

## **Abridged Version of Prospectus**

### **Union Capital Limited**

**Registered office:** Noor Tower (5th Floor), 1/F Free School Street  
73, Sonargaon Road, Dhaka-1205

**Phone:** 9662888

**Fax:** 880-2-8616878

**Website:** [www.unicap-bd.com](http://www.unicap-bd.com)

**E-mail:** [mailbox@unicap-bd.com](mailto:mailbox@unicap-bd.com)

**Public Offering of 7,500,000 Ordinary Shares of Tk 10 Each at Par Totaling Tk 75,000,000**

#### **Subscription**

For General public–

Opening Date: May 06, 2007

Closing Date: May 10, 2007

For NRB applicants–

Opening Date: May 06, 2007

Closing Date: May 19, 2007

#### **Manager to the Issue**

##### **Prime Finance & Investment Limited**

63 Dilkusha C/A (3rd Floor), Dhaka 1000

Phone: 9563883

Fax: 9563692

Website: [www.primefinance.net](http://www.primefinance.net)

E-mail: [info@primefinance.net](mailto:info@primefinance.net)

## Bankers to the Issue

### **Southeast Bank Limited**

Aganagar Branch, Dhaka  
Agargaon Branch, Dhaka  
Banani Branch, Dhaka  
Bangshal Branch, Dhaka  
Corporate Branch, Dhaka  
Dhanmondi Branch, Dhaka  
Gulshan Branch, Dhaka  
Imamganj Branch, Dhaka  
Karwan Bazar Branch, Dhaka  
Motijheel Branch, Dhaka  
New Elephant Road Br., Dhaka  
New Eskaton Branch, Dhaka  
Principal Branch, Dhaka  
Uttara Branch, Dhaka  
Agrabad Branch, Chittagong  
CDA Avenue Branch, Chittagong  
Jubilee Road Branch, Chittagong  
Khatunganj Branch, Chittagong  
Chhagalnaiya Branch (Islami Banking), Feni  
Cox's Bazar Branch (Islami Banking), Cox's Bazar  
Bandar Bazar Branch (Islami Banking), Sylhet  
Chouhatta Branch, Sylhet  
Khulna Branch, Khulna  
Feni Branch, Feni

### **NCC Bank Limited**

Babubazar Branch, Dhaka  
Bangshal Branch, Dhaka  
Dhanmondi Branch, Dhaka  
Dilkusha Branch, Dhaka  
Foreign Exchange Branch, Dhaka  
Gulshan Branch, Dhaka  
Islampur Branch, Dhaka  
Jatrabari Branch, Dhaka  
Karwan Bazar Branch, Dhaka  
Malibagh Branch, Dhaka  
Mirpur Branch, Dhaka  
Mitford Branch, Dhaka  
Moghbazsar Branch, Dhaka  
Motijheel Main Branch, Dhaka  
Uttara Branch, Dhaka  
Agrabad Branch, Chittagong  
Khulna Branch, Khulna  
Khatunganj Branch, Chittagong  
Elephant Road Branch, Dhaka  
Jubilee Road Branch, Chittagong

O.R. Nizam Road Branch, Chittagong  
Cox's Bazar Branch, Cox's Bazar  
Laldighirpar Branch, Sylhet

### **Prime Bank Limited**

Asad gate Branch, Dhaka  
Banani Branch, Dhaka  
Bangshal Branch, Dhaka  
Dhanmondi Branch, Dhaka  
Elephant Rd Branch, Dhaka  
Eskaton Branch, Dhaka  
Foreign Exchange Branch, Dhaka  
Gulshan Branch, Dhaka  
Islamic Banking Br., Dhaka  
Kawran Bazar Branch, Dhaka  
Mirpur Road Branch, Dhaka  
Mohakhali Branch, Dhaka  
Motijheel Branch, Dhaka  
Mouchak Branch, Dhaka  
Moulvibazar Branch, Dhaka  
Panthapath Branch, Dhaka  
Pragati Shoroni Br., Dhaka  
Uttara Branch, Dhaka  
Agrabad Branch, Chittagong  
Islamic Banking Br., Chittagong  
Jubilee Road Br., Chittagong  
Khatunganj Br., Chittagong  
Khulna Branch, Khulna  
Jessore Branch, Jessore  
Barishal Branch, Barisal  
Court Road Branch, Sylhet  
Sylhet Branch, Sylhet  
Rajshahi Branch, Rajshahi  
Bogra Branch, Bogra  
Narayanganj Br., Narayanganj  
Madhabdi Branch, Narsingdi  
Tongi Branch, Tongi

