

“পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।”


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

Initial Public Offer (IPO) for 29,28,343 ordinary shares, from which 13,79,367 ordinary shares are reserved for Eligible Investors (EIs) at their own bid price and quantity on highest to lowest bid basis in a descending order of individual bid price till exhaustion of the quota for EI category above the cut-off price Tk. 315.00 and remaining 15,48,976 ordinary shares at a 20% discounted price from the cut-off price i.e Tk. 252.00 per share for General Public including NRBs totaling Tk. 1,000,000,000.00 approximately.

Issue Date of Prospectus	:	08-07-2020
Opening Date of Subscription	:	09-08-2020
Closing Date of Subscription	:	16-08-2020

	ABRIDGED VERSION OF PROSPECTUS of Walton Hi-Tech Industries Limited
---	---

CREDIT RATING STATUS			
Particulars	Entity Rating	Date of Rating	Validity of Rating
Long Term Rating	AAA	December 18, 2019	December 17, 2020
Short Term Rating	ST-1	December 18, 2019	December 17, 2020
Rate Assigned by Emerging Credit Rating Limited			

Manager to The Issue
 AAA FINANCE & INVESTMENT LTD. PARTNERSHIP OF TRUST
Amin Court, 4 th Floor (Suite# 403-405) 31, Bir Uttam Shahid Ashfaqueus Samad Road, Motijheel C/A, Dhaka-1000.

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

Name and Address	Contact Person	Contact Address
Issuer		
Walton Hi-Tech Industries Limited Plot No.: 1088, Block No.: I, Road No.: Sabrina Sobhan 5 th Avenue, Bashundhara, Vatara, Dhaka-1229.	Partha Protim Das FCS Company Secretary	Tel: +8809606-555555 Fax: +8809606-555550 E-mail: cswhil@waltonbd.com Website: www.waltonhil.com
Manager to The Issue		
AAA Finance & Investment Ltd. Amin Court, 4 th Floor (Suite 403-405) 31, Bir Uttam Shahid Ashfaqeus Samad Road, Motijheel C/A, Dhaka-1000.	Mohammad Obaydur Rahman FCS, FCGA Managing Director & CEO	Tel: +8802-9559602 Fax: +8802-9558330 E-mail: info@aaafinancebd.com Website: www.aaafinancebd.com
Underwriters		
AAA Finance & Investment Ltd. Amin Court, 4 th Floor (Suite 403-405) 31, Bir Uttam Shahid Ashfaqeus Samad Road, Motijheel C/A, Dhaka-1000.	Mohammad Obaydur Rahman FCS, FCGA Managing Director & CEO	Tel: +8802-9559602 Fax: +8802-9558330 Email: info@aaafinancebd.com Web: www.aaafinancebd.com
EBL Investments Limited 59, Motijheel C/A, Dhaka-1000. Bangladesh	Tahid Ahmed Chowdhury FCCA Managing Director	Tel: +88 02 47111096, 47111867 Fax: +88 02 47111218 Email: info@eblinvestments.com Web: www.eblinvestments.com

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

Amount	:	BDT 1,000,000,000 (One hundred Crore Approx.)
Type	:	Ordinary Share
Offer Price	:	Eligible Investors: Bid price of each EI above cut-off price BDT 315 General Public: At a 20% discount from the cut-off price i.e. BDT 252
Number of Share to be Issued	:	2,928,343

(3) Opening and closing date of subscription;

Opening Date of Subscription	:	09-08-2020
Closing Date of Subscription	:	16-08-2020

(4) Availability of full prospectus;

The Prospectus and abridged version prospectus in hard and soft forms of the Company shall be obtained from the following addresses:

Name and Address	Contact Person	Contact Address
Issuer		
Walton Hi-Tech Industries Limited Plot No.: 1088, Block No.: I, Road No.: Sabrina Sobhan 5 th Avenue, Bashundhara, Vatara, Dhaka-1229.	Partha Protim Das FCS Company Secretary	Tel: +8809606-555555 Fax: +8809606-555550 E-mail: cswhil@waltonbd.com Website: www.waltonhil.com
Issue Manager		
AAA Finance & Investment Ltd. Amin Court, 4 th Floor (Suite 403-405) 31, Bir Uttam Shahid Ashfaqueus Samad Road, Motijheel C/A, Dhaka-1000.	H. A. Mamun Manager	Tel: +8802-9559602 Fax: +8802-9558330 E-mail: info@aaafinancebd.com Website: www.aaafinancebd.com
Registrar to the Issue		
Prime Bank Investment Limited Tajwar Center (5 th Floor) House# 34, Road # 19/A, Banani, Dhaka-1213.	Md. Tabarak Hossain Bhuiyan Managing Director & CEO	Tel: +8802 48810316 Fax: +8802 49910314 Email: info@pbil.com.bd Web: www.pbil.com.bd

Prospectus is also available on the websites of Walton Hi-Tech Industries Limited (www.waltonhil.com), AAA Finance & Investment Limited (www.aaafinancebd.com), Prime Bank Investment Limited (www.pbil.com.bd), BSEC (www.sec.gov.bd), DSE (www.dsebd.org), CSE (www.csebd.com) and Public Reference room of the Bangladesh Securities and Exchange Commission (BSEC) for reading and studying.

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

CREDIT RATING STATUS			
Particulars	Entity Rating	Date of Rating	Validity of Rating
Long Term Rating	AAA	December 18, 2019	December 17, 2020
Short Term Rating	ST-1	December 18, 2019	December 17, 2020
RATING ASSIGNED BY			
Emerging Credit Rating Limited Shams Rangs, House 104, Park Road, Level-A1, A2 & A5 Baridhara, Dhaka-1212.	N K A Mobin FCA, FCS, CFC Managing Director & CEO	Tel: +880 2 986 0911, +880 2986 0897 Fax: +880 2 986 0828 Email: info@emergingrating.com Web: www.emergingrating.com	

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

Valuer		
Rahman Rahman Huq (KPMG) Chartered Accountants 9, Mohakhali Commercial Area (11 th & 12 th Floor), Dhaka-1212.	Ali Ashfaq FCA Partner	Tel: +88029886450-2 Fax: +8802-9886449 Email: dhaka@kpmg.com Web: www.kpmg.com/bd
Auditors		
Mahfel Huq & Co. Chartered Accountants BGIC Tower (4 th Floor) 34, Topkhana Road Dhaka-1000, Bangladesh.	Md. Abu Kaiser FCA Partner	Tel: +88-02-9581786, 9553143 Fax: +88-02-9571005 Email: abukaiser@mahfelhuq.com Web: www.mahfelhuq.com

- (7) A person interested to get a prospectus may obtain from the issuer and the issue managers.
- (8) "If you have any query about this document, you may consult the issuer, issue manager and underwriter"
- (9) CONSENT OF THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969, AND THE BANGLADESH SECURITIES AND EXCHANGE COMMISSION (PUBLIC ISSUE) RULES, 2015. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE ISSUER COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS SECURITIES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ISSUER, ITS DIRECTORS, CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR/ CHIEF FINANCIAL OFFICER, COMPANY SECRETARY, ISSUE MANAGER, ISSUE MANAGER'S CHIEF EXECUTIVE OFFICER, MANAGING DIRECTOR, UNDERWRITERS, AUDITOR(S) AND/OR VALUER, CREDIT RATING COMPANY (IF ANY);

(10)

“পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।”

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

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

Walton Hi-Tech Industries Limited will raise capital from the general public and institutions through Initial Public Offering (IPO) for its existing BMRE (Balancing, Modernization, Rehabilitation, and Expansion) projects along with adaptation of new technology. A portion of fund will be utilized to make payment the import documents of Machineries & Equipment or acceptance liabilities against Machineries & Equipment or adjusted/adjustable amount against Machineries & Equipment for the BMRE of existing project of Walton Hi-Tech Industries Limited. The company shall also utilize the fund to repay a portion of its existing long-term interest-bearing debt.


