,487,719 | 73,449,940 | (511,334,674) |
| Tangible Fixed Asset Acquired | (60,671,629) | (454,203,983) | (1,539,150) | (1,039,570) | (2,440,630) | (229,586,132) |
| Investment in Shares | | 1,759,091 | (1,073,133) | (23,045,090) | - | (21,807,972) |
| Investment of FDR | | - | 10,477,621 | 173,572,379 | 75,890,570 | (259,940,570) |
| CASH FLOWS FROM FINANCING ACTIVITIES | 8,247,639 | 191,639,422 | 100,838,651 | 5,849,790 | 114,322,981 | 732,445,240 |
| Cash Credit & Other loan received/paid | 8,267,556 | 147,193,579 | (191,152,358) | (11,736,417) | 100,747,011 | 15,161,864 |
| Long Term Loan received | - | 44,134,776 | 291,991,009 | 18,844,697 | 14,279,039 | 4,042,360 |
| Share Capital issued | - | - | - | - | - | 124,318,500 |
| Share Premium received | - | - | - | - | - | 625,581,500 |
| Fraction dividend received | - | 327,000 | - | - | - | - |
| Dividend paid | (19,917) | (15,933) | - | (1,258,490) | (703,069) | (36,658,984) |
| | 48,639,907 | 27,132,712 | (29,818,404) | 4,025,713 | 23,353,441 | (2,548,805) |
| Cash and Cash Equivalents at Opening | (5,545,177) | (19,452,175) | (49,270,579) | (45,244,866) | (21,891,425) | (24,440,230) |
| Cash and Cash Equivalents at Closing | 54,185,084 | 46,584,887 | 19,452,175 | 49,270,579 | 45,244,866 | 21,891,425 |
| Increase/(Decrease) in Cash and Cash Equivalents | 48,639,907 | Tk27,132,712 | (29,818,404) | 4,025,713 | 23,353,441 | (2,548,805) |
| Net Operating Cash Flow (NOCF) Per Share | 1.93 | 6.05 | (3.06) | (3.51) | (4.00) | (6.50) |

Date : 06 July 2015

Sd/-
ATA KHAN & CO.
Chartered Accountants

COMPOSITION OF SHAREHOLDING POSITION OF THE COMPANY

| Sl. No. | Particulars | No. of Shares | Amount in BDT | % of Total Shares |
|--------------|------------------------|-------------------|-----------------------|-------------------|
| 1. | Sponsors and Directors | 16,215,009 | 162,150,090.00 | 30.98 |
| 2. | General Public | 32,440,866 | 324,408,660.00 | 61.99 |
| 3. | Institutions | 3,679,153 | 36,791,530.00 | 7.03 |
| 4. | Government | - | - | - |
| Total | | 52,335,028 | 523,350,280.00 | 100% |

DIRECTORS' TAKE-UP IN THE RIGHTS OFFER

Directors and sponsors are expected to exercise in full their portion of Rights Share Offer:

| Sl. No. | Name | Status | Number of Share held | Nos. of Shares to be taken | Nos. of Shares to be renounced |
|---------|---|----------------------|----------------------|----------------------------|--------------------------------|
| 1. | Prof: Rubina Hamid | Chairman | 1,223,089 | 1,223,089 | Nil |
| 2. | Mr. Ruhul Ameen | Managing Director | - | - | Nil |
| 3. | Mr. Zahid Maleque | Sponsor | 5,090,769 | 5,090,769 | Nil |
| 4. | Mrs. Sabana Maleque | Director | 1,046,785 | 1,046,785 | Nil |
| 5. | Mr.Nasir Uddin Ahmed (Representative by ICB) | Shareholder Director | 8,180,389 | 8,180,389 | Nil |
| 6. | Mrs.Fouzia Maleque | Sponsor | 673,977 | 673,977 | Nil |
| 7. | Dr.Kalyan Krishna Chakrabarty FCA | Independent Director | - | - | N/A |
| 8. | Md. Rabiul Alam, ACS | Independent Director | - | - | N/A |