### **Mercantile Bank Limited**

Banani Branch, Dhaka  
Dhanmondi Branch, Dhaka  
Elephant Road Branch, Dhaka  
Gulshan Branch, Dhaka  
Kawran Bazar Branch, Dhaka  
Main Branch, Dhaka  
Mirpur Branch, Dhaka  
Mohakhali Branch, Dhaka

Motijheel Branch, Dhaka  
Satmosjid Road Branch, Dhaka  
Uttara Branch, Dhaka  
Agrabad Branch, Chittagong  
Khatunganj Branch, Chittagong  
Rajshahi Branch, Rajshahi  
Naogaon Branch, Naogaon  
Sylhet Branch, Sylhet

### **National Bank**

Babubazar Branch, Dhaka  
Bangshal Road Branch, Dhaka  
Dhanmodi Branch, Dhaka  
Dilkusha Branch, Dhaka  
Elephant Road Branch, Dhaka  
Foreign Ex. Branch, Dhaka  
Gulshan Branch, Dhaka  
Imamganj Branch, Dhaka  
Islampur Branch, Dhaka  
Kawran Bazar Branch, Dhaka  
Malibagh Branch, Dhaka  
Mirpur Branch, Dhaka  
Mohakhali Branch, Dhaka  
Motijheel Branch, Dhaka  
Uttara Branch, Dhaka  
Narayanganj Branch, N'Gonj  
Agrabad Branch, Chittagong  
Khatunganj Branch, Chittagong  
KDA Branch, Khulna  
Rajshahi Branch, Rajshahi

### **The Trust Bank Limited**

Dhanmondi Branch, Dhaka  
Dilkusha Corporate Branch, Dhaka  
Gulshan Corporate Branch, Dhaka  
Principal Branch, Dhaka  
Sena Kallyan Bhaban Branch, Dhaka

### **Investment Corporation of Bangladesh**

Head Office, Dhaka  
Local Office, Dhaka  
Chittagong Branch, Chittagong  
Rajshahi Branch, Rajshahi  
Khulna Branch, Khulna  
Barishal Branch, Barishal  
Sylhet Branch, Sylhet  
Bogra Branch, Bogra

## Auditors

Hoda Vasi Chowdhury & Co.  
Chartered Accountants  
BTMC Bhaban (8th Floor)  
7-9 Karwan Bazar Commercial Area,  
Dhaka-1215  
Contact Number: 9120090, 9140094

## Financial Statements in accordance with section 135 of the Companies Act, 1994

### A) Statement of Assets and Liabilities:

	At 30 June 2006		At 31 December/Amounts in Taka			
	Jun-06	2005	2004	2003	2002	2001
<b>Sources of Funds</b>						
Share capital	193,130,720	160,942,260	132,695,700	50,500,000	50,500,000	50,500,000
Share money deposit	-	-	3,323,780	-	-	-
Proposed stock dividend	-	32,188,460	23,885,230	10,100,000	-	-
Proposed cash dividend	-	-	-	-	9,090,000	10,100,000
Statutory reserve	24,813,435	22,567,597	14,617,171	8,762,112	6,057,814	3,842,323
Retained earnings	9,238,091	254,741	641,498	1,106,499	389,306	617,341
Long – term payables	819,970,404	721,717,958	482,878,163	431,978,009	243,745,911	114,823,429
	<u>1,047,152,650</u>	<u>937,671,016</u>	<u>658,041,542</u>	<u>502,446,620</u>	<u>309,783,031</u>	<u>179,883,093</u>
<b>Application of Funds</b>						
Fixed assets (under own use) at						
cost less accumulated depreciation	2,919,523	1,655,216	1,839,536	1,764,818	2,680,263	3,597,009
Office Decoration - work in progress	4,419,040	-	-	-	-	-
Lease finance	702,188,416	553,042,546	419,371,676	564,851,415	367,203,118	256,378,787
Investment in SES Company Limited	12,498,901	12,498,901	2,498,901	2,498,901	1	1
Loan to SES Company Limited	-	-	10,000,000	10,000,000	10,912,678	8,737,751
Investors' portfolio loans	43,632,955	48,191,567	-	-	-	-
Loan to employees (interest bearing)	1,282,106	163,120	308,521	447,062	573,647	387,466
Term finance –net of current maturity	64,267,012	73,995,773	10,763,111	326,091	-	-
Consumer loan scheme	-	152,700	519,180	38,730	1,142,085	4,463,733
Provision for doubtful accounts	(18,644,472)	(15,560,437)	(9,844,945)	(6,166,399)	(3,851,517)	(2,628,859)
Net current assets	234,589,169	263,531,630	222,585,562	(71,313,997)	(68,877,244)	(91,052,795)
	<u>1,047,152,650</u>	<u>937,671,016</u>	<u>658,041,542</u>	<u>502,446,620</u>	<u>309,783,031</u>	<u>179,883,093</u>