Details of the use of IPO fund is given in the following table:

Sl. No.	Particulars	Required Amount in BDT
1	Loan Repayment	330,000,000
2	BMRE (Balancing, Modernization, Rehabilitation, and Expansion) of Existing Projects	625,000,000
3	Estimated IPO Expenses	45,000,000
	Total	1,000,000,000

The company will utilize the total proceeds of BDT 1,000,000,000 as mentioned head wise as per the following schedule:

SL	Utilization of Fund	Progress So Far Made	Schedule of Implementation	
			Approximate date of Completion	Projected Date of Commercial Operation
1	Land Acquisition	There will be no land acquisition from the IPO proceeds.	N/A	N/A
2	Civil Works	There will be no civil works from the IPO proceeds but the company expands its civil work, details of which are given in the project plan.	N/A	N/A
3	Machineries	The process of importing machineries will start after receiving the IPO funds.	Within 2 years of after listing with exchanges	After installation of Machineries
4	Loan Repayment	Loan Shall be paid after receiving the IPO fund	Immediately after listing with exchanges	N/A
5	IPO Expenses	On turnkey basis	N/A	N/A

(12) Brief Corporate Directory of the Issuer;

Company Name	:	Walton Hi-Tech Industries Limited
Registered Office	:	Plot No.: 1088, Block No.: I, Road No.: Sabrina Sobhan 5 th Avenue, Bashundhara, Vatara, Dhaka-1229.
Manufacturing Plant (Factory)	:	Walton Hi-Tech Industries Limited Chandra, Kaliakoir, Gazipur, Bangladesh
Incorporation & Registration No	:	C-61272(3281)/06
Type of Company	:	Public Limited Company
Commercial Production	:	April 02, 2008
Auditors	:	Mahfel Huq & Co. Chartered Accountants
Manager to the Issue	:	 AAA FINANCE & INVESTMENT LTD. <small>PARTNERSHIP OF TRUST</small>
Lead Banker for IPO	:	Prime Bank Limited
Company Secretary	:	Partha Protim Das FCS
Products	:	Refrigerators & Freezers, Air Conditioners, Compressors, Television, Electrical Appliances, and Home Appliances
Upcoming Products	:	Lift & Elevator
Paid-Up Capital	:	300 Crore
Net Asset Value Per Share	:	138.53 (Without Revaluation) 243.16 (With Revaluation) (As per audited financial statements for the year ended June 30, 2019)
Size of the Board of Directors	:	Ten (10) Directors
Remarks	:	<ul style="list-style-type: none">• First Complete Manufacturing & Innovative Bangladeshi Company.• Strong & Modern R&D Facilities.• Strong Marketing & Distribution Network• Reliable & Efficient After Sales Services• Competent Technical Know-how• High Capital-Intensive Setup• Competitive Price Offering & Superior Quality Products• Market Pioneer & Leader in the industry• Brand - WALTON & MARCEL are the trusted & prestigious brands

(13) Location of the project;
 A plant (Factory): Chandra, Kaliakoir, Gazipur.

(14) Principal products or services of the issuer;

Sl.	Principal Product Name	Sample Picture of the Product
01.	Refrigerator & Freezer	 <p>Advertisement for Walton Refrigerator & Freezer. It features a large refrigerator with its doors open, showing shelves filled with food. A woman is sitting on a white bench in front of the refrigerator. The text 'Simply Stylish THE MARK OF AFFLUENCE' is visible. The Walton logo is in the top right corner.</p>
02.	Air Conditioner	 <p>Advertisement for Walton IoT smart air conditioner. It shows a hand holding a smartphone displaying a temperature of 21°C. The text reads 'IoT smart air conditioner Control Your AC Through SMARTPHONE' and 'Your Trusted Cooling Expert'. A white air conditioner unit is shown on the right.</p>
03.	Compressor	 <p>Advertisement for Walton Compressor. It features a large black compressor unit. The text includes 'WIDE RANGES OF OPERATING VOLTAGE COMPRESSOR Refrigerant Type: R400a'. It also lists features: 'GREEN TECHNOLOGY', 'LONGER LIFETIME', and 'REVERSE ROTATION PROTECTION'.</p>
04.	Television	 <p>Advertisement for Walton Television. It shows a large television displaying a game. The text reads 'Quality of Color That You Never IMAGINED!' and 'GAME ON BIG SCREEN'. There are also smaller images of other television models.</p>
05.	Electrical Appliances (LED Bulb, Switch Sockets, Ceiling Fan & Table Fan)	 <p>Advertisement for Walton Electrical Appliances. It features various products including LED bulbs, switch sockets, and ceiling fans. The text includes 'Up to 50% more energy efficient than CFL' and 'Up to 50% more energy efficient than CFL'. It also mentions 'CFL Series' and 'Ceiling Fan'.</p>
06.	Home Appliances (Blender, Gas Stove, Rice Cooker, Washing Machine etc.)	 <p>Advertisement for Walton Home Appliances. It shows a collection of various home appliances including a washing machine, rice cooker, gas stove, and blender. The text reads 'Stylish & Unique Design' and 'Quality that we never Compromise'.</p>

(15) Names of associates, subsidiary /related and holding of issuer company;
 The issuer has no business associates, nor does the company has any subsidiary, also WHIL does not belong to a holding company.

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

S M Nurul Alam Rezvi, Chairman

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

S M Nurul Alam Rezvi, the founder Chairman of Walton Hi-Tech Industries Limited, was born on 5th April, 1958 in a renowned business family. Mr. Rezvi studied in science and applied his knowledge throughout the business from which Bangladesh is being benefited. He always tries to convey technical know-how to the engineers to make better and sustainable development of Bangladesh. Dynamism, leadership, commitment, sincerity, vision and farsightedness of Mr. Rezvi have placed Walton in largest Electrical & Electronics Brand in Bangladesh.

Mr. Rezvi is not only a true dreamer but also a person full of knowledge, wisdom and proficiency in innovating new technologies. He believes that “the dream is not only a dream when you perceive in sleep; the real dream is when you can’t sleep for it”. He is the person who dreams one day nobody in Bangladesh would be unemployed and no talent would be migrated to abroad.

