

AUDITORS' REPORT
On IPO Proceeds Utilization

We have audited the annexed Statement of Initial Public Offering (IPO) Proceeds Utilization of **SEA PEARL BEACH RESORT & SPA LIMITED** as on October 31, 2019.

Management's Responsibility for the IPO Proceeds Utilization

Management is responsible for the preparation and fair presentation of this IPO Proceeds Utilization Statement and its related documents in accordance with Bangladesh Securities and Exchange Commission (BSEC) guidelines.

Auditor's Responsibility

Our responsibility is to express an independent opinion on this Initial Public Offering (IPO) Proceeds Utilization Statement based on our audit. We conducted our audit in accordance with International Standards on Auditing (ISA) and Bangladesh Securities and Exchange Commission (BSEC) guidelines.

We believe that the audit evidence we have obtained as provided by the management of the company is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our Opinion, the Statement of Initial Public Offering (IPO) Proceeds Utilization prepared in accordance with Bangladesh Securities and Exchange Commission (BSEC) guidelines presents fairly in all material respects, of the statement as on 31 October 2019 and complies with the prospectus.

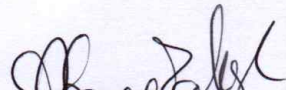
We draw attention to the following matters,

1. The Company has utilized total amount of Tk. 37,866,190 from IPO proceeds as described in the Prospectus in respect of Interior, finishing, furniture & fixture of Tk. 9,940,000 ; Acquisition of land for Tk. 11,413,490 and IPO Expenses for Tk. 16,512,700.
2. During the month, the Company has utilized total amount of Tk. 2,633,600 for the purpose of Acquisition of land from the IPO Proceeds account no. 2104313030420, held at Prime Bank Limited, Motijheel Branch. The Company has purchased two Lands of 5.33 decimal and 2.00 decimal for Tk. 2,000,000 and Tk. 332,000 and the registration cost was Tk. 301,600.
3. A sum of Tk. 155,764 was deducted by Bank as Bank charges from IPO Proceeds account no. 2104313030420 which are yet to be adjusted from interest received on IPO proceeds.

We also state that referred to above:

- a) IPO proceeds have been utilized for the purposes as specified in the prospectus and IPO Utilization plan;
- b) IPO proceeds have been utilized in line with the conditions as stipulated in the BSEC's Consent letter for the IPO;
- c) Utilization of IPO proceeds is being under completion within the time frame as specified in the prospectus;
- d) Utilization of IPO proceeds is accurate for the purposes of the company as mentioned in the prospectus;
- e) The annexed audited Statement of IPO Proceeds Utilization has been made upon verification of all necessary documents/papers/vouchers in support of utilization of IPO Proceeds making reconciliation with the Bank statement as submitted by the management of the company for the purpose.

Place: Dhaka;
Date: November 11, 2019.


Ahmed Zaker & Co.
Chartered Accountants

Report on Utilization of IPO Proceeds

For the month of October 31, 2019

Name of the Company
Amount (BDT) of Capital Raised through IPO
Date of Closing Subscription
Proceeds Receiving Date
Proceeds Utilization starts Date
Last date of Full Utilization of Fund as per Prospectus

: SEA PEARL BEACH RESORT & SPA LIMITED
: Tk. 150,000,000
: May 06, 2019
: May 26, 2019
: Proceeds utilization starts after share trade with stock exchanges i.e. after 16 July 2019.
: Within 12 months of receipt of IPO fund.

Sl	Purpose Mentioned in the Prospectus	Time line as per Prospectus	Amount as per Prospectus	Status of Utilization			Status of Un-utilization		Remarks
				This Month	Up to this month	Utilized (%)	Total Un-utilized Amount	Un-utilized (%)	
1	Interior, finishing, furniture & fixture (157 rooms)	Within 12 months of receipt of IPO fund	106,827,300	-	9,940,000	9%	96,887,300	91%	
2	Acquisition of land	Within 06 months of receipt of IPO fund	26,660,000	2,633,600	11,413,490	43%	15,246,510	57%	
3	IPO Expenses	As and when required	16,512,700	-	16,512,700	100%	-	0%	
Total			150,000,000	2,633,600	37,866,190		112,133,810		

Net interest on IPO Proceeds

131,129
112,133,810
112,264,939

Un-utilized IPO Proceeds

Total Un-utilized IPO Proceeds with Interest Income


Percentage:

Net Interest on IPO Proceeds: 0.09%

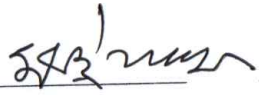
Un-Utilized IPO proceeds with Interest Income : 74.84%

Notes:

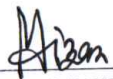
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- b) A sum of Tk. 155,764 was deducted by Bank as Bank charges from IPO Proceeds account no. 2104313030420 which will be adjusted from interest received on IPO proceeds.

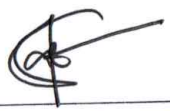

Managing Director

Md. Aminul Haque
Managing Director
Sea Pearl Beach Resort & Spa Ltd

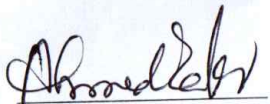

Independent Director

Md. Rafiqul Islam
Independent Director
Sea Pearl Beach Resort & Spa Ltd.


Chief Financial Officer
Mizanur Rahmar
Chief Financial Officer
Sea Pearl Beach Resort & Spa Ltd


Company Secretary

Md. Azaharul Mamun
Company Secretary
Sea Pearl Beach Resort & Spa Ltd.


Ahmed Zaker & Co.
Chartered Accountants
(AKM Mohitul Haq, FCA)
Senior Partner