### B) Statements of operating results:

	Period ended from		Year ended 31 December/Amounts in Taka			
	1 Jan to 30 June '06	2005	2004	2003	2002	2001
	Jun-06	2005	2004	2003	2002	2001
Operational revenue	88,081,456	132,266,918	115,118,891	239,384,977	154,358,781	105,616,538
Operational expenses	(77,773,893)	(91,832,553)	(84,859,782)	(226,088,528)	(143,849,817)	(92,415,917)
Operational income	10,307,563	40,434,365	30,259,109	13,296,449	10,508,964	13,200,621
Non-operating income	960,634	773,800	199,163	667,442	732,314	3,565
Profit/(loss) from Merchant Banking Operations	960,991	543,964	(566,692)	(442,400)	(163,821)	-
Net profit before tax	12,229,188	41,752,129	29,891,580	13,521,491	11,077,456	13,204,186
Provision for taxation	(1,000,000)	(2,000,000)	(616,292)	-	-	-
Profit after tax	11,229,188	39,752,129	29,275,288	13,521,491	11,077,456	13,204,186
Profit brought forward from previous year	254,741	641,498	1,106,499	389,306	617,341	153,992
Profit available for appropriation	11,483,929	40,393,627	30,381,787	13,910,797	11,694,797	13,358,178
Statutory reserve	(2,245,838)	(7,950,426)	(5,855,059)	(2,704,298)	(2,215,491)	(2,640,837)
Proposed cash dividend	-	-	-	-	(9,090,000)	(10,100,000)
Proposed bonus shares	-	(32,188,460)	(23,885,230)	(10,100,000)	-	-
Retained earnings transferred to Balance Sheet	9,238,091	254,741	641,498	1,106,499	389,306	617,341

### C) Dividends:

The Company declared dividends for the last five years as follows:

	Year ended 31 December					
	Jun-06	2005	2004	2003	2002	2001
Cash dividend	-	-	-	-	18%	20%
Stock dividend	-	20%	18%	20%	-	-

### Note:

With the adoption of Bangladesh Accounting Standard 17: Leases from 01 January 2004, all the lease transactions are accounted for as Finance Leases, whereas in previous years these were accounted for as Operating Leases.

A) Combined statements of assets and liabilities:

	At 30 June 2006		At 31 December/Amounts in Taka			
	Jun-06	2005	2004	2003	2002	2001
<b>Sources of Funds</b>						
Share capital	193,130,720	160,942,260	132,695,700	50,500,000	50,500,000	50,500,000
Share money deposit	-	-	3,323,780	-	-	-
Proposed stock dividend	-	32,188,460	23,885,230	10,100,000	-	-
Proposed cash dividend	-	-	-	-	9,090,000	10,100,000
Statutory reserve	24,813,435	22,567,597	14,617,171	8,762,112	6,057,815	3,842,323
Retained earnings	12,958,483	4,721,723	3,860,841	3,532,173	4,167,950	3,704,012
Long – term payables	819,970,404	721,717,958	482,878,163	431,978,009	243,745,911	117,983,960
	<u>1,050,873,042</u>	<u>942,137,998</u>	<u>661,260,885</u>	<u>504,872,295</u>	<u>313,561,676</u>	<u>186,130,295</u>
<b>Application of Funds</b>						
Fixed assets (under own use) at cost less accumulated depreciation	2,992,200	1,742,743	1,839,538	1,764,820	2,681,137	3,614,254
Office Decoration - work in progress	4,419,040	-	-	-	-	-
Lease finance	702,188,416	553,042,546	419,371,676	564,851,415	367,203,118	256,378,787
Investments	13,000,000	13,000,000	13,000,000	13,000,000	13,000,000	13,000,000
Investors' portfolio loans	43,632,955	48,191,567	-	-	-	-
Loan to employees (interest bearing)	1,282,106	163,120	308,521	447,062	573,647	387,466
Goodwill (investment in SES Company Ltd)	-	-	-	-	1,364,384	1,364,384
Term finance –net of current maturity	64,267,012	73,995,773	10,763,111	326,091	-	-
Consumer loan scheme	-	152,700	519,180	38,730	1,142,085	4,463,733
Provision for doubtful accounts	(18,644,472)	(15,560,437)	(9,844,945)	(6,166,399)	(3,851,517)	(2,628,859)
Net current assets	237,735,785	267,409,986	225,303,804	(69,389,424)	(68,551,178)	(90,449,470)
	<u>1,050,873,042</u>	<u>942,137,998</u>	<u>661,260,885</u>	<u>504,872,295</u>	<u>313,561,676</u>	<u>186,130,295</u>

B) Combined statements of operating results:

	Period ended from		Year ended 31 December/Amounts in Taka				
	1 Jan to 30 June '06		2005	2004	2003	2002	2001
	Jun-06						
Operational revenue	89,056,956	135,106,212	116,452,946	239,754,815	152,427,246	103,711,490	
Operational expenses	(78,788,186)	(94,517,320)	(86,109,040)	(227,812,696)	(144,388,241)	(93,831,363)	
Operational income	10,268,770	40,588,892	30,343,906	11,942,119	8,039,005	9,880,127	
Non-operating income	1,232,837	1,866,912	908,035	668,802	3,894,245	3,174,396	
Profit/(Loss) from Merchant Banking Operations	960,991	543,964	(566,692)	(442,400)	(163,821)	-	
Net profit before tax	12,462,598	42,999,768	30,685,249	12,168,521	11,769,429	13,054,523	
Provision for taxation	(1,980,000)	(2,000,000)	(616,292)	-	-	-	
Profit after tax	10,482,598	40,999,768	30,068,957	12,168,521	11,769,429	13,054,523	
Profit brought forward from previous year	4,721,723	3,860,841	3,532,173	4,167,951	3,704,012	3,390,326	
Profit available for appropriation	15,204,321	44,860,609	33,601,130	16,336,471	15,473,441	16,444,849	
Statutory reserve	(2,245,838)	(7,950,426)	(5,855,059)	(2,704,298)	(2,215,491)	(2,640,837)	
Proposed cash dividend	-	-	-	-	(9,090,000)	(10,100,000)	
Proposed bonus shares	-	(32,188,460)	(23,885,230)	(10,100,000)	-	-	
Retained earnings transferred to Balance Sheet	12,958,483	4,721,723	3,860,841	3,532,173	4,167,950	3,704,012	

Note:

With the adoption of Bangladesh Accounting Standard 17: Leases from 01 January 2004, all the lease transactions are accounted for as Finance Leases, whereas in previous years these were accounted for as Operating Leases.