Apart from these, Mr. Rezvi is social and kind-hearted man for the society. He is passionate in his social and communal responsibilities. He has obtained the membership of:

- Ghatail Golf Club (GGC)
- Savar Golf Club (SGC)
- Federation of Bangladesh Chamber of Commerce & Industries (FBCCI)
- Bangladesh Refrigerator Manufacturers Association (BRMA)
- Bangladesh Motorcycle Manufacturers & Exporters Association (BMMEA)

Achievements and Accreditation

- S M Nurul Alam Rezvi has been selected as a Commercially Important Person (CIP) by the Government of People’s Republic of Bangladesh for the year 2013 (CIP Export No. E - 125-61).
- Winner in Supper Senior category of 3rd Walton Cup Golf Tournament-2016.

S M Shamsul Alam, Vice-Chairman

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

S M Shamsul Alam is the founding Managing Director of Walton Hi-Tech Industries Limited, was born on 17th August, 1963. He has completed his graduation in Business Administration and applied his knowledge throughout his business from which Bangladesh is being benefited. He joined in his family business of Electrical & Electronics sector with a visionary dream to thrive Bangladesh forward in the field of engineering & technology and making products that require cutting edge technologies with skilled manpower.

A few numbers of businessman have reached the level of success that S M Shamsul Alam has achieved with his impressive strategies and outlook towards business. His overarching business principles include but are not limited to emphasizing quality, growth, smart risk-taking and transcending bottlenecks. He is unique in the fact that collides with a hard-to-reach balance of achieving incredible success for the organizations without ever compromising with morals.

S M Shamsul Alam joined in their family business at early age of life and became one of the most remarkable and boom success stories of Bangladesh. He was widely successful with his Electrical & Electronics business. In his inspiration Walton has established the biggest & finest Electrical Appliances industry in our country. He always focuses on high speed, automatic and technically sophisticated equipment to rapidly expanded manufacturing facilities. Besides from that he is also meticulous to ensure high quality raw materials and environmental safety.

S M Shamsul Alam is social and kind-hearted man for the society. He is passionate in his social and communal responsibilities. He has obtained the membership of:

- Federation of Bangladesh Chamber of Commerce & Industries (FBCCI)
- Dhaka Chamber of Commerce & Industries (DCCI)
- Bangladesh Chamber of Industries (BCI)
- Bangladesh Motorcycle Manufacturers & Exporters Association (BMMEA)
- Bangladesh Refrigerator Manufacturers Association (BRMA)
- Savar Golf Club (SGC).

S M Ashraful Alam, Managing Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

S M Ashraful Alam such a person who believes & determine the changes always. Peoples believe that some meritorious forwarders lead the country, they bring the ultimate success through great efforts and creativity. A meritorious, working hard, creative and imaginary man, S M Ashraful Alam, who is leading the foundation of the today's fast-growing Electrical & Electronics manufacturing sector in Bangladesh. His passion is to play with technology.

S M Ashraful Alam, one of the visionary founder Director of Walton Hi-Tech Industries Limited and its incumbent Managing Director, was born on 2nd July, 1965. He has completed graduation & post-graduation from the University of Rajshahi in 1986 & 1987 respectively and then joined in his family business of Electrical & Electronics sector with a boundless dream to transform Bangladesh technologically and empower the people with introducing cutting-edge technology in the country.

To make his dream come true through availing his long working experience gathered from the Electrical & Electronics business, S M Ashraful Alam established along with his brothers, the country's first-ever Refrigerator manufacturing plant in 2006. Since then he is instrumental in achieving self-sufficiency in Refrigerator production with strong emphasis on quality improvements to meet the international standards required for both domestic and export to drive wider introduction of Bangladeshi Electrical & Electronics products in the global market.

He has significant contribution in the advancement of manufacturing of Electrical & Electronics products in the country, which was once solely import dependent. His business strategy and endeavor to expand various vertical integrations have largely diversified the business of Electrical & Electronics products resulting in Walton as one of the largest revenue generated organizations in Bangladesh. S M Ashraful Alam played a key role in popularizing the use of Refrigerators in Bangladesh through developing the Electrical & Electronics products suitable for our climate and within the purchasing power of mass people of our country. As a part of product diversification, Walton has been started to manufacture Air Conditioner (AC) in 2011 by establishing self-testing facilities with well-equipped air enthalpy psychometric testing lab.

Already, Walton turned into the role model in establishing an advanced Hi-Tech products' manufacturing industry with the state-of-the-art technologies in Bangladesh. S M Ashraful Alam dreams to make "Walton", an international Brand by 2020 and represent Bangladesh as a technologically competent country to the world. With this strive under his leadership, Walton has been established Compressor manufacturing plant which enlisted Bangladesh as the 8th country in the honorary list of Compressor manufacturing countries in Asia.

S M Ashraful Alam is very enthusiastic in games & sports and believes himself it as a key for vigorous living. He is one of the major patrons in promoting Cricket, Football, Hockey and other domestic & international games & sports.

Apart from these, S M Ashraful Alam has obtained the membership of:

- President of Bangladesh Refrigerator Manufacturers Association (BRMA)
- Federation of Bangladesh Chamber of Commerce & Industries (FBCCI)
- Bangladesh Chamber of Industries (BCI)
- Dhaka Chamber of Commerce & Industries (DCCI)
- Bangladesh Motorcycle Manufacturers & Exporters Association (BMMEA)

S M Mahbubul Alam, Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

S M Mahbubul Alam, one of the founder Director of Walton Hi-Tech Industries Limited, was born on 9th December, 1967. He has completed graduation & post-graduation in 1987 and 1988 respectively from the University of Rajshahi. He is the visionary leader of Electrical & Electronics business that made possible for Walton Brand to attain its multi-national status.

S M Mahbubul Alam has got an opportunity to learn the basics of business from a very early age which facilitated him in the endeavors for being complete businessman. His approach to life has always been dreaming with hard working.

Presently Walton has gone beyond the borders and the company's products are being exported in various countries around the world. S M Mahbubul Alam played a key role in achieving all the success the long-cherished dream of making Bangladesh as the major producer of technology products. His humble background and the struggle that he had to endure to attain success have made him such a man who loves to see a dream and execute that dream properly.

S M Mahbubul Alam has also great interest and patronize in corporate social responsibilities (CSR), games & sports, social awareness programs, vocational / technical education & cultural activities domestically & internationally. He has great interest & passion in writing lyrics, composing music as well as has an intuitive power to write poem in Bangla. A vast number of various songs are available on YouTube in the name of Khalid's Sangeet.

Apart from these, S M Mahbubul Alam has obtained the membership of:

- Bangladesh Refrigerator Manufacturers Association (BRMA)
- Federation of Bangladesh Chamber of Commerce & Industry (FBCCI)
- Dhaka Chamber of Commerce & Industry (DCCI)
- Bangladesh Motorcycle Manufacturers & Exporters Association (BMMEA)

As part of social responsibilities, he is performing as an Advisor and main patron of "Amra Vejal Mukto Khaddyo Chai".

