

PROSPECTUS

Credence First Growth Fund

This offer document sets forth concisely the information about the Fund that a prospective investor ought to know before investing. This offer document should be read before making an application for the Units and should be retained for future reference.

Investing in the Credence First Growth Fund (hereinafter the Fund) bear certain risks that investors should carefully consider before investing in the Fund. Investment in the capital market and in the Fund bears certain risks that are normally associated with making investment in securities including loss of principal amount invested. There can be no assurance that the Fund will achieve its investment objectives. The Fund value can be volatile and no assurance can be given that investors will receive that amount will originally invested. When investing in the Fund, investors should carefully consider the risk factors outlined in the document.

The Sponsor, Asset Management Company or the Fund is not guaranteeing any returns

Initial size of issue:

Initial size Tk. 200,000,000 (Taka Twenty Crore) of 20,000,000 (Two Crore) units of Tk. 10 (Taka Ten) each

Initial / Opening price:

Tk. 10 (Taka Ten) per unit

Initial subscription period:

16 April, 2017



Sponsor and Asset Manager



Trustee & Custodian

Registered Office

Baitul View Tower (8th Floor)
56/1, Purana Paltan, Dhaka-1000
Tel: + 88 02 9553679, 9577459, 9577458, 9577463
Fax: + 880 2 9577462
E-mail: info@credenceasset.com
Web: www.credenceasset.com

Date of publication of prospectus

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Executive Summary

Asset Management Company manages mutual fund as a dependable investment vehicle. A typical mutual fund is an investment fund that pools money from unit holders through public offer and invests in a diversified portfolio of securities. The mutual fund industry has a long history tracing as far back as the early 1800's with its modest beginnings generally considered to be in Europe. Today flourished globally, mutual funds are widely considered as an investment tool to offer investors attractive risk adjusted returns by pooling assets for various investment purposes.

Bangladesh capital market has grown robustly in the last 12 years. However, the market cap to GDP ratio stands at around 19% in Bangladesh (as on 30 June 2016). As such, we believe that here remains significant scope for development relative to many other markets, in terms of increasing market turnover, depth and both local and foreign institutionalization of the market. The market is largely equity based, which provides ample opportunities for a Mutual Fund to make investment decisions.

Mutual funds those are listed in the exchanges represent a very small percentage of the market capitalization (only around 1% as of December 31, 2016). Currently there are 35 closed-end funds (listed in the exchanges) and 23 open-end funds (not listed in the exchanges) available in our capital market (as in December 2016).

A sizeable number of mutual funds are currently in process to come to market and if it would be happened, a paradigm shift will take place with institutions and professional money managers. This shift will help to reduce unnecessary market volatility, lead to more rational price discovery and limit the influence of rumor-based trading in the market. This growth and maturity in the market is necessary to attract and inject stable and long-term domestic and foreign institutional capital into the market.

Mutual funds through its diversified pool of investments will provide small investors access to returns of the wider market, which will be very costly for retail investors to achieve individually. Mutual funds generally lower investment risks for small and retail investors through diversification into multiple sectors, companies, securities, and via investing in various asset classes. The fund manager will attempt to maximize return for a given level of risk and will always conduct a balance in its risk-return tradeoff. Moreover, investors can enjoy certain tax benefits, offered by Government, by investing in mutual funds.

Open-end mutual funds are more lucrative than close-end mutual funds because of its perpetual life and unlimited size. Open-end mutual funds can presently buy and sell through BO account. Moreover, the price of the Open-end mutual fund is not determined by supply and demand, rather it's determined by NAV. The unit can be surrendered easily in the counter of the Asset Management Company and its agents.



Credence Asset Management Limited (CAML), is one of the growing asset management companies of the country. CAML is established by a group of highly experienced capital market professionals and seasoned business personalities with a view to bringing positive change in the fund management segment of our capital market. It is intended for launching an open ended mutual fund named 'Credence First Growth Fund', which has a targeted initial fund size of Tk. 200 million. CAML is both the sponsor and the asset manager of this fund, whereas Investment Corporation of Bangladesh (ICB) is both the trustee and the custodian of the fund. This is a 'continuous offer' fund by nature, which facilitates the investors to subscribe and redeem units at their will. The Fund is going to offer purchases and repurchases process from the current paper based one to an electronic (online) one considering the convenience of the investors.

For retail investors, especially the ones with little initial funds, Credence First Growth Fund offers Systematic Investment Plan (SIP) which allows the investor to invest a certain pre-determined amount at a regular interval (weekly, monthly, quarterly, etc.). An SIP can provide benefits such as disciplined and regular saving, flexibility in investing, long-term gain above the deposit rate and convenience by way of electronic fund transfer.

Management and operations of mutual funds are subject to strict regulations from the BSEC and the Sponsor appointed Trustee, both of whom closely monitor the performance of the fund. The laws governing mutual funds require exhaustive disclosure to the regulator and general public. The strictness of regulation will ensure safety of the fund.

Since the deposit rate of banks and financial institutions is decreasing day by day, the demand for alternative investment products like mutual funds is increasing among the investors, but there is little scope for such organized investments in the market. Expectedly, launching an open ended mutual fund will bring a large number of investors in the capital market, who, otherwise, would have been left out of the market.



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Fund Directory

Registered Office	Baitul View Tower (8th Floor) 56/1, Purana Paltan, Dhaka-1000 Tel: + 88 02 9553679, 9577459, 9577458, 9577463 Fax: + 880 2 9577462
Sponsor	Credence Asset Management Limited Baitul View Tower (8th Floor) 56/1, Purana Paltan, Dhaka-1000 Tel: + 88 02 9553679, 9577459, 9577458, 9577463 Fax: + 880 2 9577462
Asset Manager	Credence Asset Management Limited Baitul View Tower (8th Floor) 56/1, Purana Paltan, Dhaka-1000 Tel: + 88 02 9553679, 9577459, 9577458, 9577463 Fax: + 880 2 9577462
Trustee & Custodian	Investment Corporation of Bangladesh BDBL Bhaban (12-15th Floors) 8, Rajuk Avenue, DIT Avenue Dhaka – 1000, Bangladesh Tel: + 880 2 9563455
Auditor	Ahmed Mashuque & Co. 62/1, Purana Paltan, Level # 4 Motijheel C/A, Dhaka –1000 Bangladesh Tel: +88 02 9581550-3, 9575286-7, 9572206 Fax: +88 02 9559025
Banker	Dhaka Bank Limited Motijheel Branch Modhumita Cinema Hall Building 158/160, Motijheel C/A, Dhaka – 1000 Tel: 9551204, Cell: 01755- 693332 Fax: 9551209

For Prospectus or any other information please contact at following corporate office of the Asset Management Company:

Credence Asset Management Limited

Baitul View Tower (8th Floor)
56/1, Purana Paltan, Dhaka-1000
Tel: + 88 02 9553679, 9577459, 9577458, 9577463
Email: info@credenceasset.com
Website: www.credenceasset.com

A person interested to get a prospectus may obtain from the Asset Management Company.

“If you have any query about this document, you may consult the Asset Management Company”



Definitions and Elaborations of Abbreviated Terms

Act	:	সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩
Application Form	:	A form meant to be used by an investor to purchase Units in the Scheme
Asset Manager/ Asset Management Company	:	Credence Asset Management Limited
BB	:	Bangladesh Bank
BO A/C	:	Beneficiary Owner's Account or Depository Account
Business Day	:	A day not being: 1) A weekend; 2) A day on which the stock exchanges are closed; 3) A day on which purchase and repurchase of Units are suspended or a book closure period/ record date announced by the Trustee/ AMC; 4) A day on which normal business cannot be transacted due to unavoidable circumstances or such other events as the AMC may specify from time to time; or 5) A day on which banks are closed.
CAML	:	Credence Asset Management Limited
CDBL	:	Central Depository Bangladesh Limited
CEO/MD	:	Chief Executive Officer/ Managing Director
Certificate	:	Certificate of the Fund in dematerialized form under CDBL
CIP	:	Cumulative Investment Plan
Commission/ BSEC	:	Bangladesh Securities and Exchange Commission
Companies Act	:	কোম্পানি আইন, ১৯৯৪
Confirmation of Unit Allocation	:	Letter confirming allocation of Units
CSE	:	Chittagong Stock Exchange Limited
Custodian	:	Investment Corporation of Bangladesh (ICB)
Dividend	:	Income distributed by the Fund, when and where applicable
DSE	:	Dhaka Stock Exchange Limited
Effective Date	:	The date of registration of the Trust Deed
EPU	:	Earnings Per Unit
Government	:	The Government of the People's Republic of Bangladesh
ICB	:	Investment Corporation of Bangladesh
IPO	:	Initial Public Offering
ISO	:	Initial Subscription Offering
Mutual Fund/ The Fund/ Unit Fund/ Open End Mutual Fund	:	Credence First Growth Fund
NAV	:	Net Asset Value
NBFI	:	Non-Banking Financial Institution
NBR	:	National Board of Revenue



Non Resident Bangladeshi / NRB	:	Non-resident Bangladeshi (NRB) means Bangladeshi citizens staying abroad including all those who have dual citizenship provided they have a valid Bangladeshi passport or those, whose foreign passport bear a stamp from the concerned Bangladesh Embassy/ High Commission to the effect that no visa is required to travel to Bangladesh.
Offer Document	:	This document is issued by Credence First Growth Fund, offering Units of the Fund for subscription. Any modifications to the offer document will be made by way of an addendum which will be attached to offer document. On issuance of any such addendum, prior approval from BSEC is required and the offer document will be deemed to be updated by the addendum.
Ongoing Offer Period	:	Offer of Units of the Fund after the closure of the initial offer period
Prospectus	:	The advertisement or other documents (approved by the BSEC), which contain the investment and all other information in respect of the mutual fund, as required by the বিধিমালা and is circulated to invite the public to invest in the mutual fund.
Purchase/ Subscription	:	Subscription to/ purchase of Units of the Fund
Purchase Price	:	The price calculated in the manner provided in this offer document, at which the Units can be purchased.
Repurchase	:	Repurchase of Units by the Fund from a Unit holder
RJSC	:	Registrar of Joint Stock Companies and Firms
Repurchase Price	:	The price at which the Units can be redeemed/ repurchased and calculated in the manner provided in this offer document.
Rule/ বিধিমালা	:	সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১
Sales Agent / Selling Agent / Point of Sales	:	Credence Asset Management Limited official points for accepting transaction and/ or Selling Agent recruited by Asset Management Company from time to time
SIP	:	Systematic Investment Plan
Sponsor	:	Credence Asset Management Limited
Tk.	:	Bangladeshi Taka
Trustee/ Guardian	:	Investment Corporation of Bangladesh (ICB)
Unit	:	One undivided share in the Fund
Unit Certificate/ Certificate	:	Certificate of the Fund in dematerialized form under CDBL
Unit Holder	:	A person/ institute holding Units of Credence First Growth Fund offered under this offer document.

Interpretation:

For all purposes of this offer document, except as otherwise expressly provided or unless the context otherwise requires:

- Singular terms used in this offer document include the plural, and plural terms include the singular.
- Pronouns having a masculine or feminine gender shall be deemed to include the other.
- A 'crore' means 'ten million' and a 'lac' means a 'hundred thousand'.