## Key Financial Ratios

	Ratio/percentage					
	<u>Jun-06</u>	<u>2005</u>	<u>2004</u>	<u>2003</u>	<u>2002</u>	<u>2001</u>
<b>I. Liquidity Ratios</b>						
Current Ratio	1.81	2.03	2.49	0.59	0.67	0.28
Quick Ratio	1.81	2.03	2.49	0.59	0.67	0.28
Times Interest Earned Ratio	1.21	1.61	1.24	1.46	1.34	1.68
Debt to Equity Ratio	4.88	4.53	3.61	8.62	6.83	3.72
<b>II. Operating Ratios</b>						
Accounts Receivable Turnover Ratio	N/A	N/A	N/A	N/A	N/A	N/A
Inventory Turnover Ratio	N/A	N/A	N/A	N/A	N/A	N/A
Asset Turnover Ratio	N/A	N/A	N/A	N/A	N/A	N/A
<b>III. Profitability Ratios</b>						
Gross Margin Ratio	N/A	N/A	N/A	N/A	N/A	N/A
Operating Income Ratio	11.70	30.57	26.29	5.55	6.81	12.50
Net Income Ratio	12.75	30.05	25.43	5.65	7.17	12.50
Return on Assets Ratio	0.88	3.97	3.94	2.26	2.69	5.52
Return on Equity Ratio	4.94	18.41	16.71	19.19	16.77	20.30
Earnings - Per - Share Ratio (EPS)	0.58	2.47	2.21	2.68	2.19	2.61

### Short description of the directors

#### **Mr. Amir Humayun Mahmud Chowdhury**

Director – Representative of M/S. Progati Shipping (Bangladesh) Ltd.

Mr. A. H. M Chowdhury, son of Mr. Mahmudun Nabi Chowdhury - the former Minister of then Pakistan, did his M.A from Chittagong University. He has been involved in textile, finance and shipping business since long. He is the Chairman of Popular Life Insurance Co. Ltd and Ex-Chairman and present Director of Peoples Insurance Co. Ltd. He is also Managing Director of Progati Shipping (BD) Ltd.

Mr. Humayun's involvement in social activities includes a wide span of area. He contributed significantly for the development of education system of Bangladesh as a member of Senate of Chittagong University, member of Finance Committee of Independent university Bangladesh and as a member of syndicate of BGC Trust University. His involvement also includes Chittagong Chamber of Commerce and Industry (former President) and Federation of Bangladesh Chamber of Commerce and Industry (former Director).

#### **Mr. Nadeem A. Chaudhury**

Director – Representative of M/S. Enrilco Limited

Mr. Nadeem A.Chaudhury is representing Enrilco Limited in the Board of Union Capital Limited. Mr. Chaudhury holds a Bachelor of Science degree in Civil Engineering and Construction Management from Pratt Institute, New York, USA. He has been involved in the Infrastructure Development business internationally for over 17 years. He is also highly skilled in negotiating contracts with international concerns.

Mr. Chaudhury is a Director of Green Delta Insurance Company Limited and also a sponsor director of Enrilco Ltd.

**Mrs. Tajrina Sikder**

Director – Representative of M/S. Palmal Garments Hosiery Ltd.

Mrs. Sikder, born in 1974, obtained BBA degree from ABAC University of Thailand. Subsequently Mrs. Tajrina Sikder involved with Palmal Group as a director. As a businesswoman she is associated with business activities in the area of apparels, fashion, accessories and packaging.

She has traveled various countries for business purpose. She is also involved with many social work and welfare organization.

**Mr. Khalilur Rahman Choudhury**

Director – Representative of M/S. EC Securities Limited

Mr. Md. Khalilur Rahman Choudhury is the Executive Vice President of East Cost Group of Companies. He obtained M.Com and B.Com. (Hons.) degree from Dhaka University in 1959 and 1958 respectively. He received training for 9 months in USA and UK in the field of "Securities Regulations and Stock Exchanges" under UNDP fellowship. He is a retired Joint Secretary of the Government of the Peoples' Republic of Bangladesh. He served as Joint Secretary in the Ministry of Finance and Ministry of Commerce. While in government service, he was a member of the Board of Directors of several state owned organizations including Rupali Bank and Jibon Bima Corporation. Until recently he was a Director in the Board of Karmasangsthan Bank also. He has wide experience in the field of export and import as he was posted to Trading Corporation of Bangladesh and Bangladesh Jute Mills Corporation on deputation. He is associated with social activities of the locality he has been residing in. Mr. Choudhury is representing EC Securities Ltd. in the Board of UCL.

**Mr. M. Fayaz Taher**

Director – Representative of M/S. Fortuna Agro Fisheries

Mr. M. Fayaz Taher, son of Eng. M. Abu Taher, is a young entrepreneur engages in number of successful business ventures. Besides his involvement in Union Capital Limited as a director Mr. Taher is also the director of Rupashi Garments Ltd, Fortuna Garments & Washing Ltd., Fortuna Leather Crafts Ltd. and Fortuna Agro Fisheries.