S M Rezaul Alam, Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundharan R/A, Dhaka-1229, Bangladesh.

S M Rezaul Alam, one of the founder Director of Walton Hi-Tech Industries Limited, was Born on 3rd April, 1973. After completion of graduation, he joined family business like his elder brothers. He has got an opportunity to learn the basic of business from very early age which facilitated him in the endeavors for being a complete businessman. He can't just be defined as a business leader but a true compassionate dreamer who dreams for those who doesn't have a dream of their own. As a true dreamer, S M Rezaul Alam has started an IT related business in 2012. His endless effort in Computer/IoT device manufacturing under Walton Brand opens a new era in Bangladesh. Walton Laptop & Desktop is the product of Walton Digi-Tech Industries Limited which would play a vital role in IT sector in Bangladesh. Recently he has initiated the process to produce Semiconductor, Microchips, Display, Li-ion/Polymer batteries, Surveillance Devices and other components for all types of IoT devices.

S M Rezaul Alam also played a key role in achieving success the long-cherished dream of making Bangladesh as the major producer of IT related products. His humble background and the struggle that he had to endure to attain success have made him a man of action and empathy.

S M Rezaul Alam has also great interest in corporate social responsibilities (CSR), games & sports, social awareness programs, technical education & cultural activities and patronizing in domestic and international arena.

Apart from these, S M Rezaul Alam has obtained the membership of:

- Bangladesh Refrigerator Manufacturers Association (BRMA)
- Federation of Bangladesh Chamber of Commerce & Industries (FBCCI)
- Bangladesh Computer Samity (BCS)

S M Monjurul Alam Ovee, Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

S M Monjurul Alam Ovee, one of the young & dynamic Director of Walton Hi-Tech Industries Limited, was born on 01st November, 1990. After completion graduation in business administration from a reputed University, Mr. Ovee joined the family business with his ancestors. As a young & dynamic Director of the organization he is playing a vital role for maintaining the trend to build a sustainable development for the prolific digitalization in Bangladesh to keep pace with the changing world.

As a great visionary young leader Mr. Ovee brought such an excellence in Cellular Phone industry in Bangladesh that nobody even dares to do so. Being a young & energetic, he is always ahead to attain the objectives rapidly for making Bangladesh digitalized. Presently he is the pioneer and only one leader of comprehensive Cellular Phone manufacturing industry in our country.

Once upon a time the Cellular Phone business was fully import oriented but he has changed this trend. Now Walton Brand is recorded country's name as an exporter of Electrical & Electronics sector. Due to outstanding quality and affordable price the Cellular Phone '*Made in Bangladesh*' labeled successively achieve the trustworthiness of mass people.

Apart from these, S M Monjurul Alam Ovee has obtained the membership of:

Bangladesh Refrigerator Manufacturers Association (BRMA)

Tahmina Afrose Tanna, Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

Tahmina Afrose Tanna, one of the youngest Director of Walton Hi-Tech Industries Limited, was born on 17th February, 1994. After completing graduation in business administration from a reputed university, Tahmina Afrose Tanna joined their family business of Electrical & Electronics products. She is visionary dreamer for making peoples' lifestyle to much easier in hectic schedule by introducing Home & Kitchen Appliances.

After joining business, Ms. Tanna emphasized on Home & Kitchen Appliances and takes over the responsibility of producing and marketing those type of products. She has significant contribution in the advancement of manufacturing sector of Electrical & Electronics, Home & Kitchen Appliances of the country. In the past time Home & Kitchen Appliances business was fully import oriented but she has changed this trend. She played a key role in popularizing the use of Home & Kitchen Appliances in the country through developing the Electronic products suitable for our climate and within the purchasing capability of mass people. Under the leadership of Ms. Tanna,

the local production of Home & Kitchen Appliances blown out and customers are getting high-quality modern technology-based products at affordable competitive prices.

A dreamer in technology-based household appliances, Ms. Tanna has also great interest in games & sports, social awareness program, technical education & cultural activities. She is patronizing those activities to make young people engage with the aim to keep them away from the negative impacts and misuse of technologies and social media.

Apart from these, Tahmina Afrose Tanna has obtained the membership of:

- Bangladesh Refrigerator Manufacturers Association (BRMA)

Raisa Sigma Hima, Director

Address: Walton House, Plot-728, Road-11, Block-I, Bashundhara R/A, Dhaka-1229, Bangladesh.

Raisa Sigma Hima, the youngest Director of Walton Hi-Tech Industries Limited, was born on 02nd April, 1994. After completing graduation in business administration from North South University, Raisa Sigma Hima joined their family business of Electrical & Electronics products. She has intended to realize herself that in Bangladesh there is huge business opportunities of chemical sector. Having the opportunity in this sector she is getting developed herself as a pioneer entrepreneur. Thus, she desires to capture this sector by establishing manufacturing facilities in Bangladesh.

After joining family business, Ms. Hima has emphasized on research & development (R&D) of chemical sector. She has significant contribution in the advancement of manufacturing of this sector in the country. At present, the chemical sector is fully dependent on import but her dream is to be self-reliant on this sector by producing all types of chemicals within the short span of time.

As dreamer in technology-based products, Ms. Hima also has great interest in photography, travelling, games & sports, social awareness program, technical education & cultural activities.

Apart from these, Raisa Sigma Hima has obtained the membership of:

- Bangladesh Refrigerator Manufacturers Association (BRMA)

Dr. Ahsan H. Mansur, Independent Director

Address: House-13/A, Road 108, Gulshan-2, Dhaka-1212

Dr. Mansur started his career as a Lecturer, Department of Economics, University of Dhaka in 1976. Dr. Mansur joined the International Monetary Fund under its Economist Program in 1981, and thereafter completed his PhD in Economics (on general equilibrium analysis) from the University of Western Ontario, Canada in 1982.

During his long career at the IMF, Dr. Mansur has worked on Middle Eastern, Asian, African and Central American countries. He worked in important functional departments (Fiscal Affairs and Policy Review and Development departments) and area departments (Middle East and Central Asia and Asian departments) of the IMF. He also served as the IMF Senior Resident Representative to Pakistan during 1998-01 and as the Fiscal Advisor to the Minister of Finance, Government of Bangladesh (1989-91). During his assignment in Bangladesh, Mr. Mansur was primarily involved with the successful introduction of Value Added Tax in Bangladesh in 1991. In his last IMF assignment, he served as the Division Chief of the Middle East and Central Asia Department. After taking early retirement from the IMF, with a view to establishing an institute aimed at policy analysis, in coordination with other professionals, Dr. Mansur joined the Policy Research Institute of Bangladesh as its founder Director and Executive Director in 2009. In the meantime, PRI has established itself as a leading thinktank in Bangladesh and engages extensively with the

Government on major fiscal, financial, trade policy, and planning issues.