Fund Highlights

Name	Credence First Growth Fund
Type	Open-ended Mutual Fund
Life and Size of the Fund	Perpetual life and unlimited size
Sponsor	Credence Asset Management Limited
Asset Manager	Credence Asset Management Limited
Trustee	Investment Corporation of Bangladesh (ICB)
Custodian	Investment Corporation of Bangladesh (ICB)
Initial Size of the Fund	Tk. 200,000,000/- (Taka twenty crore) divided into 20,000,000 (two crore) Units of Tk. 10/- (Taka ten) each
Face Value	Tk. 10 (Taka ten) per Unit
Objective	The objective of the Fund is to provide attractive risk adjusted return to the unit holders by investing the proceeds in the capital market and money market.
Minimum Application Amount in initial stage	Tk. 1,000/- per application (100 Units) for individuals Tk. 50,000/- per application (5,000 Units) for institutions Not applicable for SIP Investors
Transparency	NAV will be calculated on a weekly basis and shall be published on the website of the Fund manager (www.credenceasset.com) and as prescribed in the Rule.
Target Group	Individuals – both resident and non-resident, institutions – both local and foreign, mutual funds and collective investment schemes are eligible to subscribe the Units of the Fund.
Dividend	As per rule, the Fund shall distribute minimum 50% of the annual net income of the Fund as dividend in Bangladeshi Taka only at the end each accounting year. The Fund shall create a dividend equalization reserve to ensure consistency in dividend payout.
Dividend Distribution	The dividend warrant will be distributed within 45 (Forty Five) days from the date of declaration.
Transferability	The Units of the Fund are transferable by way of inheritance/ gift and/or by specific operation of the law.
Encashment	The Unit holders can surrender and encash their Units to the Asset Manager and through the authorized selling agents appointed by the Asset Manager.
Prospectus, Reports and Accounts	Any investor can find the prospectus in at the AMC's Website (www.credenceasset.com). Every Unit holder is entitled to receive annual report along with the yearly and half-yearly statements of accounts as and when published from the website (www.credenceasset.com) of the Asset Manager.



Systematic Investment Plan (SIP) Facility	Systematic Investment Plan or SIP is a smart and hassle free mode for investing money in mutual funds. SIP allows the investor to invest a certain pre-determined amount at a regular interval (weekly, monthly, quarterly, etc.). An SIP is a planned approach towards investments and helps unit holders inculcate the habit of saving and building wealth for the future. Investor can start SIP with a very small amount that is minimum Tk. 1,000.
Tax Benefits	<ol style="list-style-type: none"> 1) Income from a mutual fund or a unit fund up to Tk. 25,000.00 (Taka Twenty Five Thousand) is exempted from tax under Income Tax Ordinance, 1984. 2) Investment in the unit fund would qualify for investment tax credit under Section 44(2) of Income Tax Ordinance, 1984 which is explained in the detail in the section 2.7 of this prospectus.



ফান্ড হাইলাইটস

নাম	ক্রিডেন্স অ্যাসেট প্রথম ফান্ড
ধরন	বেমেয়াদী মিউচুয়াল ফান্ড
মেয়াদ ও ফান্ডের আকার	অসীম এবং বেমেয়াদী
উদ্যোক্তা	ক্রিডেন্স অ্যাসেট ম্যানেজমেন্ট লিমিটেড
সম্পদ ব্যবস্থাপক	ক্রিডেন্স অ্যাসেট ম্যানেজমেন্ট লিমিটেড
হেফাজতকারী	ইনভেস্টমেন্ট কর্পোরেশন অব বাংলাদেশ
ট্রাস্টি	ইনভেস্টমেন্ট কর্পোরেশন অব বাংলাদেশ
ফান্ডের প্রাথমিক আকার	৳ ২০০,০০০,০০০/- (বিশ কোটি টাকা মাত্র) যা ৳ ১০/- (দশ টাকা মাত্র) অভিহিত মূল্যের ২০,০০০,০০০ (দুই কোটি) ইউনিটে প্রতিটি বিভক্ত।
অভিহিত মূল্য	৳ ১০ (দশ টাকা) প্রতি ইউনিট
লক্ষ্য	পুঁজিবাজার ও মুদ্রাবাজারে সমন্বিত বিনিয়োগের মাধ্যমে ইউনিট হোল্ডারদের বিনিয়োগ ঝুঁকিকে সমন্বয়ের মাধ্যমে পর্যাপ্ত মুনাফা নিশ্চিত করা।
ন্যূনতম আবেদন মূল্য	ব্যক্তি বিনিয়োগকারীঃ ৳ ১,০০০/- প্রতি আবেদন (১০০ ইউনিট); প্রাতিষ্ঠানিক বিনিয়োগকারীঃ ৳ ৫০,০০০/- প্রতি আবেদন (৫০০০ ইউনিট)। SIP বিনিয়োগকারীদের জন্য ইহা প্রযোজ্য নয়।
স্বচ্ছতা	বিধি অনুযায়ী সপ্তাহান্তে ফান্ডের নীট/ প্রকৃত সম্পদ মূল্য (NAV) হিসাব করা হবে এবং তা সম্পদ ব্যবস্থাপকের ওয়েব সাইটে (www.credenceasset.com) প্রকাশ করা হবে।
উদ্দিষ্ট বিনিয়োগ শ্রেণী	ব্যক্তি- আবাসিক ও অনাবাসিক, প্রতিষ্ঠান- দেশী- বিদেশী, মিউচুয়াল ফান্ড ও সমষ্টিক বিনিয়োগ স্কিম এই ফান্ডে বিনিয়োগ করার যোগ্য।
লভ্যাংশ	বিধি অনুযায়ী, ফান্ডটি বাৎসরিক আয়ের ন্যূনতম ৫০% লভ্যাংশ হিসাবে বহরান্তে বাংলাদেশী টাকায় বিতরণ করবে। লভ্যাংশ পরিশোধ ধারাবাহিকতা নিশ্চিত করার জন্য ফান্ডটির লভ্যাংশ সমতাকরণ তৈরি করবে।



লভ্যাংশ বিতরণ	লভ্যাংশ ঘোষণার তারিখ থেকে ৪৫ (পঁয়তাল্লিশ) দিনের মধ্যে তা বিতরণ করা হবে।
হস্তান্তর যোগ্যতা	ফান্ডের প্রতিটি ইউনিট উত্তরাধিকার/ উপহার এবং আইনের নির্দিষ্ট অপারেশন দ্বারা হস্তান্তরযোগ্য।
নগদীকরণ (Encashment)	ফান্ডের ইউনিট সম্পদ ব্যবস্থাপক এবং সম্পদ ব্যবস্থাপক অনুমোদিত বিক্রয় প্রতিনিধির নিকট সর্মাণন এবং নগদায়ন করা যাবে।
হিসাবরক্ষণ ও প্রতিবেদন	বার্ষিক এবং অর্ধবার্ষিক হিসাব বিবরণী সম্পদ ব্যবস্থাপকের ওয়েব সাইটে প্রকাশের পর ইউনিট গ্রাহকবৃন্দ এর সবকটি প্রাপ্তির সাধারণ অধিকার সংরক্ষণ করেন।
প্রোসপেকটাস, বার্ষিক প্রতিবেদন এবং হিসাব সমূহ	যেকোন বিনিয়োগকারী সম্পদ ব্যবস্থাপকের ওয়েবসাইট (www.credenceasset.com) থেকে এই প্রোসপেকটাসটি দেখতে পারবেন। ব্যবস্থাপকের ওয়েবসাইট এ প্রকাশিত বাৎসরিক আর্থিক বিবৃতি প্রত্যেক ইউনিট হোল্ডারগন পাবেন। এছাড়া ইউনিট হোল্ডারগন সম্পদ ব্যবস্থাপকের ওয়েবসাইটে পোর্টফোলিওর প্রাপ্তিক প্রতিবেদন ও পাবেন।
নিয়মিত বিনিয়োগ পরিকল্পনা Systematic Investment Plan (SIP)	এস আই পি (SIP) বা নিয়মিত বিনিয়োগ পরিকল্পনা এর মাধ্যমে এস আই পি (SIP) বিনিয়োগকারীরা নির্দিষ্ট সময় অন্তর অন্তর পূর্বনির্ধারিত পরিমাণ অর্থ বিনিয়োগ করবেন। ভবিষ্যৎ সমৃদ্ধ ও সম্পদ গড়ার লক্ষ্যে এবং বিনিয়োগের জন্য, SIP একটি পরিকল্পিত অভিগমন। বিনিয়োগকারীরা ন্যূনতম ১০০০ টাকা বিনিয়োগ করে এস আই পি (SIP) শুরু করতে পারবেন।
কর রেয়াত জনিত সুবিধা	ক) Tax Ordinance, 1984 এ মিউচুয়াল ফান্ড অথবা ইউনিট ফান্ড হতে আয়ের ২৫,০০০/- টাকা পর্যন্ত করের আওতা মুক্ত থাকবে। খ) ইউনিট ফান্ডে বিনিয়োগ Tax Ordinance, 1984 এর সেকশন ৪৪(২) অনুযায়ী বিনিয়োগ কর সম্মানী (investment tax credit) সুবিধা পাবেন। এ সম্পর্কে বিস্তারিত আলোচনা প্রোসপেকটাস এর সেকশন ২.৭ এ বর্ণিত রয়েছে।



Chapter 1: Preliminary

1.1. Publication of Prospectus for Public Offering

Credence Asset Management Limited has received registration certificate from the Bangladesh Securities & Exchange Commission under Securities & Exchange Commission Act, 1993 and সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ made thereunder and also received consent for issuing prospectus for public offering. A complete copy of the prospectus is available for public inspection at Baitul View Tower (8th Floor) 56/1, Purana Paltan, Dhaka-1000, the corporate office of Credence Asset Management Limited – the asset manager of Credence First Growth Fund, hereinafter referred to as “the Fund”.

1.2. Consent of the Bangladesh Securities and Exchange Commission

“APPROVAL OF BANGLADESH SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/OFFER OF THE FUND UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969 AND THE সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS APPROVAL THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE FUND, ANY OF ITS SCHEMES OR THE ISSUE PRICE OF ITS UNITS OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM. SUCH RESPONSIBILITY LIES WITH THE ASSET MANAGER, TRUSTEE, SPONSOR AND/OR CUSTODIAN.”

1.3. Operation Under CDBL

The Fund, being an open-ended one, will not be listed with any stock exchanges of the country; hence the Units of the Fund will not be traded in the stock exchanges unless otherwise BSEC and stock exchange houses make arrangement in future. In that case public communication will be made as per BSEC’s approval.

Units of the Fund will always be available for sale and surrender/ repurchase except on the last working day of every week and during book closure period/ record date of the Fund during first two weeks of July at the corporate office of the Asset Manager and the offices of authorized selling agents. The Asset Manager shall disclose selling price and surrender/ repurchase price of Units at the beginning of business operation on the first working day of every week as per the বিধিমালা. In case of sale/ purchase of unit of the funds by the investor, units will be transferred to the unit holders’ BO accounts with CDBL.

1.4. Availability of Documents for Inspection

1. Copy of this prospectus will be available at the registered office of the Asset Manager and offices of the authorized selling agents of the Fund. This prospectus will also be available for viewing and



downloading from the website of Bangladesh Securities and Exchange Commission (www.secbd.org) and the website of the Asset Manager (www.credenceasset.com).