BANKERS TO THE ISSUE OF RIGHTS ISSUE OF BANGLADESH THAI ALUMINIUM LIMITED

| INVESTMENT CORPORATION OF BANGLADESH (ICB) | | | | | |
|---|--|----|--------------------------------------|----|--------------------------------------|
| 01 | NSC Tower, Purana Paltan, Dhaka-1000. | 04 | Rajshahi Branch, Rajshahi. | 07 | Sylhet Branch, Sylhet. |
| 02 | Local Office Branch, Naya Palton, Dhaka. | 05 | Khulna Branch, Khulna. | 08 | Bogra Branch, Bogra. |
| 03 | Chittagong Branch, Chittagong. | 06 | Barisal Branch, Barisal. | | |
| SHAHAJALAL ISLAMI BANK LIMITED | | | | | |
| 01 | Agrabad Branch, Chittagong | 32 | Elephant Road Branch, Dhaka | 63 | Mohakhali Branch, Dhaka |
| 02 | Anderkilla Branch, Chittagong | 33 | Eskaton Branch, Dhaka | 64 | Motijheel Branch, Dhaka |
| 03 | Ashkona Branch, Dhaka | 34 | Faridpur Branch, Faridpur | 65 | Moulvibazar Branch, Moulvibazar |
| 04 | Ashugonj Branch, Brahman Baria, Chittagong | 35 | Feni Branch, Feni | 66 | Mawna Branch, Gazipur |
| 05 | Baipail (Dhaka EPZ) Branch, Dhaka | 36 | Foreign Exchange Branch, Dhaka | 67 | Muradpur Branch, Chittagong |
| 06 | Banani Branch, Dhaka | 37 | Goalabazar Branch, Sylhet | 68 | Mymensingh Branch, Mymensingh |
| 07 | Bandartila Branch, Chittagong | 38 | Gunoboti Branch, Comilla | 69 | Nagorpur Branch, Tangail |
| 08 | Bandura Branch, Dhaka | 39 | Gulshan Branch, Dhaka | 70 | Naogaon Branch, Naogaon |
| 09 | Bangshal Branch, Dhaka | 40 | Gulshan South Avenue Branch, Dhaka | 71 | Narayanganj Branch, Narayanganj |
| 10 | Barachowna Bazar Branch, Tangail | 41 | Hajigonj Branch, Chandpur | 72 | Nawabpur Road Branch, Dhaka |
| 11 | Barishal Branch, Barishal | 42 | Haluaghat Branch, Mymensing | 73 | Nawabgonj Branch, Dhaka |
| 12 | Baruakhali Branch, Dhaka | 43 | Jamalpur Branch, Jamalpur | 75 | Nazirhat Branch, Chittagong |
| 13 | Beani Bazar Branch, Sylhet | 44 | Jessore Branch, Jessore | 76 | Pahartoli Branch, Chittagong |
| 14 | Bhaluka SME/Agri Branch, Mymensing | 45 | Joydevpur Chowrasta Branch, Gazipur | 77 | Panthapath Branch, Dhaka |
| 15 | Bijoyagar Branch, Dhaka | 46 | Joypara Branch, Dhaka | 78 | Rajshahi Branch, Rajshahi |
| 16 | Bogra Branch, Bogura | 47 | Jubilee Road Branch, Chittagong | 79 | Ramgonj Branch, Laksmipur |
| 17 | Brahmanbaria Branch, Brahmanbaria | 48 | Kaligonj Branch, Jhenaidah | 80 | Rangpur Branch, Rangpur |
| 18 | Chawkbazar Branch, Chittagong | 49 | Kawran Bazar Branch, Dhaka | 81 | Saidpur Branch, Nilphamari |
| 19 | Chapainawabgonj Branch, Chapainawabgonj | 50 | Keraniganj Branch, Dhaka | 82 | Sarulia Branch, Dhaka |
| 20 | Chowmuhani Branch, Noakhali | 51 | Khatunganj Branch, Chittagong | 83 | Satmasjid Road Branch, Dhaka |
| 21 | Chuadanga Branch, Chuadanga | 52 | Khepupara Branch, Patuakhali | 84 | Savar Branch, Savar |
| 22 | College Gate Branch, Dhaka | 53 | Karatia Branch, Tangail | 85 | Shikarpur Nimtola Branch, Munshigonj |
| 23 | Comilla Branch, Comilla | 54 | Khulna Branch, Khulna | 86 | Sirajganj Branch, Sirajganj |
| 24 | Coxs Bazar Branch, coxs Bazar | 55 | Kushtia Branch, Kushtia | 87 | Sylhet Branch, Sylhet |
| 25 | Dargah Gate Branch, Sylhet | 56 | Laxmipur Branch, Laxmipur | 88 | Tangail Branch, Tangail |
| 26 | Dattapara Branch, Laxmipur | 57 | Madhobdi Branch, Narsingdi | 89 | Tongi SME/Agri Branch, Gazipur |
| 27 | Dhaka Main Branch, Dhaka | 58 | Malibagh Chowdhurypara Branch, Dhaka | 90 | Uttara Branch, Dhaka |
| 28 | Dhanmondi Branch, Dhaka | 59 | Manikgonj Branch, Manikgonj | 91 | Uttara Ladies Branch, Dhaka |
| 29 | Dighirpar Branch, Munshiganj | 60 | Mirpur Branch, Dhaka | 92 | Pragati Sarani Branch, Dhaka |
| 30 | Dinajpur Branch, Dinajpur | 61 | Mitford Branch, Dhaka | 93 | Wasa Mour Branch, Chittagong |
| 31 | Donia Branch, Dhaka | 62 | Modunaghat Branch, Chittagong | | |