

Auditors' Report
on
Utilization of Proceeds from Qualified
Investor Offering
Of
Oryza Agro Industries Limited
For the period ended June 30, 2022



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**Auditors' Report on Utilization of Proceeds from Qualified Investor offering
Of
Oryza Agro Industries Limited**

For the period ended June 30, 2022

Management's Responsibility for the QIO Proceeds Utilization

Those charged with governance and management of the company are responsible for utilizing the QIO proceeds, preparation, fair presentation and furnishing of the status report on utilization of QIO proceeds from qualified investor offering in accordance with the Bangladesh Securities and Exchange Commission (BSEC) Rules 1987, conditions laid down in clauses 18, 19, of the consent letter No. BSEC/CI/QIO-SC-07/2021/484 dated 16th August 2021 and other applicable rules and regulations.

Auditor's Responsibility

Our responsibility is to audit all the relevant documents in connection with the utilization of proceeds from QIO with reference to the TOR formulated by BSEC and certify whether the proceeds have been utilized and status report prepared in accordance with the conditions of QIO and clauses 18 and 19 of the consent letter No. BSEC/CI/QIO-SC-07/2021/484 dated 16th August 2021 and other BSEC guidelines, rules and regulations.

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 Qualified Investor Offering (QIO) Proceeds Utilization prepared in accordance with Bangladesh Securities and Exchange Commission (BSEC) guidelines presents fairly in all material respects, of the statement as on 30th June 2022 and complies with the prospectus.

We draw attention to the following matters,

01. The company Total utilized Tk. 100,000,000.00 from QIO precedes which Tk. 85,796,792 for Raw Material Purchase, 12,050,597 for Income Tax Payment and Tk. 44,025 for Bank Charge.
02. The Company has utilized Tk. 2,152,611.00 (Including Bank charge) from QIO proceeds as described in the prospectus of QIO Expenses for Tk. 2,645,378.
03. The Company has received Tk. 2,44,132.19 as Bank interest in QIO Bank account after deducting TDS & Charges Tk. 27,253.58 and which balance is in QIO Bank account (Brac Bank) Tk. 44,132.19 and Islami Bank Bangladesh Limited (Company Account) Tk. 200,000.00.





We also state that referred to above:

We also state that referred to above:

- a) QIO proceeds have been utilized for the purposes as specified in the prospectus except income tax payment for which company has provided a board minute for changing utilization ;
- b) QIO proceeds have been utilized in line with the conditions as stipulated in the BSEC's Consent letter for the QIO. Except short terms loan repayment ;
- c) Utilization of QIO proceeds is accurate for the purposes of the company as mentioned in the prospectus and specified in board minute ;
- d) The annexed audited status report on QIO Proceeds Utilization has been made on verification of all necessary documents/papers/vouchers in support of utilization of QIO proceeds with bank statement as submitted by the management of the company for the purpose.

Mohammad Fakhrul Alam Patwary FCA
Enrolment No.-1249
Managing Partner
M. Z. Islam & Co.
Chartered Accountants

Dated : Dhaka
July 04, 2022



Report on Utilization of QIO Proceeds

For the period ended June 30, 2022

Name of the Company : Oryza Agro Industries Limited

Amount (BDT) of Capital Raised Through QIO : Tk. 100,000,000

Date of Close of Subscription : September 09, 2021

Proceeds Receiving Date : September 29, 2021

Last Date of Full Utilization of Fund as per Prospectus : N/A

SL	Purpose Mentioned in the Prospectus	Amount as per Prospectus	Total Utilized Amount (BDT)	Utilized (%)	Total Utilized Amount	Un-utilized (%)	Remarks
1	Working Capital:						
	i. Raw Materials Purchase	85,354,622	85,796,792	100.52%	(442,170)	-0.52%	
	ii. Payment of Short Term Loan [Sonali Bank Limited, Local office, Dhaka]	12,000,000	-	0.00%	12,000,000	100.00%	
2	QIO Expenses	2,645,378	2,152,611	81.37%	492,767	18.63%	
	Total QIO Proceed	100,000,000	87,949,403		12,050,597		
5	Income Tax Paid	-	12,050,597	100.00%	(12,050,597)		
4	Interest Income	271,385.77	27,253.58	10.04%	244,132	89.96%	
	Total	100,271,386	100,027,254		244,132.19		

Notes: Total received Tk. 2,44,132.19 as Bank interest in QIO Bank account after deducting TDS & charges Tk. 27,253.58 and which is balance in QIO Bank account (Brac Bank) Tk. 44,132.19 and Islami Bank Bangladesh Limited (Company Account) Tk. 200,000.00.

- Total Tk. 44,025 was used for Bank Charge which included in QIO Expenses.
- Total Tk. 12,050,597 was used for Income Tax payment and for which a Board Minutes was provided by the Company for approval of change of QIO proceed utilization.
- Total Tk. 2,44,132.19 was used for Income Tax payment and for which a Board Minutes was provided by the Company for approval of change of QIO proceed utilization.

[Signature]

Chief Financial Officer

[Signature]

Company Secretary

[Signature]

Managing Director

[Signature]

Mohammad Fakhrul Alam Patwary FCA

Enrolment No.-1249

Managing Partner

M. Z. Islam & Co.

Chartered Accountants



Dated : Dhaka
July 04, 2022