2. Copy of the trust deed will be available for public inspection during business hours at the office of the asset manager of the Fund. Any interested person will be able to purchase a copy of the trust deed by paying the price as determined by the Asset Manager.

1.5. Conditions under Section 2CC of the Securities and Exchange Ordinance, 1969

1. The Fund shall not account for any upward revaluation of its assets creating reserve without clearance from the Bangladesh Securities and Exchange Commission;
2. The Fund shall not be involved in option trading, short selling or carry forward transactions;
3. A confirmation of Unit Allocation shall be issued at the cost of the Fund at par value of Tk. 10.00 (Taka ten) each within 90 (ninety) days from the date of sale of such Units;
4. Money receipt/ acknowledgement slip issued at the time of sale of Units will be treated as allotment, which shall not be redeemable/ transferable;
5. The annual report of the Fund/ or its abridged version will be published within 45 (forty five) days of the closure of each accounting year of the Fund;
6. An annual report and details of investment and savings of the Fund shall be submitted to the Commission, Trustee and Custodian within 90 (ninety) days from the closure of the accounts;
7. Half-yearly accounts/ financial results of the Fund will be published in at least one English and one Bengali national daily newspaper within 30 (thirty) days from the end of the period;
8. Dividend shall be paid within 45 (Forty Five) days of its declaration, and a report shall be submitted to BSEC, Trustee and Custodian within 7 (seven) days of dividend distribution;
9. Net Asset Value (NAV) of the Fund shall be calculated and disclosed publicly at least once a week;
10. After initial public subscription, the sale and repurchase/ surrender price of Units will be determined by the Asset Management Company as per the Rule. NAV at market price calculated on a date shall form the repurchase price of Units by rounding up the amount and shall be effective up to next calculation of NAV of the Fund. Difference between sale and repurchase price shall primarily be Tk.0.30, which may be changed in future, but not be over 5% of the sale price of the unit;
11. BSEC may appoint auditors for special audit/ investigation on the affairs of the Fund, if it so desires;
12. The Fund shall maintain separate bank account(s) to keep the sale proceeds of Units and to meet up day-to-day transactions including payment against repurchase of Units. All transactions of the account shall be made through banking channel and shall be properly documented;
13. The prospectus/ abridged version of the prospectus shall be published in one of the widely circulated Bengali national daily newspapers. Provided that information relating to publication of prospectus in the form of advertisement be published in two national daily newspapers (Bengali and English);



14. If abridged version of the prospectus is published in the newspaper, complete prospectus shall be made available to the applicants;
15. If the Fund manager fails to collect the minimum 40% of the initial target amount under section 48 of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১, it will refund the subscription money within 30 days from the closure of subscription without any deduction. In case of failure, the Fund manager will refund the same with an interest at 18 percent per annum from its own account within the next month;
16. On achievement of 40% of the initial target amount, the Fund is allowed to commence investment activities of the Fund with permission of the Trustee;
17. The size of the Fund will be increased from time to time by the Asset Manager subject to approval of the Trustee and with intimation to the Commission;
18. Confirmation of Unit Allocation of the sponsor's contribution amounting to Tk. 20,000,000/- (Taka two crore) only shall be subject to a lock-in for a period of minimum three years from the date of formation of the Fund and after that period, entire holding may be transferred, with approval of the BSEC, to any institution eligible to be a sponsor of a mutual fund;
19. A Confirmation of Unit Allocation amounting Tk. 20,000,000/- (10% of the Fund) will be issued in favor of the sponsor. The said unit allocation confirmation letter shall be in the custody of the Trustee. No splitting of the Confirmation of Unit Allocation letter shall be made without prior approval of the Commission;
20. All types of Buy/ Sale of assets will be made as per the decisions of the Investment Committee and the directions of the Board of Directors of Asset Management Company from time to time.

1.6. General Information

1. This prospectus has been prepared by Credence Asset Management Limited based on the Trust Deed executed between the Trustee and the Sponsor of the Fund, which is approved by the Commission and available publicly. The information contained herein is true and correct in all material aspects and there are no other material facts, the commission of which would make any statement herein misleading.
2. No person is authorized to give any information to make any representation not contained in this prospectus and if so given or made, such information or representation must not be relied upon as having been authorized by Credence Asset Management Limited.
3. The issue as contemplated in this document is made in Bangladesh is subject to the exclusive jurisdiction of the court of Bangladesh. Forwarding this prospectus to any person residing outside Bangladesh in no way implies that the issue is made in accordance with the laws of that country or is subject to the jurisdiction of the laws of that country.



1.7. Sale and Repurchase of Units

Sale and repurchase of Units of Credence First Growth Fund will commence at the counter of Credence Asset Management Limited, Baitul View Tower (8th Floor) 56/1, Purana Paltan, Dhaka-1000 at the opening of banking business hours on and continue until winding up of the Fund.

Credence Asset Management Limited will maintain BO accounts with Investment Corporation of Bangladesh (ICB), custodian of Credence First Growth Fund for creation and redemption of units of Credence First Growth Fund. In this case sale/ purchase of unit funds by the investor, units will be transferred to the unit holders BO accounts as per instruction of Credence Asset Management Limited after the acceptance of remat setup by the custodian.

In this case of redemption/ repurchase of units by the Asset Manager, units will be taken out from the Central Depository System after setting up remat request by the custodian and acceptance of remat request by the Asset Manager. The Asset Management Company will refund the sale proceeds of units to the unit holders within a short possible time but not more than 15 working days from the surrender date of the units.

Credence Asset Management Limited may appoint Selling Agents (Individual Person) to sell its units to the general investors if BSEC will allow to sell the unit through Selling Agents in future.



1.8. Declarations

Declarations about the Responsibility of the Sponsor

The Sponsor, whose name appears in this prospectus, accepts full responsibility for the authenticity and accuracy of the information contained in this prospectus and other documents regarding Credence First Growth Fund. To the best of the knowledge and belief of the Sponsor, who has taken all reasonable care to ensure that all the conditions and requirements concerning this public offer and all information contained in this document, drawn up by virtue of the Trust Deed of the Fund by the entrusted Asset Management Company have been met and there is no other information or document, the omission of which may make any information or statements therein misleading.

The Sponsor also confirms that full and fair disclosures have been made in this prospectus to enable the investors to make a decision for investment.

Sd/-
Md. Zakir Hossain
Managing Director
Credence Asset Management Limited

Declarations about the Responsibility of the Custodian

We, as Custodian of the CREDENCE FIRST GROWTH FUND, accept the responsibility and confirm that we shall,

- i. keep all the securities in safe custody and shall provide the highest security for the assets of the Fund; and
- ii. preserve necessary documents and record so as to ascertain movement of assets of the Fund as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচুয়াল ফান্ড) বিধিমালা, ২০০১.

Sd/-
Mohammed Shahjahan
General Manager (Trustee Division)
Investment Corporation of Bangladesh (ICB)



Declarations about the Responsibility of the Trustee

We, as Trustee of the Credence First Growth Fund, accept the responsibility and confirm that we shall,

- i. be the guardian of the Fund, held in trust, for the benefit of the Unit holders in accordance with the Rules and the Trust Deed;
- ii. always act in the interest of the Unit holders;
- iii. take all reasonable care to ensure that the Fund floated and managed by the Asset Management Company are in accordance with the Trust Deed and the Rules;
- iv. make such disclosures by the Asset Management Company to the investors as are essential in order to keep them informed about any information, which may have any bearing on their investments; and
- v. take such remedial steps as are necessary to rectify the situation where we have reason to believe that the conduct of business of the Fund is not in conformity with relevant rules.

Sd/-

Mohammed Shahjahan

General Manager (Trustee Division)

Investment Corporation of Bangladesh (ICB)

Declarations about the Responsibility of the Asset Manager

This Prospectus has been prepared by us based on the Trust Deed, the Investment Management Agreement, the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ and other related agreements and examination of other documents as relevant for adequate disclosure of the Fund's objectives and investment strategies to the investors. We also confirm that,

- i. the prospectus is in conformity with the documents, materials and papers related to the issue;
- ii. all the legal requirements of the issue have been duly fulfilled; and
- iii. the disclosures made are true, fair and adequate for making investment decision.

Investors should be aware that the value of investments in the Fund could be volatile and such no guarantee can be made about the returns from the investments that the Fund will make. Like any other equity investment, only investors who are willing to accept a moderate degree of risk, should invest in the Fund. Investors are requested to pay careful attention to the risk factors as detailed in the 'Risk Factor' section and to take proper cognizance of the risks associated with any investment in the Fund.

Sd/-

Md. Zakir Hossain

Managing Director

Credence Asset Management Limited



1.9. Due Diligence Certificate

Due Diligence Certificate by Sponsor

চতুর্থ তফসিল- (১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

To
The Chairman
Bangladesh Securities and Exchange Commission
Jiban Bima Tower, 10 Dilkhusa C/A
Dhaka-1000

Subject: Credence First Growth Fund

We, the sponsor of the above mentioned forthcoming mutual fund, state as follows:

1. We, as the sponsor of the above mentioned fund, have examined the draft prospectus and other documents and materials as relevant to our decision; and
2. We warrant that we shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, 2001, Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Trust Deed of the Fund and the rules, orders, guidelines, directives, notifications and circulars that may be issued by Commission from time to time in this respect.

WE CONFIRM THAT:

- a) All information in the draft prospectus forwarded to the Commission is authentic and accurate;
- b) We as sponsor of the Fund as mentioned above will act as per clause of the trust deed executed with the trustee and shall assume the duties and responsibilities as described in the trust deed and other constitutive documents;
- c) We shall also abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ and conditions imposed by the Commission as regards of the Fund; and
- d) We shall act to our best for the benefits and interests of the Unit holders of the Fund.

For Sponsor

Sd/-

Md. Zakir Hossain

Managing Director

Credence Asset Management Limited



Due Diligence Certificate by Trustee
চতুর্থ ভবন- (১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

Honorable Chairman
Bangladesh Securities and Exchange Commission
Jiban Bima Tower, 10 Dilkusha C/A
Dhaka-1000

Subject: Credence First Growth Fund

We, the under noted trustee of the above mentioned forthcoming mutual fund, state as follows:

1. We, while act as trustee of the above mentioned fund on behalf of investors, have examined the draft prospectus and other documents and materials as relevant to our decision; and
2. We warrant that we shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১, Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Trust Deed of the Fund and the rules, orders, guidelines, directives, notifications and circulars that may be issued by Commission from time to time in this respect.

WE CONFIRM THAT:

- a. All information and documents as are relevant to the issue have been received and examined by us and the draft prospectus forwarded to the Commssion have been approved by us;
- b. We have also collected and examined all other documents relating to the Fund;
- c. While examining the above documents, we find that all the requirements of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ have been complied with;
- d. We shall act as trustee of the Fund as mentioned above as per provsions of the trust deed executed with the sponsor and shall assume the duties and responsibilities as described in the Trust Deed and other constitutive documents;
- e. We shall also abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ and conditions imposed by the Commssion as regards of the Fund; and
- f. We shall act to our best for the benefit and sole interest of the Unit holders of the fund.