**Mrs. Khurshida Choudhury**

Director

Mrs. Khurshida Choudhury wife of Mr. Nasiruddin Ahmad Choudhury is a successful business entrepreneur. She is the sponsor director of Nascom (Pvt) Limited as well as the director of Union Capital Limited. Mrs. Choudhury is also involved in various social activities.

**Mrs. Sabita Rezwana Rahman**

Director

Dr. Sabita Rezwana Rahman joined in the Board of Union Capital Limited in May 2006. She is presently working as an Associate Professor in the Department of Microbiology, University of Dhaka. Dr. Rahman has obtained 1st class 1st position both in B.Sc. (1992) and M.Sc. (1993) in Microbiology from the University of Dhaka. She was awarded Commonwealth scholarship for doing Post-Graduate research and was also awarded Ph.D in Immunology from Glasgow, UK. She is prolific research scientist and has many publications in Local & International Journals on Microbiology & Immunology to her credit.

**Mrs. Rumana Sharif**

Director

Mrs. Rumana Sharif, daughter of Mr. E.A. Choudhury and wife of Mr. Q.M. Shariful Ala, is involved with the business in financial sector since long. She has completed both her B.Sc & M.Sc in Biochemistry from Dhaka University. Mrs. Sharif is the Director of Green Delta Insurance Company Ltd.

**Mrs. Meherunnesa Haque**

Director

Mrs. Meherunnesa Haque was born in 1954. As a businesswoman she is involved with business activities since 1984. Mrs. Haque holds position of Director in good number of business entities in the area of garments, fashion, accessories, manufacturing, packaging and finance. She has traveled various countries including U.S.A, UK, Canada, Germany, Singapore, and Thailand for business purposes. She enthusiastically takes part and contributes to various social activities.

**Mr. M. A. Salam**

Director

Mr. Salam is a well-known businessperson and a foremost entrepreneur of the Country started business in the year 1992. He has been involved himself in different line of businesses in the sector of finance, local & international trade, media & service and buying house & garments at home and abroad. Apart from his involvement in Union Capital Limited, Mr. Salam is also the Chairman of Ekushey Television Ltd., Semisam International Ltd., SAS Fashion Wear Ltd., Managing Director of SAS Holdings Ltd, and Director of One Bank Ltd.

**Engr. M. A. Rashid**

Director

Engr. Rashid was born in 1957 in a respectful Muslim family of Munshigonj. He did his graduation (B.Sc. in Civil Engineering) from the Bangladesh University of Engineering and Technology (BUET) in the year 1981. During his studies he worked as field engineer in a USA based engineering company named as International Engineering Company. After graduation he started his career as Engineer in Bangladesh Water Development Board. From here he joined RAJUK – also as an Engineer. He gets involved with textile business in the year 1986. He is the Managing Director of Adam Textile Mills Ltd. & Barnali Fabrics Ltd. His business activity also includes Financial Sector. He is Director of Peoples Insurance Company Ltd. and Popular Life Insurance Company Ltd.

## Directors' involvement with other listed companies as directors

Sl. No.	Name	Rank in UCL	Involvement	
			Name of organization	Status
1.	Mr. Amir Humayun Mahmud Chowdhury	Chairman Representative of M/S. Progati Shipping (Bangladesh) Ltd.	Popular Life Insurance Company Limited Peoples Insurance Company Limited	Chairman Director
2.	Mr. Nadeem A. Chaudhury	Director Representative of M/S. Enrilco Limited	Green Delta Insurance Company Limited	Director
3.	Mrs. Tajrina Sikder	Director Representative of M/S. Palmal Garments Hosiery Ltd.	N/A	
4.	Mr. Khalilur Rahman Choudhury	Director Representative of M/S. EC Securities Limited	N/A	
5.	Mr. M. Fayaz Taher	Director Representative of M/S. Fortuna Agro Fisheries	N/A	
6.	Mrs. Sabita Rezwana Rahman	Director	N/A	
7.	Mr. M. A. Salam	Director	One Bank Limited	Director
8.	Mrs. Rumana Sharif	Director	Green Delta Insurance Company Limited	Director
9.	Engr. M. A. Rashid	Director	Peoples Insurance Company Limited Popular Life Insurance Company Limited	Director Director
10.	Mrs. Khurshida Choudhury	Director	N/A	
11.	Mrs. Meherunnesa Haque	Director	N/A	