Dr. Mansur has published extensively in various prestigious journals (including *Econometrical*, *Journal of Economic Theory*, and *IMF Staff Papers*), edited books on special economic topics and in the *IMF Occasional Paper and Working Paper* series. He also edited a book (with Fernando Delgado) on *Stock Market Developments in the Countries of the Gulf Cooperation Council*, published by Palgrave Macmillan in its *Finance and Capital Markets Series*, November 2008. Mr. Mansur writes extensively on contemporary economic and socioeconomic issues in leading newspapers and appears regularly in TV programs in Bangladesh.

Presently, Dr. Mansur is performing as an Independent Director in Walton Hi-Tech Industries Limited.

Md. Samsul Alam Mallick FCA, Independent Director

Adress: House# 01, Road# 104, Apt: A-7, Gulshan-2, Dhaka-1212

Md. Samsul Alam Mallick FCA, was born in February 3, 1959. He is an Independent Director of Walton Hi-Tech Industries Limited. A prominent Chartered Accountant and the founding Managing Director of New Zealand Dairy Products Bangladesh Ltd. (NZDPBL).

Mr. Mallick achieved professional MBA degree from the London School of Technology and Research. He completed his M. Com in Accounting from Rajshahi University. He holds the majority of the shares at NZDPBL and directly controls the organization both operationally & strategically. He started his career path in Karnaphuli Fertilizer Company Ltd, the largest international joint venture in Bangladesh, and gathered experience of over 15 years by working in various important high positions there.

Apart from this, Mr. Mallick is member of different sub-committee of Metropolitan Chamber of Commerce (MCCI) & Bangladesh Employers Federation (BEF). Mr. Mallick is also an active member and holds different important positions of The Institute of Chartered Accountants of Bangladesh (ICAB). He is the current president of Intellectual Property Association of Bangladesh (IPAB), Rotary Club of Dhanmondi Dhaka & Rajshahi University Accounting Alumni Association (RUAAA).

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

1. Statement of Assets and liabilities:

	30 June 2019	30 June 2018	30 June 2017	30 June 2016	30 June 2015
Amount in Taka					
ASSETS					
Non-Current Assets	60,230,346,433	58,696,298,063	23,273,823,672	14,211,488,479	8,643,123,019
Property, Plant and Equipment	57,575,574,816	54,862,816,863	18,623,423,060	9,464,360,715	7,317,456,591
Intangible Assets	29,332,788	39,844,314	44,016,640	23,464,087	25,256,364
Investments	494,171,979	793,862,675	280,000,000	100,000,000	100,000,000
Other Non-Current Assets	2,131,266,850	2,999,774,211	4,326,383,972	4,618,248,733	1,200,410,064
Deferred Tax Assets	-	-	-	5,414,944	-
Current Assets	43,197,763,333	23,665,691,884	29,637,013,951	19,061,475,692	11,658,624,141
Inventories	13,530,290,768	12,304,993,861	16,075,153,633	9,184,915,305	4,410,789,225
Trade and Other Receivables	24,479,836,553	8,376,550,686	8,913,997,928	4,358,471,782	2,796,029,008
Advances, Deposits and Prepayments	3,574,831,967	940,843,187	1,611,833,003	3,911,688,926	2,757,512,575
Short Term Investment	582,901,194	901,717,714	1,318,307,645	827,294,811	952,089,560
Cash and Cash Equivalents	1,029,902,851	1,141,586,436	1,717,721,742	779,104,868	742,203,774
TOTAL ASSETS	103,428,109,766	82,361,989,947	52,910,837,623	33,272,964,171	20,301,747,160
EQUITY AND LIABILITIES					
Capital and Reserves	72,978,067,368	59,216,928,765	24,274,097,681	16,929,279,305	10,714,645,830
Share Capital	3,000,000,000	3,000,000,000	100,000,000	100,000,000	100,000,000
Retained Earnings	38,587,504,162	24,797,308,063	24,174,097,681	16,829,279,305	10,614,645,830
Revaluation Reserves	31,390,563,206	31,419,620,702	-	-	-
Liabilities	7,078,903,507	10,024,196,097	4,865,799,177	2,396,208,315	748,801,262
Non-Current Liabilities	7,078,903,507	10,024,196,097	4,865,799,177	2,396,208,315	748,801,262
Long Term Loans, Net of Current Portion	6,194,630,678	9,372,083,072	4,756,626,163	2,345,832,800	696,787,990
UNDP Fund	95,004,333	19,625,000	44,812,757	50,375,515	52,013,272
Deferred Tax Liability	789,268,496	632,488,025	64,360,257	-	-
Current Liabilities	23,371,138,891	13,120,865,085	23,770,940,765	13,947,476,551	8,838,300,068
Trade and Other Payables	876,557,103	361,418,639	481,141,872	528,479,787	261,979,302
Short Term Loans	16,370,583,014	8,220,973,654	20,015,287,276	11,084,895,809	7,106,849,022
Long Term Loan - Current Portion	2,837,393,300	3,043,923,730	1,328,461,436	709,678,396	340,470,328
Provisions and Accruals	3,286,605,474	1,494,549,062	1,945,895,381	1,621,679,227	1,127,542,238
Other Current Liabilities	-	-	154,800	2,743,332	1,459,178
Total Liabilities	30,450,042,398	23,145,061,182	28,636,739,942	16,343,684,866	9,587,101,330
TOTAL EQUITY AND LIABILITIES	103,428,109,766	82,361,989,947	52,910,837,623	33,272,964,171	20,301,747,160
Net Assets Value (NAV) Per Share without revaluation	138.53	92.52	80.77	56.35	35.63
Net Assets Value (NAV) Per Share with revaluation	243.16	197.26	80.77	56.35	35.63

2. Statement of Operating Result:

	30 June 2019	30 June 2018	30 June 2017	30 June 2016	30 June 2015
Amount in Taka					
Revenue, net	51,773,237,116	27,329,731,164	31,931,044,073	26,566,298,951	20,995,870,005
Cost of Sales	(30,805,628,408)	(19,322,738,209)	(20,584,695,551)	(17,376,435,126)	(14,091,364,464)
Gross profit	20,967,608,708	8,006,992,955	11,346,348,522	9,189,863,825	6,904,505,541
Administrative Expenses	(828,966,191)	(677,328,535)	(685,292,171)	(639,624,590)	(523,926,458)
Selling & Distribution Expenses	(3,238,601,690)	(1,437,524,352)	(1,110,269,978)	(899,553,301)	(467,503,844)
	(4,067,567,881)	(2,114,852,887)	(1,795,562,149)	(1,539,177,891)	(991,430,303)
Operating Profit before Financial Expenses	16,900,040,827	5,892,140,068	9,550,786,373	7,650,685,934	5,913,075,239
Finance Costs	(1,493,855,820)	(1,929,374,572)	(1,462,372,055)	(877,881,092)	(501,481,979)
Profit from Operations	15,406,185,007	3,962,765,496	8,088,414,318	6,772,804,842	5,411,593,259
Other Income	98,188,942	40,268,392	149,257,973	138,902,379	182,609,957
Profit before WPP	15,504,373,948	4,003,033,888	8,237,672,291	6,911,707,221	5,594,203,216
Workers' Profit Participation & welfare fund	(738,303,521)	(190,620,661)	(392,270,109)	(329,128,915)	(266,390,629)
Profit before Tax	14,766,070,427	3,812,413,227	7,845,402,182	6,582,578,306	5,327,812,587
Income Tax Expenses					
Current Tax Expense	(848,151,353)	(217,688,463)	(430,808,606)	(373,359,775)	(302,241,012)
Deferred Tax Expense	(156,780,471)	(71,514,381)	(69,775,201)	5,114,944	-
	(1,004,931,824)	(289,202,844)	(500,583,807)	(368,244,831)	(302,241,012)
Profit after Tax	13,761,138,603	3,523,210,383	7,344,818,375	6,214,333,475	5,025,571,575
Other Comprehensive Income					
<i>Items that will not be reclassified subsequently to profit or loss:</i>					
Gain on revaluation of property	-	31,916,234,089	-	-	-
Related Tax	-	(496,613,387)	-	-	-
	-	31,419,620,702	-	-	-
<i>Items that may be reclassified subsequently to profit or loss:</i>					
	-	-	-	-	-
Total Comprehensive Income for the Year	13,761,138,603	34,942,831,085	7,344,818,375	6,214,333,475	5,025,571,575
Earnings Per Share (EPS)	45.87	11.74	24.48	20.71	16.75