For Trustee

Sd/-
Mohammed Shahjahan
General Manager (Trustee Division)
Investment Corporation of Bangladesh (ICB)



Due Diligence Certificate by Custodian

চতুর্থ তফসিল- (১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

Honorable Chairman
Bangladesh Securities and Exchange Commission
Jiban Bima Tower, 10 Dilkusha C/A
Dhaka-1000

Subject: Credence First Growth Fund

We, the under noted custodian of the above mentioned forthcoming mutual fund, state as follows:

1. We, while act as custodian of the above mentioned fund on behalf of the investors, shall comply with the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১, Depository Act, 1999, Depository Regulation, 2000, Depository (User) Regulation, 2003, Trust Deed of the Fund and the Rules, orders, guidlines, directivities, notifications and circulars that may be issued by the Commission from time to time in this respect.

WE CONFIRM THAT:

- a. We will keep all the Securities (both listed and unlisted) and Assets of the 'Credence First Growth Fund' including FDR receipts in safe and separate custody as per বিধি ৪১ of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১, and will provide highest security for the assets of the fund.;
- b. We shall act as custodian of the Fund as mentioned above as per provisions of the custodian agreement executed with the asset management company and shall assume the duties and responsibilities as described in the Trust Deed of the mentioned fund and other constitutive documents;
- c. We shall also abide by the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ and conditions imposed by the Commssion as regards of the Fund; and
- d. We shall act to our best for the benefit and sole interest of the Unit holders of the fund.

For Custodian

Sd/-

Mohammed Shahjahan
General Manager (Trustee Division)
Investment Corporation of Bangladesh (ICB)



Due Diligence Certificate by Asset Manager

চতুর্থ ভকসিল- (১) এর (জ) [বিধি ৪৩ (৩) দ্রষ্টব্য]

Honorable Chairman
Bangladesh Securities and Exchange Commission
Jiban Bima Tower, 10 Dilkusha C/A
Dhaka-1000

Subject: Credence First Growth Fund

We, the under noted Asset Manager to the above mentioned forthcoming mutual fund, state as follows:

1. We, while act as Asset Manager to the above mentioned fund, declare and certify that the information provided in the prospectus, is complete and true in all respects;
2. We further certify that we shall inform the Bangladesh Securities and Exchange Commission immediately of any change in the information of the fund; and
3. We warrant that we shall comply with the Securities and Exchange Ordinance, 1969, the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচুয়াল ফান্ড) বিধিমালা, ২০০১, Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015, Dhaka Stock Exchange (Listing) Regulations, 2015, Chittagong Stock Exchange (Listing) Regulations, 2015, and the Rules, orders, guidelines, directives, notifications and circulars that may be issued by the Commission from time to time in this respect.

WE CONFIRM THAT:

- a. The draft prospectus forwarded to the commission is in conformity with the documents, materials and papers relevant to the fund;
- b. All the legal requirements connected with the said fund have been duly complied with; and
- c. The disclosures made in the draft prospectus are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed fund.

For The Asset Manager

Sd/-

Md. Zakir Hossain

Managing Director

Credence Asset Management Limited



Chapter 2: Background

2.1. Formation of Credence First Growth Fund

Open-ended mutual fund is widely popular throughout the world among all kinds of investors. It is highly accepted and praised investment vehicle offering a lot more flexibility to the investors. Globally at present, most of the mutual funds are open ended ones. Even though the current capital market scenario of Bangladesh isn't yet the same, but the number of open ended funds is increasing. At present there are 23 open-ended funds in the market (as in December 2016). More funds are in the pipeline waiting to get the approval from the regulators.

Considering the vital role that open-ended mutual funds can play in improving the capital market efficiency, Credence Asset Management Limited (CAML), one of the growing asset managers, has come forward and sponsored an open-ended mutual fund. CAML believes that introduction of open-ended mutual funds will help to stabilize the prevailing fluctuating market.

Credence Asset Management Limited, backed by a dedicated research team, is committed to the investors to provide them with the services of an experienced fund manager who handles the investment decisions based on the performance and prospects available in the market to achieve the objectives of the mutual fund scheme.

The constituents to the fund are: Credence Asset Management Limited as the Sponsor & the Asset Manager, Investment Corporation of Bangladesh (ICB) as the Trustee & the Custodian of the Fund.

2.2. Economic Outlook of World and Bangladesh in 2050

PricewaterhouseCoopers (PwC), a world renowned research institute does research on what the economic power of various counties of the world will be. In their latest research paper titled: "The World in 2050: will the shift in global economic power continue?" PwC describes a dramatic shift in global economic power away from advanced economics and toward Asia and a block of faster-growing emerging economics.

PwC's forecasting models project that the world economy will grow at slightly more than 3% per year from 2014 to 2050, and that it will double in size by 2037 and almost triple by 2050. PwC's forecast model relies on projected trends in demographics, capital investment, educational levels, and technological progress.

Its analysis compares national economies in two recognized ways. Gross domestic product (GDP) measured via purchasing power parity (PPP) adjusts for differences in price levels across countries whereas GDP in market exchange rate (MER) terms does not attempt to factor out such price differences from country to country.



In their research it is found that the average growth of GDP would be more than 5% only in 3 countries of the world in 2014-2050, Bangladesh is one of them. They identified prospect of Bangladesh economies in both methods of GDP calculation.

As per their research, the size of Bangladesh economy was US\$ 536 billion in 2014 in terms of PPP that was 31st largest economies of the world. As per their forecast, the size of GDP of Bangladesh would be US\$ 1,291 billion in 2030 that would be 29th largest economies of the world. In 2050, the size of Bangladesh economies would be US\$3,367 billion that would be 23rd largest economies of the world.

The size of the economies of Bangladesh would be bigger in terms of MER also. As per their research, the size of Bangladesh economies was 32nd largest economies of the world in 2014. As per their forecast, it would be 28th largest economies of the world in 2050. Within these 35 years, the size of the economy of Bangladesh would be increased by more than 6 times that is very much encouraging for a fund manager.

As per their forecast, average GDP growth rate of Bangladesh would be 5.10% within 2014-2050. Investment as percentage of GDP of Bangladesh would be 23.20% and average 1% manpower would be added to the economy every year.

2.3. The Bangladesh Economy

Bangladesh's GDP growth performance has been resilient despite political unrest. In the 1990s, GDP growth rate increased by more than 1% per annum compared to the 1980s, and this acceleration of growth surpassed that of Pakistan and Sri Lanka. All four countries (Bangladesh, India, Sri Lanka and Pakistan) achieved more than 5% growth in the 2000s, and Bangladesh outperformed Pakistan and Sri Lanka with average GDP growth of 5.8%.

Investment as a share of GDP increased in Bangladesh and India in the 2000s, but stagnated in Sri Lanka and Pakistan. In financial year 2016, Bangladesh economy was able to achieve its highest ever annual growth rate of 7.2% (P) from 6.6% growth in financial year 2007. However, in financial year 2015 growth was 6.5%.

International investors are looking for low-cost manufacturing in Bangladesh. The country is poised to exploit the long awaited "demographic dividend" with a rising share of working-age population. Bangladesh's growing and abundant labour force currently is highly under-utilized. On the other hand, Bangladesh's competitors are becoming expensive places in which to do business. Bangladesh is much more competitive in labour costs compared to India, Vietnam and Sri Lanka. Labour is Bangladesh's strongest source of comparative advantage. Its abundant and growing labour force is currently underutilized. Current median age of the population is 24.3 years. So this abundant labour force is not expecting to diminish in near future rather expected to grow further.



(\$/Per Hour)	Vietnam	Sri Lanka	Bangladesh	India	China
Cost Competitiveness	0.38	0.43	0.22	0.92	3.52

Source: Global Research (Jan, 2015), SCB & Bloomberg

2.4. The Capital Market

Bangladesh stock market has grown robustly in the last 12 years. However, the market cap to GDP ratio stands at around 19% in Bangladesh (as on 30 June 2016). As such, we believe that here remains significant scope for development relative to many other markets, in term of increasing market turnover, depth and both local and foreign institutionalization of the market.

The Dhaka Stock Exchange (before 2013 'DGEN' & after 2013 'DSEX') rallied by 41.8% from the period 2005 to 2008. In 2007, the market rallied very strongly by 90.6%, and fell 7.1% in 2008. In 2009-10, the DSE enjoyed a strong bull rally, was up by 61.5% in 2009 and 81.5% in 2010. Subsequently, in 2011, 2012 and 2013 market provided a return of -36.7%, -21.7% and 5.2% respectively. In 2014, market gained some momentum with 13.5% return. In the year 2015 market generated a negative return of 6.3%. However, in 2016 market generated a positive return of 8.9% (Source: DSE).

The market is largely equity based, which provides ample opportunities for a Mutual Fund to make investment decisions. Large universes of stock to choose for in terms of long term holdings by a Mutual Fund are available. It has been estimated that over 70% of corporates of Bangladesh are yet to be listed. For example, while 80% of exports are derived from the companies of apparel sector, it has been estimated that less than 5% companies of apparel sector are listed.

The market capitalization also rose due to listing of new companies. The total IPO amounted to BDT 10.5 billion during 2013 and BDT 9.9 billion during 2014. In the year 2015 and 2016 the amount raised through IPO were BDT 7.5 billion and 8.49 billion respectively.

The market has largely been dominated by local financial institutional and retail participation, with foreign investment estimated at between only 1-2% of the market and foreign turnover accounting currently for around 8% of total market turnover. As such the market remains uncorrelated with other international markets.

2.5. The Mutual Fund Industry

The Bangladesh stock market is generally characterized by volatility driven by the poor investment knowledge of the investors, where rumour, instead of analysis based trading dominates, shorter term investment strategies and weaker participation of the institutional investment, lead to excessive volatility of the market and the individual portfolios.



The current mutual funds in the market represent a very small percentage of the total market capitalization. As of December 2016, Asset under Management (AUM) to Market Capitalization ratio for Bangladesh remains low (only around 1%). Currently there are 35 closed-end funds (listed in the exchange) and 23 open-end funds (not listed in the exchange) available in our capital market (as in December 2016). A brief overview of the Open-end funds is as follows –

Sl. No.	Name Of The Fund	Fund Manager	Initial Size of the Fund (BDT mn)
1	MTB Unit Fund	Alliance	1,000
2	Shandhani Life Unit Fund	Alif	500
3	CAPM Unit Fund	CAPM	100
4	ICB AMCL Unit Fund	ICB AMCL	100
5	ICB AMCL Pension Holders' Unit Fund	ICB AMCL	100
6	Bangladesh Fund	ICB AMCL	50,000
7	ICB AMCL Converted First Unit Fund	ICB AMCL	500
8	ICB AMCL Islamic Unit Fund	ICB AMCL	200
9	First ICB Unit Fund	ICB AMCL	1,420
10	Second ICB Unit Fund	ICB AMCL	200
11	Third ICB Unit Fund	ICB AMCL	440
12	Fourth ICB Unit Fund	ICB AMCL	315
13	Fifth ICB Unit Fund	ICB AMCL	460
14	Sixth ICB Unit Fund	ICB AMCL	300
15	Seventh ICB Unit Fund	ICB AMCL	470
16	ICL Balanced Fund	Impress	100
17	LankaBangla 1st Balanced Unit Fund	Lanka Bangla	250
18	Rupali Life Insurance First Mutual Fund	Prime Finance	500
19	Prime Finance First Unit Fund	Prime Finance	200
20	Peninsula AMCL BDBL Unit Fund One	Peninsula	100
21	UFS-Popular Life Unit Fund	UFS	800
22	UFS-Padma Life Islamic Unit Fund	UFS	500
23	ICB Unit Fund	ICB AMCL	n/a

* As on December 31, 2016

As a number of mutual funds are currently in progress to come to market, a paradigm shift will take place with institutions and professional money managers representing a more sizable and reasonable proportion of the market versus retail and short term investors. This shift will help to reduce unnecessary market volatility, lead to more rational price discovery and limit the influence of rumour-based trading in the market on a day to day basis.