### Credit Rating

**Name of Credit Rating Company:** Credit Rating Agency of Bangladesh Ltd. (CRAB)

**Rating:** Long term **AA3**      Short term **ST-2**

### Purpose/Use of proceeds of public offering

The net proceeds of the present issue will be used for meeting the company's operational activities (lease finance and term financing), which would commence on receipt of IPO fund.

**Application form and the full version of prospectus may be obtained from**

Prospectus of Union Capital Limited may be obtained from the Issuer Company, Issue Manager, Underwriters and the Stock Exchanges as follows:

<b>Company</b>	<b>Contact Person</b>	<b>Telephone Number</b>
<b>Union Capital Limited</b> Noor Tower (5th Floor), 1/F Free School Street, 73 Sonargaon Road, Dhaka 1205	<b>Dr. Mohammad Hafiz Ahmed</b> Managing Director	9662888
<b>Manager to the Issue</b>	<b>Contact Person</b>	<b>Telephone Number</b>
<b>Prime Finance &amp; Investment Limited</b> 63, Dilkusha C/A (3rd Floor), Dhaka 1000	<b>Md. Rezaul Haque</b> Vice President	9563883
<b>Underwriters</b>	<b>Contact Person</b>	<b>Telephone Number</b>
<b>Grameen Capital Management Ltd.</b> Grameen Bank Bhaban, Mirpur-2, Dhaka-1216	<b>Md. Aliuzzaman</b> Managing Director	9005257-69
<b>Green Delta Insurance Company Ltd.</b> Hadi Mansion (4th Floor) 2, Dilkusha C/A Dhaka-1000	<b>Nasir A. Choudhury</b> Managing Director & Chief Executive Officer	9560005
<b>EC Securities Limited</b> East Coast Centre, SW(G) 8 Gulshan Avenue, Gulshan-1, Dhaka-1212	<b>Azam J Chowdhury</b> Managing Director	9884312-17
<b>ICB Capital Management Ltd.</b> 8, D.I.T Avenue (14th Floor), Dhaka-1000	<b>Md. Iftikhar-uz-zaman</b> Chief Executive Officer	7160326-27
<b>Mercantile Bank Limited</b> 61 Dilkusha Commercial Area, Dhaka-1000	<b>A.K.M. Shahidul Haque</b> Deputy Managing Director	9559333
<b>Prime Bank Limited</b> Adamjee Court Annex Building-2, 119-120 Motijheel C/A, Dhaka-1000	<b>M. Shahjahan Bhuiyan</b> Managing Director	9567265
<b>Prime Finance &amp; Investment Limited</b> 63, Dilkusha C/A (3rd Floor), Dhaka-1000	<b>A. K. M. Nozmul Haque</b> Managing Director	9563883
<b>Southeast Bank Limited</b> 1, Dilkusaha Com. Area (3rd Floor), Dhaka-1000	<b>Neaz Ahmed</b> Managing Director	9550081, 9567271-72
<b>Stock Exchanges</b>	<b>Available At</b>	<b>Telephone Number</b>
<b>Dhaka Stock Exchange Ltd.</b> 9/F Motijheel C/A, Dhaka-1000	DSE Library	9564601-7
<b>Chittagong Stock Exchange Ltd.</b> 1080 Sheikh Mujib Road, Agrabad Chittagong-4100	CSE Library	(031) 714632-3 (031) 720871-3

Prospectus is also available on the web site [www.secbd.org](http://www.secbd.org), [www.primefinance.net](http://www.primefinance.net), [www.uincap-bd.com](http://www.uincap-bd.com), [www.dsebd.org](http://www.dsebd.org), [www.csebd.com](http://www.csebd.com) and Public Reference room of the Securities and Exchange Commission (SEC) for reading and study.

**Special note:**

Please read the Prospectus carefully which includes 'Risk Factors' before taking your investment decision.