3. Statement of Cash Flows:

	30 June 2019	30 June 2018	30 June 2017	30 June 2016	30 June 2015
Amount in Taka					
A. Cash Flows from Operating Activities					
Receipts from Customers	36,482,207,357	27,872,282,636	27,372,670,892	25,007,644,368	18,966,059,194
Interest Received	84,925,786	66,281,621	84,312,949	128,292,665	114,526,570
Receipts from Other Income	2,282,441	787,000	2,727,265	6,922,107	11,565,143
Receipts from Dividend and Investment Income	34,655,224	27,844,036	39,511,988	19,382,132	6,716,651
	36,604,070,808	27,967,195,293	27,499,223,094	25,162,241,272	19,098,867,558
Payment to Suppliers, Employees & Others	(31,546,920,460)	(12,463,695,951)	(23,271,016,163)	(20,489,927,204)	(14,667,607,601)
Payroll and Other Payments to Employee	(2,920,272,489)	(2,938,102,114)	(2,377,498,009)	(2,242,337,655)	(1,340,140,012)
Payment for Directors' Remuneration	(92,400,000)	(107,400,000)	(108,000,000)	(108,000,000)	(81,000,000)
Payment for WPPF	(190,620,661)	(392,270,109)	(329,128,915)	(266,390,629)	-
Cash Generated from Operations	1,853,857,198	12,065,727,119	1,413,580,008	2,055,585,783	3,010,119,946
Finance Expenses Paid	-	(1,994,858,705)	(948,227,475)	(754,938,376)	(355,451,369)
Payments against acquisition Property, Plant and Equipment	-	-	-	-	-
Short Term Loans-Received	-	-	-	-	3,163,324,031
Payment against Tax and VAT	(1,446,237,719)	(312,948,562)	(346,245,290)	(692,234,343)	(246,931,993)
Net Cash (used in)/ generated by Operating Activities	407,619,479	9,757,919,852	119,107,242	608,413,064	5,571,060,614
B. Cash Flows from Investing Activities					
Payments against acquisition Property, Plant and Equipment	(4,551,090,575)	(4,675,255,588)	(10,058,922,151)	(6,752,976,857)	(4,880,538,505)
Payment against Transfer of CWIP and Other Non-Current Assets	-	-	-	-	-
Encashment of/ payment for Short Term Investment	318,816,520	(82,454,382)	(263,764,170)	-	-
Encashment from Long Term Investments	280,000,000	-	-	-	-
Payment for Long Term Investments	(30,486,470)	(99,754,613)	(407,248,664)	165,540,221	(825,557,863)
Payment for Intangible Assets	(7,554,445)	(13,203,813)	(32,405,301)	-	-
Net Cash (used in)/ generated by Investing Activities	(3,990,314,970)	(4,870,668,396)	(10,762,340,286)	(6,587,436,636)	(5,706,096,368)
C. Cash Flows from Financing Activities					
Finance Expenses Paid	(1,402,662,630)	-	-	-	-
Long Term Loans-Received	2,609,985,969	8,332,184,462	3,694,363,228	2,867,770,304	-
Long Term Loans-Repaid	(5,993,968,794)	(2,001,265,258)	(918,149,998)	(849,517,426)	(811,411,148)
Short Term Loans-Received	26,783,651,327	34,917,482,097	38,538,130,573	25,165,824,558	-
Short Term Loans-Repaid	(18,634,041,967)	(46,876,062,499)	(29,752,118,885)	(21,187,111,111)	-
Received from UNDP	108,048,000	-	19,625,000	19,625,000	(15,303,728)
Net Cash (used in)/ generated by Financing Activities	3,471,011,905	(5,627,661,198)	11,581,849,917	6,015,924,665	(826,714,876)
D. Net increase in Cash and Cash Equivalents (A+B+C)	(111,683,586)	(740,409,740)	938,616,874	36,901,094	(961,750,630)
E. Cash and Cash Equivalents at the Beginning of the Year	1,141,586,436	1,881,996,176	779,104,868	742,203,774	1,703,954,404
E. Cash and Cash Equivalents at the End of the Year (D+E)	1,029,902,851	1,141,586,436	1,717,721,742	779,104,868	742,203,774
Net Operating Cash Flow per Share-reported	1.36	32.53	0.40	2.03	18.57