This growth and maturity in the market is necessary to attract and inject stable and long-term domestic and foreign institutional capital into the markets. Furthermore, the honourable BSEC and other market regulators and industry veterans view responsible expansion of mutual fund industry as key driver for



further development of capital market in Bangladesh. Thus, there exists greater scope for market growth in the mutual fund sector.

2.6. Advantages of Investing in Credence First Growth Fund

Generally investment in mutual funds provides certain incremental advantages when compared to investment made directly in the capital market. Highlighted below are some of the advantages the investors may benefit from when investing in Credence First Growth Fund:

- ❖ Credence Asset Management Limited is established by a group of highly experienced capital market professionals and seasoned business personalities with a view to bringing positive change in the fund management segment of our capital market. CAML is established by a group of veteran capital market experts and seasoned business personalities with local institutional sponsor like Popular Life Insurance Company Ltd. CAML is the sponsor and asset manager of the fund.
- ❖ Mutual funds generally lower investment risks for small and retail investors through diversification into multiple sectors, companies, securities, and via investing in various asset classes. The fund manager will attempt to maximize return for a given level of risk and always conduct a balance in its risk-return tradeoff.
- ❖ Mutual funds through its diversified pool of investments will provide small investors access to returns of the wider market, which will be very costly for retail investors to achieve individually.
- ❖ Balanced Growth Fund invests mainly in growth assets (equities and listed property), with some exposure to income assets (cash and cash equivalents and fixed interest). Investors who need moderate to higher returns over the medium to long term will be highly beneficial by investing in this type of fund.
- ❖ Greater participation of mutual funds will add to enhanced liquidity to the overall market and, since most mutual funds are long term investment vehicles, this will create price stability and better price discovery and reduce short term volatility in the market.
- ❖ The Fund's performance will benefit from the Credence Asset Management Limited proprietary investment process and research tools for both fundamental and technical analysis. CAML has a highly skilled in-house research team who are experienced investment professionals dedicated to research the stock market, its scripts and the impact of the broader macro-economic factors that impact the market.
- ❖ In Bangladesh, mutual funds enjoy a 10% (ten percent) reserved quota for all Initial Public Offerings (IPOs). IPOs in Bangladesh have historically performed very well relative to the market index and have positively contributed to mutual fund performance.
- ❖ The investors will be able to save significantly in transaction costs as he/ she will have access to a large number of securities by purchasing a single unit of the mutual fund.



- ❖ Management and operations of mutual funds are subject to strict regulations from the BSEC and the Sponsor appointed Trustee, both of whom closely monitor the performance of the fund. The laws governing mutual funds require exhaustive disclosure to the regulator and general public. The strictness of regulation will ensure safety of the fund.
- ❖ Credence First Growth Fund offers the investors to choose between receiving cash dividends and cumulative investment plan (CIP). The latter allows the fund manager to reinvest the dividend in the market.
- ❖ Price of the Units of the fund won't be determined by demand and supply, rather by Net Asset Value (NAV).

2.7. Tax Benefits for Investing in Credence First Growth Fund

The investment tax benefits of the fund would always comply with country's Finance Act and government tax policies. However, currently the following benefits are available:

- 2.7.1. Tax Advantage on Income: Income from a mutual fund or a unit fund up to Tk. 25,000.00 (Taka Twenty Five Thousand) only is exempted from tax under Income Tax Ordinance, 1984.
- 2.7.2. Investment Tax Credit: According to the current Income Tax Ordinance, 1984, Section 44 (2), amended in 2016, amount of allowable investment is- actual investment or 25% of total taxable income or TK. 1,50,00,000, whichever is lower.

Tax rebate rate is from 15% to 10% as per following shedule:

Total Income	Rate of Tax Rebate
Up to Tk. 10,00,000	15% of eligible amount
From Tk. 10,00,001 to Tk. 30,00,000	a) Tk. 2,50,000 of eligible amount at the rate of 15%. b) Remaining of the eligible amount at 12%
Above Tk. 30,00,000	a) Tk. 2,50,000 of eligible amount at the rate of 15%. b) Next Tk. 5,00,000 of eligible amount at the rate of 12%. c) Remaining of the eligible amount at 10%



Example:

An individual's total annual income is Tk. 40,00,000 in a year may have allowed investment for tax rebate Tk. 10,00,000 (Tk. 40,00,000 multiplied by 25% allowed).

As this amount Tk. 10,00,000 is lower than Tk. 1,50,00,000, the person's eligible amount for tax rebate is Tk. 10,00,000.

The individual will have total tax rebate calculated as under:

a) 1 st Tk. 2,50,000 of eligible amount at the rate of 15%	= Tk. 37,500
b) Next Tk. 5,00,000 of eligible amount at the rate of 12%	= Tk. 60,000
c) Remaining of eligible amount i.e. Next Tk. 2,50,000 at the rate of 10%	= Tk. 25,000
Total Rebate	Tk. 1,22,500

This investor can reduce tax liability of Tk. 1,22,500 by investing in this fund.

This is a simple illustration. The amount can vary and will depend on individual circumstances. Also, please note that the tax rebates may change as per Government's decision in any year. Investors are advised to consult with tax advisor, if required.



Chapter 3: The Fund

3.1. Formation of the Fund

‘Credence First Growth Fund’ is a trust property established through a deed of trust entered into between Credence Asset Management Limited (CAML) and Investment Corporation of Bangladesh (ICB) on November 21, 2016 under the Trust Act, 1882 and registered under the Registration Act, 1908. The Fund was registered by the BSEC on 18 December, 2016 under the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১. The BSEC has also provided consent onto raise subscription from the general investors through public offer.

3.2. Life of the Fund

The Fund will be an open ended mutual fund with a perpetual life. Institutional, local & foreign individual, resident & non-resident investors are eligible to invest in this Fund. The initial target size of the Fund will be Tk. 200,000,000 (Taka Twenty Crore) only divided into 20,000,000 (Two Crore) Units of Tk. 10 (Taka Ten) each. Size of the Fund will be increased from time to time by the Asset Manager subject to approval of the Trustee and with due intimation to the BSEC.

3.3. Face Value and Denomination

Face value of each Unit will be Tk. 10 (Taka Ten) only. Initially, unit holders of the Fund shall be issued with a Confirmation of Unit Allocation letter by the Asset Manager at the cost of the Fund in any denomination but not less than 100 (one hundred) units for individuals and 5,000 (Five Thousand) units for institutions in initial stage. But an investor can purchase only one unit later on.

3.4. Investment Objective

The fund is designed as a *Balanced Growth Fund*. The objective of the fund is to generate healthy returns for the valued unit holders maintaining efficient risk management and making prudent investment decisions in the long run. The fund will invest mainly in growth assets (equities and listed property) with some exposure to income assets (cash and cash equivalents and fixed interest). Investors who need moderate to higher returns over the medium to long term are the target investors of the fund. We expect that investors will get long-term benefits from the proprietary investment process of CAML.

3.5. Investment Policies

- i. The Fund shall invest subject to the বিধিমালা and only in those securities, deposits and investments approved by the Bangladesh Securities and Exchange Commission (BSEC) and/ or any other competent authority in this regards.



- ii. Not less than 60 (Sixty) percent of the total assets of the Scheme of the Fund shall be invested in capital market instruments out of which at least 50 (Fifty) percent shall be invested in listed securities.
- iii. Not more than 25 (Twenty Five) percent of the total asset of the Scheme of the Fund shall be invested in Fixed Income Securities (FIS).
- iv. Not more than 15 (Fifteen) percent of the total asset of the Scheme of the Fund shall be invested in pre-IPOs at a time.
- v. All money collected under the Fund shall be invested only in encashable/transferable instruments, securities whether in money market or capital market or privately placed pre-IPO equity, preference shares, debentures or securitized debts.
- vi. The Fund shall get the securities purchased or transferred in the name of the Fund.
- vii. Only the Asset Management Company will make the investment decisions and place orders for securities to be purchased or sold for the Scheme's portfolio.

3.6. Investment Restrictions

- i. The Fund shall not invest more than 10 (Ten) percent of its total assets in any one particular company.
- ii. The Fund shall not invest in more than 15 (Fifteen) percent of any company's paid up capital.
- iii. The Fund shall not invest more than 20 (Twenty) percent of its total assets in shares, debentures or other securities of a single company or group.
- iv. The Fund shall not invest more than 25 (Twenty Five) percent of its total assets in shares, debentures or other securities in any single industry.
- v. The Fund shall not invest in, or lend to, another Scheme under the same Asset Management Company.
- vi. The Fund shall not acquire any asset out of the trust property, which involves the assumption of any liability that is unlimited or shall result in encumbrance of the trust property in any way.
- vii. The Fund or the Asset Manager on behalf of the Fund shall not give or guarantee term loans for any purpose or take up any activity in contravention of the বিধিমালা.
- viii. The Fund shall buy and sell securities on the basis of deliveries and shall, in all cases of purchases, take delivery of securities and in all cases of sale, deliver the securities on the respective settlement dates as per the custom and practice of the stock exchanges and shall in no case put itself in a position whereby it has to make short sale or carry forward transaction.
- ix. The Fund shall not involve in option trading or short selling or carry forward transaction.
- x. The Fund shall not buy its own Unit.



3.7. Valuation Policy

- i. For listed securities, the average quoted market price on the stock exchanges on the date of valuation shall form the basis of any calculation of Net Asset Value of such securities in the portfolio of the Fund.
- ii. For securitized debts, debentures, margin or fixed deposits, the accrued interest on such instruments on the date of valuation shall be taken into account in any calculation of Net Asset Value of such securities in the portfolio of the Fund.
- iii. The Fund shall fix the valuation method for the Scheme subject to the prior approval of the Commission.
- iv. The Fund shall follow the method approved by the Commission for valuation of the non-listed investment, if any, and the Asset Management Company and the Trustee shall periodically review the non-listed investment, if any, and the Trustee shall periodically review the value of such investments. The auditors shall comment in the annual report of the Scheme of the Fund.
- v. The valuation of listed securities not traded within previous one month will be made based on their reasonable value by the Asset Management Company and approved by the Trustee and commented upon by the auditors in the Annual Report of the Scheme of the Fund but shall not be more than the intrinsic value of the securities.
- vi. Once non-listed securities are valued, the valued amount will be considered for the purpose of valuing the Fund's assets in any interval of time until the securities are further revalued by the Asset Management Company.
- vii. Asset Management Company and Trustee will value the non-listed securities at least once in every three months.
- viii. In case of deferred expenses, accrued expenses for the period will be taken into account for determining total liabilities.
- ix. Net Asset Value (NAV) calculation

The Fund will use the following formula to derive NAV per Unit:

$$\text{Total NAV} = V_A - L_T$$

$$\text{NAV per Unit} = \text{Total NAV} / \text{Number of Units outstanding}$$

V_A = Value of all securities in vault + Value of all securities placed in lien + Cash in hand and at bank + Value of all securities receivables + Receivables of proceeds of sale of investments + Dividend receivables net of tax + Interest receivables net of tax + Issue expenses net of amortized amount as on date + Printing, publication and stationery expenses amortized as on date

L_T = Value of all securities payable + Payable against purchase of investments + Payable as brokerage and custodial charges + Payable as Trustee fees + All other payable related to printing, publication and stationery + Accrued deferred expenses with regard to management fee, annual fee payable to Commission, audit fee and safe keeping fee.



3.8. Limitation of Expenses

The initial issue expenses in respect of the Fund shall not exceed 5 (five) percent of the collected amount of the Fund raised under the Scheme and will be amortized within 7 (seven) years on a straight-line method. The total expenses charged to the Fund, except the amortization of initial issue expenses but including transaction cost in the form of stock brokerage against buy and sale of securities forming a part of acquisition or disposal cost of such securities, transaction fees payable to the Custodian against acquisition or disposal of securities, CDBL charges, listing fee payable to the stock exchange(s), management fees payable to the Asset Manager, Trustee fees payable to the trustee, the annual registration fees payable to the Commission, audit fees, cost of publication of reports and periodicals, bank charge, etc., shall not exceed 4 (four) percent of the weekly average net asset outstanding during any accounting year.

3.9. Price Fixation Policy

After completion of initial subscription, the Fund will be opened to the investors for regular buy/ sale of Units. The date of re-opening shall be declared by the asset manager upon approval of the Trustee and with due intimation to the BSEC. The asset manager shall calculate the Net Asset Value (NAV) per unit on the last working day of every week as per formula prescribed in the বিধিমালা and shall disclose sales price and repurchase/ surrender price per unit determined on the basis of NAV before commencement of business operation of the first working day of the following week to the Commission and to the investors through at least one national daily, the website of the asset management company and the authorized selling agents of the Fund.

The difference between sales price and surrender value shall be within 3% percent (in normal situation) of the sale price of the Unit and may increase up to 5% of the sale price at the decision of the Board of Directors of the Asset Management Company with due intimation to the trustee justifying the ground of such decision. The difference between sales price and surrender value shall not exceed 5% of the sale price of the unit.

The unit holders may surrender their unit certificates during the business hour as specified by the Asset Management Company. The fund shall be liable to repurchase the units at the surrender value determined by the Asset Management Company. Sale and repurchase of unit certificates by Asset Management Company shall remain closed during first two weeks of July unless the Commission decides otherwise.

3.10. Sale & Repurchase Procedure

Sale and repurchase procedure is given below:

- i. The Units of Credence First Growth Fund may be bought/ surrendered through Credence Asset Management Limited and authorized selling agents appointed by the Asset Manager from time to time and any other procedure as prescribed by the Asset Manager. Surrender of units is allowed



- only through Credence Asset Management Limited or the selling agent from which the units are originally purchased.
- ii. During initial subscription minimum purchase amount for individual investors is 100 (One thousand) Units and for institutional investors is 5,000 (Five Thousand) Units. For subsequent period any investor can purchase one unit of the fund.
 - iii. Application for purchase of Units should be accompanied by an account payee cheque/ pay order/ bank draft/ electronic fund transfer in favor of 'Credence First Growth Fund' for the total value of Units.
 - iv. After clearance/ encashment of cheque/ draft/ pay order/ received of fund, the applicant will be issued with a Confirmation of Unit Allocation against every purchase of Units he/ she/ the institutional investor applies for. If BO A/C is provided during the registration, the units will also be delivered to the Unit holder's BO A/C.
 - v. Partial surrender (fraction of total units held under a Unit Allocation Confirmation) is allowed without any additional cost subject to minimum surrender quantity is 100 (one hundred) units for individuals and 5,000 (Five Thousand) units for institutions. Upon partial surrender, the Unit holder will be issued with a new Confirmation of Unit Allocation representing the balance of his Unit holding.
 - vi. All payments/ receipts in connection with or arising out of transactions in the Units shall be in Bangladeshi Taka.

3.11. Systematic Investment Plan (SIP)

A Systematic Investment Plan or SIP is a smart and hassle free mode for investing money in mutual funds. SIP allows the investor to invest a certain pre-determined amount at a regular interval (weekly, monthly, quarterly, etc.). An SIP is a planned approach towards investments and helps unit holders inculcate the habit of saving and building wealth for the future.

Buy and Surrender Under SIP Process:

An investor can invest through SIP either by auto debit system provided against investor's bank account or by providing monthly predetermined cheques via selling agents at a regular interval (weekly, monthly, quarterly etc). Investor must have a BO account. Investor will get SIP units in the BO account based on a discount from ongoing weekly sale price of the fund.

It is advisable to continue SIP investment with a long term perspective but there is no compulsion. Investor can discontinue the plan at any time. If an investor wants to terminate the SIP before 2 (two) years, 1% discount from the repurchase/ surrender price will be applicable from total accumulated invested amount on the date of cancellation of the scheme. After maturity of SIP, the investor can easily surrender units through AMC or selling agents.



Benefits to be offered for Investors in SIP as follows:

An SIP is a flexible and easy investment plan. Unit holder's money is auto-debited from his/ her Bank account and invested into Credence First Growth Fund scheme. Unit holders are allocated certain number of units offering some discount from the ongoing market rate (called NAV or net asset value) of that day. If any fractional amount remains after issuing of units of fund, this amount will be added to the investors' account later on.

Every time Unit Holder invests money, additional units of the scheme are purchased at the market rate and added to his/ her account. Hence, units are bought at different rates and investors benefit from Taka-Cost Averaging and the Power of Compounding. Other benefits of SIP includes, but are not limited to –

- i. **Disciplined Saving** - Discipline is the key to successful investments. When one invests through SIP, he/ she commits himself/ herself to save regularly. Every investment is a step towards attaining an investor's financial objectives.
- ii. **Flexibility** – Investor can start SIP with a very small amount that is Tk. 1000/ 2000/ 3000/ 4000/ 5000 or multiple of Tk. 1000/ 500. While it is advisable to continue SIP investments with a long-term perspective, there is no compulsion. Investors can discontinue the plan at any time. One can also increase/ decrease the amount being invested.
- iii. **Long-Term Gains** - Due to Taka-cost averaging and the power of compounding SIPs have the potential to deliver attractive returns over a long investment horizon.
- iv. **Convenience** - SIP is a hassle-free mode of investment. One can issue a standing instruction to his/ her bank to facilitate auto-debits from his/ her bank account. SIPs have proved to be an ideal mode of investment for retail investors who do not have the resources to pursue active investments.
- v. **Sale at Discount and Premium at Surrender** – SIP investor may buy units at a discount from weekly Sales Price offered to normal investor. In addition to that, SIP investor can surrender at a premium of repurchase price offered to normal unit holders at maturity as per SIP brochure.
- vi. **CIP Option for the SIP Investors** – SIP investors can choose either option of cash dividend or Cumulative Investment Plan (CIP) or a mix of both. If an SIP investor chooses CIP (i.e. Dividend reinvestment process) instead of cash dividend, they will also enjoy CIP units at a discount of prevailing Sales Price used for CIP conversion. After CIP conversion, they will get dividend on total number of units in the next year.



3.11.1. Why SIP can be a Better Choice than FDR and DPS

Investors in SIP can be benefited in the following ways:

- i. The fixed-rate nature of FDR does not let the investors of the FDR reap the benefits of a growing economy.
- ii. Investors get the rewards (in terms of higher return) for added risks.
- iii. Unlike DPS, Investors in SIP are not penalized for missing any installment.
- iv. SIP is a better choice for people with moderate risk tolerance.
- v. SIP holders can also avail CIP benefits.

A separate brochure will be published later on incorporating all terms and conditions of SIP.

3.12. Fund Management

Credence Asset Management Limited shall conduct the day-to-day management of the Fund's portfolio as the Asset Manager subject to the provisions laid down in the বিধিমালা and trust deed or any general directions given by the Trustee and/ or the Commission. However, Credence Asset Management Limited shall have discretionary authority over the Fund's portfolio about investment decisions.

3.13. Dividend Policy

- i. The accounting year of the Fund shall be 1st July to 30th June;
- ii. As per the rule the Fund shall distribute minimum 50%, or as may be determined by the বিধিমালা, of the annual net income of the Fund as dividend at the end of each accounting year after making provision for bad and doubtful investments. The Fund shall create a dividend equalization reserve by appropriation from the income of the Scheme;
- iii. Before declaration of dividend, the Asset Management Company shall make a provision in consultation with the auditors for revaluation of investments caused from loss if market value of investments goes beyond their acquisition cost, and the method of calculation of this provision will be incorporated in the notes of accounts;
- iv. The Fund shall create a dividend equalization reserve by suitable appropriation from the income of the Fund;
- v. Before registration for transfer of ownership, a transferee shall not possess the right to any dividend declared;



- vi. There will be a Cumulative Investment Plan (CIP) Scheme in this Unit Fund. Under this Scheme, a Unit holder instead of receiving dividend may reinvest such dividend income accrued for purchasing Units at a rate determined by Credence Asset Management Limited. The unit holders may change their dividend preference in future as per their need.
- vii. Dividend warrants will be dispatched within 45 (forty five) days from the declaration of dividend.

3.14. Winding up Policy

3.14.1. Procedure of Winding Up

- i. If the total number of outstanding Units held by the Unit holders after repurchase at any point of time fall below 25 (Twenty Five) percent of the actual Units issued, the Fund will be subject to wound up.
- ii. The Fund may be wound up on the happening of any event, which, in the opinion of the Trustee with approval from the Commission, requires the Scheme to be wound up.
- iii. The Scheme may also be wound up if the Commission so directs in the interest of the Unit holders.
- iv. Where a Scheme is to be wound up in pursuance to the above, the Trustee and the Asset Management Company shall give simultaneously separate notice of the circumstances leading to the winding up of the Scheme to the Commission and if winding up is permitted by the Commission, shall publish in two national daily newspapers including a Bangla newspaper having circulation all over Bangladesh.

3.14.2. Manner of Winding Up

- i. The Trustee shall call a meeting within 30 (thirty) days from the notice date of the Unit holders of a Scheme to consider and pass necessary resolutions by three-fourth majority of the Unit holders present and voting at the meeting for authorizing the Trustee to take steps for winding up of the Scheme. If it fails to have three fourth majority mandates, the Commission shall have the power to supersede the mandate if situation demands such.
- ii. The Trustee shall dispose of the assets of the Scheme of the Fund in the best interest of the Unit holders; provided that the proceeds of sale made in pursuance of the বিধিমালা shall in the first instance be utilized towards discharge of such liabilities as are properly due under the Scheme and after making appropriate provision for meeting the expenses connected with such winding up, the balance shall be paid to the Unit holders in proportion to their respective interest in the assets of the Scheme as on the date when the decision for winding up was taken.
- iii. Within thirty days from the completion of the winding up, the Trustee shall forward to the Commission and the Unit holders a report on the winding up containing particulars, such as circumstances leading to the winding up, the steps taken for disposal of assets of the Scheme before



winding up, expenses of the Fund for winding up, net assets available for distribution to the Unit holders and a certificate from the auditors of the Scheme of the Fund.

3.14.3. Effect of Winding Up

On and from the date of the notice of the winding up of the Fund, the Trustee or the Asset Management Company, as the case may be, shall:

- i. cease to carry on any business activities of the open ended Fund;
- ii. cease to create and cancel Units of the open ended Fund;
- iii. cease to issue and redeem Units of the open ended Fund.