4. Financial Ratios:

SL No	Particulars	30 June 2019		30 June 2018		30 June 2017		30 June 2016		30 June 2015	
		Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
1) Liquidity Ratios :											
i	Current Ratio (Times) = (Current Assets / Current liability)	43,197,763,333	1.85	23,665,691,884	1.80	29,637,013,951	1.25	19,061,475,692	1.37	11,658,624,141	1.32
		23,371,138,891		13,120,865,085		23,770,940,765		13,947,476,551		8,838,300,068	
ii	Quick Ratio (Times) = (Current Assets-Inventory- Adv payment)/(Current liability)	26,092,640,598	1.12	10,419,854,836	0.79	11,950,027,315	0.50	5,964,871,461	0.43	4,490,322,342	0.51
		23,371,138,891		13,120,865,085		23,770,940,765		13,947,476,551		8,838,300,068	
2) Operating Efficiency Ratios :											
i	Accounts Receivable turnover Ratio (Times) = (Net Sales/Average Accounts Receivable)	51,773,237,116	3.15	27,329,731,164	3.16	31,931,044,073	4.81	26,566,298,951	7.43	20,995,870,005	11.86
		16,428,193,620		8,645,274,307		6,636,234,855		3,577,250,395		1,770,541,357	
ii	Inventory Turnover Ratio= (Cost of Sales/ Average inventory)	30,805,628,408	2.38	19,322,738,209	1.36	20,584,695,551	1.63	17,376,435,126	2.56	14,091,364,464	3.23
		12,917,642,315		14,190,073,747		12,630,034,469		6,797,852,265		4,357,117,348	
iii	Assets Turnover Ratio= (Net Sales/Average Total Assets)	51,773,237,116	0.56	27,329,731,164	0.40	31,931,044,073	0.74	26,566,298,951	0.99	20,995,870,005	1.31
		92,895,049,856		67,636,413,785		43,091,900,897		26,787,355,666		16,048,961,082	
3) Profitability Ratios :											
i	Gross Margin Ratio (%) = (Gross profit/Net Sales)	20,967,608,708	40.50%	8,006,992,955	29.30%	11,346,348,522	35.53%	9,189,863,825	34.59%	6,904,505,541	32.89%
		51,773,237,116		27,329,731,164		31,931,044,073		26,566,298,951		20,995,870,005	
ii	Operating Profit Ratio (%) = (Profit from operation/Net Sales)	15,406,185,007	29.76%	3,962,765,496	14.50%	8,088,414,318	25.33%	6,772,804,842	25.49%	5,411,593,259	25.77%
		51,773,237,116		27,329,731,164		31,931,044,073		26,566,298,951		20,995,870,005	
iii	Net Profit Ratio (%) = (Profit after tax/Net Sales)	13,761,138,603	26.6%	3,523,210,383	12.9%	7,344,818,375	23.0%	6,214,333,475	23.4%	5,025,571,575	23.9%
		51,773,237,116		27,329,731,164		31,931,044,073		26,566,298,951		20,995,870,005	
iv	Return on Assets Ratio (%) = (Profit after tax/Average Total Assets)	13,761,138,603	14.81%	3,523,210,383	5.21%	7,344,818,375	17.04%	6,214,333,475	23.20%	5,025,571,575	31.31%
		92,895,049,856		67,636,413,785		43,091,900,897		26,787,355,666		16,048,961,082	
v	Return on Equity Ratio (%) = (Profit after tax/Share holders equity)	13,761,138,603	18.86%	3,523,210,383	5.95%	7,344,818,375	30.26%	6,214,333,475	36.71%	5,025,571,575	46.90%
		72,978,067,368		59,216,928,765		24,274,097,681		16,929,279,305		10,714,645,830	
vi	Earnings Per Share (Taka) = (Profit after tax/No of Share)	13,761,138,603	45.87	3,523,210,383	11.74	7,344,818,375	734.48	6,214,333,475	621.43	5,025,571,575	502.56
		300,000,000		300,000,000		10,000,000		10,000,000		10,000,000	
vii	Earnings before interest, taxes, depreciation and amortization (EBITDA) Margin = (EBITDA/Net Sales)	18,348,106,326	35.44%	7,628,490,234	27.91%	10,723,668,607	33.58%	8,867,516,773	33.38%	6,951,694,453	33.11%
		51,773,237,116		27,329,731,164		31,931,044,073		26,566,298,951		20,995,870,005	

SL No	Particulars	30 June 2019		30 June 2018		30 June 2017		30 June 2016		30 June 2015	
		Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
4) Solvency Ratios :											
i	Debt to Total Assets Ratio (Times) = (Total Interest bearing Debt/Total Assets)	25,402,606,992	0.25	20,636,980,456	0.25	26,100,374,875	0.49	14,140,407,005	0.42	8,144,107,340	0.40
		103,428,109,766		82,361,989,947		52,910,837,623		33,272,964,171		20,301,747,160	
ii	Debt to Equity Ratio (Times) = (Total Interest bearing Debt/Total Shareholders' Equity)	25,402,606,992	0.35	20,636,980,456	0.35	26,100,374,875	1.08	14,140,407,005	0.84	8,144,107,340	0.76
		72,978,067,368		59,216,928,765		24,274,097,681		16,929,279,305		10,714,645,830	
iii	Time Interest Earned Ratio (Times) = (Profit from Operation / Net Interest Expenses)	15,406,185,007	11.32	3,962,765,496	2.69	8,088,414,318	8.19	6,772,804,842	8.93	5,411,593,259	10.94
		1,360,521,621		1,475,279,879		987,572,572		758,722,381		494,554,500	
iv	Debt service Coverage Ratio = (EBITDA/Total Debt Service)	18,348,106,326	4.37	7,628,490,234	1.69	10,723,668,607	4.63	8,867,516,773	6.04	6,951,694,453	8.33
		4,197,914,921		4,519,203,609		2,316,034,008		1,468,400,777		835,024,828	
5) Cash Flow Ratios :											
i	Net Operating Cash Flows Per Share (NOCFPS) = (Net Operating cash flow/No. Ordinary Shares)	407,619,479	1.36	9,757,919,852	32.53	119,107,242	11.91	608,413,064	60.84	5,571,060,614	557.11
		300,000,000		300,000,000		10,000,000		10,000,000		10,000,000	
ii	Net Operating Cash Flows Per Share (NOCFPS) to EPS Ratio =(Net Operating cash flow per Share/EPS)	1.36	0.03	32.53	2.77	11.91	0.02	60.84	0.10	557.11	1.11
		45.87		11.74		734.48		621.43		502.56	

(18) Public issue application process.

Step-1 (Applicant)

1. An applicant for public issue 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. the subscription closing date), which shall be the **25th (twenty fifth) working day** from the date of publication of abridged version of prospectus.
2. The application/buy instruction may be submitted in prescribed paper or electronic form, which shall contain the Customer ID, Name, BO Account Number, Number of Securities applied for, Total Amount and Category of the Applicant. At the same time:
 - a) Other than non-resident Bangladeshi (NRB) and Foreign applicants shall make the application money and service charge available in respective customer account maintained with the Stockbroker/Merchant Banker. No margin facility, advance or deferred payment is permissible for this purpose. In case the application is made through a margin account, the application money shall be deposited separately and the Stockbroker/Merchant Banker shall keep the amount segregated from the margin account, which shall be refundable to the applicant, if become unsuccessful.
 - b) Non-resident Bangladeshi (NRB) and Foreign applicants shall submit bank drafts (FDD), issued in favor of the Issuer for an amount equivalent to the application money, with their application to the concerned Stockbroker/Merchant Banker. A Non-resident Bangladeshi (NRB) and Foreign applicant may also submit a single draft against 02(two) applications made by him/her, i.e. one in his/her own name and the other jointly with another person. The draft (FDD) shall be issued by the Bank where the applicant maintains Foreign Currency account debiting the same account **and provide the customer with a certificate mentioning the FC account number which has been debited to issue the FDD. The applicant shall also submit the certificate with their/his/her application.** No banker shall issue more than two drafts from any Foreign Currency account for any public issue. At the same time, the applicant shall make the service charge available in respective customer account maintained with the Stockbroker/Merchant Banker.