Chapter 4: Risk Factors

Investing in the Credence First Growth Fund (hereinafter the Fund) involves certain risks normally associated with making investments in securities. There can be no assurance that the Fund will achieve its investment objectives. The value of the Fund can fluctuate to increased or decreased level. On redemption, there is no assurance that the investors will receive the amount originally invested. The Fund is suitable for investment by investors who understand the risks involved and who are willing and able to survive the loss of their investments. In particular, prospective investors should consider the following risks.

General Risk

There is no assurance that the Fund will be able to meet its investment objectives and investors could potentially incur losses, including loss of principal when investing in the Fund. Investment in the Fund is not guaranteed by any government agency, the Sponsor or the AMC. Mutual Funds and securities investments are subject to market risks and there can be no assurance or guarantee that the Fund's objectives will be achieved. As with any investment in securities, the Net Asset Value of the Fund may go up or down depending on the various factors and forces affecting the capital markets. Investors should study this offer document carefully in its entirety before investing.

External Risk Factor

Performance of the Fund is substantially dependent on the macroeconomic situation and in the capital market of Bangladesh. Political and social instability may have an adverse effect on the value of the Fund's assets. Adverse natural climatic condition may impact the performance of the Fund.

Market Risk

Bangladesh capital market is highly volatile and prices of other securities can fluctuate significantly. The Fund may lose its value or incur a sizable loss on its investments due to such market volatility. Stock market trends indicate that prices of majority of all the listed securities move in unpredictable direction which may affect the value of the Fund.

Concentration Risk

Due to the limited number of listed securities in both the stock exchanges (DSE and CSE), it may be difficult to invest the Fund's assets in a widely diversified portfolio as and when required to do so. Due to a very thin secondary fixed income/ debt market in Bangladesh, it would be difficult for the Fund Manager to swap between asset classes, if and when required. Limited options in the money market instruments will narrow the opportunity of short term or temporary investments of the Fund which may adversely impact the returns.

Dividend Risk

Despite careful investment selection of companies in the Fund, if the companies fail to provide the expected dividend or fail to disburse dividends declared in a timely manner that will impact the income and the overall return of the Fund.



Underlying Liquidity Risk

For investing in Pre-Public Offer Placement securities i.e. in the unlisted equity securities by the Fund, may involve liquidity risk. In addition, market conditions and investment allocation may have an impact on the ability to sell securities during periods of market volatility. Debt securities, while somewhat less liquid, lack a well-developed secondary market, which may restrict the selling ability of the Fund, and may lead to the Fund incurring losses till the security is finally sold. While securities listed on the stock exchange carry lower liquidity risk, the ability to sell these investments is limited by the overall trading volume on the stock exchanges and may lead to the Fund incurring losses till the security is finally sold.

Investment Strategy Risk

Since the Fund will be an actively managed portfolio, the Fund is subject to management strategy risk. Although the AMC will apply its investment process and risk minimization techniques, when making investment decisions for the Fund, there can be no guarantee that such process and techniques will produce the desired outcome.

Credit Risk

Since the Fund will seek to invest as per the Mutual Fund Regulations (2001) in both equity and fixed income securities, the credit risk of the fixed income issuers is also associated with the Fund. Investment in fixed income securities is subject to the risk of an issuer's inability to meet interest and principal payments on its obligations and market perception of the creditworthiness of the issuer.

Interest Rate Risk

The Net Asset Value (NAV) of the Fund is expected to increase consequent upon a fall in interest rate while it is supposed to fall with a rise in the interest rate to the extent it is invested in Debt and Money Market securities. Also, zero coupon securities do not provide periodic interest payments to the holders and hence these are more sensitive to changes in interest rates.

Issuer Risk

In addition to market and price risk, value of an individual security can, in addition, be subject to factors unique or specific to the issuer, including but not limited to management malfeasance, lack of accounting transparency, management performance, and management decision to take on financial leverage. Such risk can develop in an unpredictable fashion and can only be partially mitigated, and sometimes not at all, through research or due diligence. To the degree that the Fund is exposed to a security whose value declines due to issuer risk, the fund's value may be impaired.

THE MUTUAL FUND IS NOT GUARANTEEING OR ASSURING ANY RETURNS.



Chapter 5: Formation, Management and Administration

5.1. Sponsor of the Fund

Credence Asset Management Company Limited (CAML) is one of the growing asset management companies of the country. CAML is established by a group of highly experienced capital market professionals and seasoned business personalities with a view to bringing positive change in the fund management segment of our capital market. CAML, incorporated as a Private Limited Company, established by a group of veteran capital market experts and seasoned business personalities with local institutional sponsor like Popular Life Insurance Company Ltd. CAML is the sponsor of the fund.

5.2. Asset Manager of the Fund

CAML started its journey in October 2013 as Private Limited Company with a pre-operating phase of developing its innovative model and building up its Human Resources. Credence Asset Management Limited was incorporated on October 10, 2013 with Registrar of Joint Stocks Companies and Firms (RJSC). It received license from BSEC on February 25, 2016, as an Asset Management Company. CAML is the asset manager of the fund.

5.3. Trustee of the Fund

In order to ensure maximum trust and confidence of the investors, supervisory bodies and the persons concerned towards the Fund, the Investment Corporation of Bangladesh (ICB) will act as the Trustee of the Fund.

The Investment Corporation of Bangladesh (ICB) was established on October 01, 1976, under “The Investment Corporation of Bangladesh” Ordinance, 1976 (No. XL of 1976) with a view to encouraging and broadening the base of investment, develop the capital market, mobilize savings, promote and establish subsidiaries for business development & provide for matters ancillary thereto. Over the years, the activities of ICB have grown manifold, particularly in Merchant Banking, Mutual Funds operations and Lease Financing activities. In order to ensure maximum trust and confidence of the investors, supervisory bodies and the persons concerned towards the Fund, the Investment Corporation of Bangladesh (ICB) will act as the Trustee of the Fund.

5.4. Custodian of the Fund

Investment Corporation of Bangladesh (ICB) has long and proven experience in advisory function, particularly in buying and selling of shares, corporate restructuring and engineering, offloading of government shares and hosts of other merchant bank related activities for the benefit of its clients. Since



inception, ICB has been playing a unique role in the development of country's capital market. ICB will act as the Custodian of the Fund.

5.5. Investment Management

Credence Asset Management Limited, backed by a dedicated research team, is committed to the investors to provide them with the services of an experienced fund manager who handles the investment decisions based on the performance and prospects available in the market to achieve the objectives of the mutual fund scheme.

5.5.1. Investment Management Process

A top down and bottom up approach may adopt with the following investment analysis and risk control measures:

a) Top Down Approach

- Economic Analysis
 - Analyze domestic and global Macroeconomic Indicators
 - Forecast economic outlook of domestic and Global Economy
 - Review Monetary & Fiscal Policies and analyze their implication on macroeconomic condition
- Industry Analysis
 - Identify the prospective industries aligned with positive economic outlook
 - Understand the business dynamics of the industry and identify the key driving forces
 - Review the economic history of the industry in other countries with comparable economic status
- Company Analysis
 - Understand the business dynamics of the covered company
 - Comprehensively understand the Financials of the covered company
 - Interview top level officials of the targeted companies to have complete understanding on their future outlook and strategic vision
 - Apply multiple equity valuation models and estimate the intrinsic price of the stock

b) Supplementary Analysis

The Capital Market of Bangladesh is in an emerging phase and is neither strongly efficient nor very weak at present. Thus, the importance of the following supplementary analysis is very high.

- Technical Analysis
 - Analyze the stock price data to identify key arbitrage opportunities



- Distinguish stocks which are fundamentally strong and hold positive outlook with technical analysis with other stocks
- Quantitative Analysis
 - Build Time Series Econometric model to forecast the future price movement dynamics

5.5.2. Portfolio Management Policy

1. Optimum sector-wise allocation of fund is the key factor of portfolio Management process.
2. Invest in sectors with positive outlook but maintain the Regulation of Mutual Funds 2001.
3. Focus on the nature of the Fund and make decision which is suitable for the total portfolio.
4. Must consider the market impact for the Investment Decision. Both buying and selling decision must have a significant implication on the overall market dynamics.
5. Market manipulation and utilizing nonpublic insider information is strictly forbidden.
6. The ethical standard and level of confidentiality of the Investment Manager and its research team are very important for the investors of the fund and for the integrity of the capital market.

5.5.3. Brief Profiles of Management

Mr. Md. Zakir Hossain, *Managing Director*

Mr. Zakir Hossain is a renowned Investment Banker in Bangladesh. He possesses hands-on experience in capital market operation for over 15 years. He completed BBA and MBA majoring in Finance from Jahangirnagar University. Mr. Hossain started his career as Market Analyst with Capital Market Services Limited (CMSL). He is the pioneer to establish full-fledged Merchant Banking set-up in private sector in Bangladesh with Arab Bangladesh Bank Ltd. After that he also contributed to establish Merchant Banking setup with Prime Bank Ltd., and he served the bank as Assistant Vice President.

He completed Canadian Securities Course (CSC) from Canadian Securities Institute. He is the Marketing Director of World Financial Group. He is also a Member of Mutual Fund Dealer Association of Canada. He is an active investor of Toronto Stock Exchange and New York Stock Exchange. Besides, he has been an active participant in various business and professional organizations.

He participated in a number of seminars regarding Capital Market both at home and abroad.

Mahmudul Bari, *Consultant*

Mr. Bari has over 21 years of professional experience in financial analysis, feasibility study of projects, and investment due diligence. Mr. Bari possesses vast experience of managing operation of a number of local and multinational companies particularly in the area of capital market. IDLC Finance Limited, Vanik Bangladesh Limited (currently Lanka Bangla Finance Limited), AIMS of Bangladesh Limited, and Securities Consultants Limited are the major organizations, where he has flourished his professional expertise. He possesses hands-on experience of working in almost every area including mutual fund



management and administration, issue management, portfolio management, underwriting, corporate research, and substantial share acquisition. During his professional career, he has executed numerous organic expansion plans, and introduction of various service programs of the organizations he served.

He has long experience in mutual fund industry. His career in mutual fund management starts with AIMS of Bangladesh Limited, the first private sector mutual fund management company of Bangladesh, as the Head of Operation of the outfit. During his service stint with AIMS he has characterized, floated, and managed a number of mutual funds including the first private sector mutual fund. He established a mutual fund company called Zenith Investments Limited, and served as its Managing Director. Besides, he has provided consultancy services on establishing of and obtaining asset management company registration for Shanta Asset Management Limited. He is currently providing consultancy services to a number of asset management companies on floatation of mutual funds.

He has undergone a number of international training programs on capital market functioning, investment analysis, research methodology, and leadership excellence in Singapore, India, Sri Lanka, and Pakistan.

Abdul Ghafur Patwary, Compliance Officer and Company Secretary

Mr. Abdul Ghafur Patwary has been working as a Compliance Officer & Company Secretary in Credence Asset Management Ltd. He has experience in capital market for over 15 years. Mr. Patwary started his career as Assistant Secretary of Bangladesh Monospol Paper Mfg. Co. Ltd. (a joint venture company with BCIC). Then he was promoted to the Company Secretary of that company. He also served in Prime Insurance Company Ltd. as a Head of Share & Capital Market Wing. He served in Fareast Islami Life Insurance Co. Ltd. as Joint Vice President & In-charge of Capital Market Operation. Prior to joining in CAML, he worked as a Company Secretary & Head of Administration, International Medicare Ltd.