Step-2 (Intermediary)

3. The Stockbroker/Merchant Banker shall maintain a separate bank account only for this purpose namely "Public Issue Application Account". The Stockbroker/Merchant Banker shall:
 - a) 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;
 - b) accumulate all the applications/buy instructions received up to the cut-off date, deposit the amount in the "Public Issue Application Account" maintained with its bank within the first banking hour of **next working day** of the cut-off date;

- c) instruct the banker to block the account for an amount equivalent to the aggregate application money and to issue a certificate in this regard.
4. Banker of the Stockbroker/Merchant Banker shall block the account as requested for, issue a certificate confirming the same and handover it to the respective Stockbroker/Merchant Banker.
 5. For Non-resident Bangladeshi (NRB) and Foreign applicants, the Stockbroker/Merchant Banker shall prepare a list containing the draft (FDD) information against the respective applicant's particulars.
 6. The Stockbroker/Merchant Banker shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and Number of Securities applied for, and within 03 (three) working days from the cut-off date, send to the respective Exchange, the lists of applicants in electronic (text format with tilde '~' separator) format, the certificate(s) issued by its banker, the drafts (FDD) **and certificates** received from Non-resident Bangladeshi (NRB) and Foreign applicants and a copy of the list containing the draft (FDD) information.
 7. **On the next working day**, the Exchanges shall provide the Issuer with the information received from the Stockbroker/Merchant Bankers, the drafts (FDD) **and certificates** submitted by Non-resident Bangladeshi (NRB) and Foreign applicants and the list containing the draft (FDD) information. Exchanges shall verify and preserve the bankers' certificates in their custody.
 8. The applications/buy instructions shall be preserved by the Stockbrokers/Merchant Bankers up to 6 months from listing of the securities with the exchanges.

Step-3 (Issuer)

9. The Issuer shall prepare consolidated list of the applications and send the applicants' BOIDs in electronic (text) format in a CDROM to CDBL for verification. The Issuer shall post the consolidated list of applicants on its website and websites of the Exchanges. CDBL shall verify the BOIDs as to whether the BO accounts of the applicants are active or not.
10. **On the next working day**, CDBL shall provide the Issuer with an updated database of the applicants containing BO Account Number, Name, Addresses, Parents' Name, Joint Account and Bank Account information along with the verification report.
11. After receiving verification report and information from CDBL, the Issuer shall scrutinize the applications, prepare category wise consolidated lists of valid and invalid applications and submit report of final status of subscription to the Commission and the Exchanges **within 10 (ten) working days** from the date of receiving information from the Exchanges.
12. The Issuer and the issue manager shall conduct category wise lottery with the valid applications **within 03 (three) working days** from the date of reporting to the Commission and the Exchanges, if they do not receive any observation from the Commission or the 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 the respective Exchange in electronic form.
 - d) send consolidated allotment data (BOID and number of securities) in electronic text format in a CDROM to CDBL to credit the allotted shares to the respective BO accounts.

Step-4 (Intermediary)

15. **On the next working day**, the Exchanges shall distribute the information and allotment letters to the Stockbroker/Merchant Bankers concerned in electronic format and instruct them to:
 - a) remit the amount of successful (other than NRB and Foreign) applicants to the Issuer's respective Escrow Account opened for subscription purpose, and unblock the amount of unsuccessful applicants;
 - b) send the penalty amount of other than NRB and Foreign applicants, who are subject to penal provisions, to the Issuer's respective Escrow Accounts along with a list and unblock the balance application money;
16. **On the next working day** of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall request its banker to:
 - a) release the amount blocked for unsuccessful (other than NRB and foreign) applicants;
 - b) remit the aggregate amount of successful applicants and the penalty amount of unsuccessful applicants (other than NRB and foreign), who are subject to penal provisions, to the respective 'Escrow' accounts of the Issuer opened for subscription purpose.
17. **On the next working day** of receiving request from the Stockbrokers/Merchant Bankers, their bankers shall unblock the amount blocked in the account(s) and remit the amount as requested for to the Issuer's 'Escrow' account.
18. **Simultaneously**, the stockbrokers/Merchant Bankers shall release the application money blocked in the customer accounts, inform the successful applicants about allotment of securities and the unsuccessful applicants about releasing their blocked

amounts and send documents to the Exchange evidencing details of the remittances made to the respective 'Escrow' accounts of the Issuer. The unblocked amounts of unsuccessful applicants shall be placed as per their instructions. The Stockbroker/Merchant Banker shall be entitled to recover the withdrawal charges, if any, from the applicant who wants to withdraw the application money, up to an amount of Tk. 5.00 (five) per withdrawal.

19. All drafts (FDD) submitted by NRB or Foreign applicants shall be deposited in the Issuer's respective 'Escrow' accounts and refund shall be made by the Issuer by refund warrants through concerned stockbroker or merchant banker or transfer to the applicant's bank account (**FC account which has been debited to apply by NRB or foreign applicants**) through banking channel within 10 (ten) working days from the date of lottery.

Miscellaneous:

20. The Issuer, Issue Manager(s), Stockbrokers, Merchant Bankers and the exchanges shall ensure compliance of the above.
21. The bank drafts (FDD) shall be issued considering TT Clean exchange rate of Sonali Bank Ltd. on the date of publication of abridged version of prospectus.
22. Amount deposited and blocked in the "Public Issue Application Account" shall not be withdrawn or transferred during the blocking 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 claimed by the Exchange concerned up to an amount of Tk.2,00,000.00 (taka two lac) for a public issue.
24. The Stockbroker/Merchant Bankers shall be entitled to a service charge of Tk.5.00 (taka five) only per application irrespective of the amount or category. The service charge shall be paid by the applicant at the time of submitting application.
25. The Stockbroker/Merchant Banker shall provide the Issuer with a statement of the remittance and drafts sent.
26. The Issuer shall accumulate the penalty amount recovered and send it to the Commission through a bank draft/payment order issued in favor of the Bangladesh Securities and Exchange Commission.
27. The concerned Exchange are authorized to settle any complaints and take necessary actions against any Stockbroker/Merchant Banker in case of violation of any provision of the public issue application process with intimation to the Commission.

All eligible Stock Brokers and Merchant Bankers shall receive the IPO subscription

Others:

The IPO subscription money collected from investors will be remitted in following bank accounts with Prime Bank Limited:

SL#	Account bearing number	Account title	Currency
For Resident Bangladeshis			
01	2104315031152	Walton Hi-Tech Industries Limited	BDT
For Non-resident Bangladeshis			
02	2104519031153	Walton Hi-Tech Industries Limited	USD
03	2104518031154	Walton Hi-Tech Industries Limited	EUR
04	2104517031155	Walton Hi-Tech Industries Limited	GBP

“পুঁজিবাজারে বিনিয়োগ ঝুঁকিপূর্ণ। জেনে ও বুঝে বিনিয়োগ করুন।”

APPLICATION FOR PUBLIC ISSUE

Date:

Name of applicant	:	
Client Code	:	
BO ID No.	:	
Category of applicant	:	
Name of the Company	:	
Number of Shares	:	
Total amount in Tk.	:	
Amount in word	:	

Applicant

Authorized Officer