He completed Professional Training Course on “Company Secretarial Practice” organized by Institute of Chartered Secretaries & Managers of Bangladesh (ICSMB), Dhaka. He also completed of Training Program on “Compliance and Associated Issues” organized by DSE Training Academy of Dhaka Stock Exchange Ltd. (DSE). He completed Training Program on “Fundamentals on Capital Market Research” organized by Bangladesh Institute for Professional Development.

He completed MBA majoring in Human Resource Management from Northern University Bangladesh (NUB).

Mr. M. M. Tanzir Hasan, Market Analyst

M. M. Tanzir Hasan works as a “Market Analyst” in Credence Asset Management Limited. He passed Level-I of CFA examination in June 2016 and he is a Level- II candidate for June 2017 in CFA Program, CFA Institute, Charlottesville, Virginia, USA. As a Market analyst, he is responsible for analyzing the economy and equity market of Bangladesh.



As part of his analysis he works with various sectors and companies in equity market. He performs both fundamental and technical analysis in selecting stocks. He also studies on listed Mutual Funds in the market. As the company is in initial stage, he also works in portfolio management. Prior joining in CAML, he worked as an Intern in Research & Investment Department, City Brokerage Limited from November 2015 to February 2016.

He completed his BBA (Major in Finance & Banking) from Jahangirnagar University in 2015.

Md. Enayet Hossain, *Market Analyst*

Md. Enayet Hossain is currently employed as a “Market Analyst” in Credence Asset Management Limited (CAML). As part of his role, he is responsible for analyzing the economy, industries and stocks to make investments based on that analysis. Before joining CAML, he served as an “**Equity Research Intern**” in IDLC Securities Limited for three months.

He completed his **BBA (Finance)** and **MBA (Finance)** from University of Dhaka.

5.5.4. Investment Committee

As per the decision of the board, the investment committee consists of the following members –

- i. **Mr. Md. Zakir Hossain, *Managing Director***
- ii. **Mahmudul Bari, *Consultant***
- iii. **Mr. M. M. Tanzir Hasan, *Market Analyst***
- iv. **Md. Enayet Hossain, *Market Analyst***

5.6. Auditors

Ahmed Mashuque & Co., having office at 62/1 Purana Paltan, Level # 4, Motijheel C/A, Dhaka-1000, has been appointed as the auditor of the Fund for the first year. Subsequent auditors shall be appointed by the Trustee.

5.7. Fees and Expenses

The Fund will pay the fees of Asset Manager, the Trustee and the Custodian together with any other fees, commissions and expenses as may arise from time to time. The Fund will bear its own costs and expenses incurred / accrued in connection with its formation, promotion, registration, CDBL fees, public offering together with certain other costs and expenses incurred in its operation, including without limitation expenses of legal and consulting service, auditing, other professional fees and expenses, brokerage, share / debenture registration expenses and fees due to the BSEC. The Fund shall also bear all the other incidental expenses including printing, publication and stationery relating to its smooth and fair operation. Major expenses of the Fund are detailed as follows:



5.7.1. Issue and Formation Expenses

Initial issue and formation expenses are estimated not to be over 5 (five) percent of the collected fund. The issue and formation expenses will be amortized within 7 (seven) years on a straight-line method. The estimated expenses for the issue and formation of the Fund are presented below:

SL	Type of expenses	Percentage of total target fund	Total Tk.	Sub Total Details	Description
1	Formation fee payable to AMC	1.00%	20,00,000	Set-fee	Formation fee to AMC on collected fund of approved fund size
2	Management fee for pre-scheme formation period	1.00%	20,00,000	On scheme	Management fee of AMC for pre-Scheme formation period (approximate) as per BSEC Directive (no. SEC/CMRRCD/2009-193/160) dated May, 28, 2014
3	Legal & Compliance related expenses (Application, Registration fees etc.)	0.25%	5,00,000		
				10,000	BSEC Application fees
				4,00,000	BSEC Registration fees (0.2% of initial fund size)
				32,500	CDBL fee (Distribution of 2 cr Units X Tk. 10X0.00015 CDBL fee rate = Tk. 30,000); CDBL documentation fee = Tk. 2,500
				57,500	Trust deed registration fee
4	Printing & Publication	1.65%	33,00,000		
				5,50,000	Printing of prospectus
				14,00,000	Publication of abridge version of prospectus and IPO notification on daily newspaper
				15,00,000	Road show for IPO



				50,000	Courier and distribution expenses
5	Other expenses	0.6%	6,00,000		
				1,00,000	Post issue manager/ data entry, data processing and other related job
				3,50,000	Administrative & Stationery Expense
				1,50,000	Other/ misc.
	Total	4.20%	84,00,000		

The above costs, made in best estimates, may vary in actual.

5.7.2. Asset Management Fee

As per the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১ the Fund shall pay a management fee to the Asset Management Company @ 2.50 percent per annum of the weekly average NAV up to Tk.5.00 crore and @ 2.00 percent per annum for additional amount of the weekly average NAV up to Tk. 25.00 crore over Tk.5.00 crore and @ 1.50 percent per annum for additional amount of the weekly average NAV up to Tk.50.00 crore over Tk.25.00 crore and @ 1.00 percent per annum for additional amount of the weekly average NAV over Tk. 50.00 crore, accrued and payable semi-annually.

5.7.3. Trustee Fee

The Trustee shall be paid an annual Trusteeship fee @ 0.15% of the Net Asset Value (NAV) of the Fund on semiannual in advance basis, during the life of the Fund or as may be agreed upon between the parties.

5.7.4. Custodian Fee

The Custodian shall have physical possession of the stock and securities of the Fund and be responsible for safekeeping of the securities. The Fund shall pay to the Custodian a safekeeping fee @ 0.15% per annum on balance worth of securities held by the Fund, calculated on the basis of average market value per month. The fee for Custodian services will be realized semi-annually.

5.7.5. CDBL Fee

The fixed Annual fee of CDBL will be Tk. 50,000 plus VAT. Annual Central Depository System (CDS) connection fee will be Tk. 6,000 plus VAT.

5.7.6. Fund Registration and Annual Fee

The Fund has paid Tk.4,00,000 (Taka four lac) only to the Bangladesh Securities and Exchange Commission as registration fee. In addition, the Fund will have to pay @ 0.10 percent of the Fund value or Tk. 50,000 (Taka fifty thousand), whichever is higher, as annual fee in terms of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১.



5.7.7. Commission Payable to Selling Agent(s)

The Fund shall pay commission to the authorized selling agent (Individual and Institution) to be appointed by the Asset Manager at a rate of maximum 1% for individual and 0.50% for institution on the transaction amount of sales and redemptions which may change in future with the approval of the Trustee.

5.7.8. Audit Fee

The audit fee will be Tk. 25,000 (Taka Twenty Five Thousand) only including VAT, for the first accounting year and the Trustee will fix fees for subsequent years.

5.7.9. Brokerage Fee

The fund will pay to the stock broker commission of 0.23%-0.30% of the total amount of transaction including Howla, Laga, CDBL fees and any other associated costs.

5.7.10. Amortization of Issue and Formation Expenses

The initial issue expenses in respect of the fund shall not exceed 5 (five) percent of the collected amount of the fund raised under the scheme and will be amortized within 7 (seven) years on a straight-line method.

The total expense charged to the fund, except the amortization of initial issue expenses but including transaction cost in the form of stock brokerage against buy and sell of securities forming a part of acquisition and disposal cost of such securities, trusteeship fee payable to the trustee, transaction fee payable to the custodian against acquisition or disposal of securities, the annual registration fees payable to the commission, audit fees, cost for publication of reports and periodicals, bank charge, etc. shall not exceed 4 (Four) percentage of the weekly average net asset outstanding during any accounting year.



Chapter 6: Size of the Fund and Rights of Unit holders

6.1. Size of the Issue

The initial size of the Fund shall be Tk. 200,000,000 (Taka Twenty Crore) only divided into 20,000,000 (Two Crore) Units of Tk. 10 (Taka ten) each which may be increased from time to time by the Asset Manager subject to approval of the Trustee with due intimation to the Commission till liquidation of the Fund. The initial distribution of the Fund's Unit holding shall be as follows:

Subscriber	Number of units	Face value	Amount (Tk.)	Status
Sponsor Credence Asset Management Limited	2,000,000	10	20,000,000	Subscribed
Pre-IPO Placement		10		Yet to be Subscribed
General Investors		10		Yet to be Subscribed
Total	20,000,000	10	200,000,000	

6.2. Sponsor's Subscription

Credence Asset Management Limited, the sponsor, has already subscribed Tk. 20,000,000 (Taka Two Crore) only worth of Units equivalent to 2,000,000 (Twenty Lac) Units of Tk. 10 (Ten) each at par on October 4, 2015, the effective date as per সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১.

6.3. Rights of the Unit holders

6.3.1. Voting Rights

All the Unit holders shall have usual voting rights. Voting right can be exercised in person or by proxy in a meeting held in connection with any proposal to amend the characteristics of the Fund or any other agenda of meeting called by the Trustee in the circumstances mentioned in the Trust Deed or the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (মিউচুয়াল ফান্ড) বিধিমালা, ২০০১. In case of show of hands, every Unit holder present in person or/ and by proxy shall have only one vote and on a poll, every Unit holder present in person and/ or by a proxy shall have one vote for every Unit of which he/ she is the holder.

6.3.2. Transfer of Units

Units of the Fund are transferable by way of inheritance/ gift and/ or by specific operation of law.



6.3.3. Dividend

All the Unit holders have equal but proportionate right in respect of dividend.

6.3.4. Periodic Information

All the Unit holders of the Fund shall have the right to receive the annual report and audited accounts of the Fund. Moreover, the Unit holders shall be informed of the NAV of the Fund on weekly basis through newspaper, the website of the Asset Manager, the Selling Agent(s) to be appointed by the Asset Manager from time to time and any other means as the Asset Manager may deem fit.

6.3.5. Accounts and Information

The Fund's financial year will be closed on 30 June every year and the first year will end on 30 June, 2018. Annual report or major head of income and expenditure account and balance sheet in line with schedule VI of the সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (নিউচ্যুয়াল ফান্ড) বিধিমালা, ২০০১ will be published within 45 (forty five) days from the closure of each accounting year. Furthermore, the NAV of the Fund, NAV per Unit, any suspension or alteration of the calculation of NAV of the Fund will be published by the asset manager as per বিধিমালা.

6.3.6. Beneficial Interest

1. The unit holders shall preserve only the beneficial interest in the trust properties on pro rata basis of their ownership of the Fund.
2. Furthermore, the NAV, NAV per unit, and any suspension or alteration of the calculation of NAV of the Fund will be published/ notified to the DSE and CSE by the Asset Management Company.



Chapter 7: Unit Subscription

Terms and Conditions of Unit Subscription

- i. The Units of Credence First Growth Fund may be bought and surrendered/ repurchased through Credence Asset Management Limited (CAML) and its authorized Selling Agents appointed by CAML from time to time.
- ii. Application must be made by an individual (both resident and non-resident), a corporation or company (both local and foreign), a trust or a society (registered in or outside Bangladesh) and not by a firm, minor or persons of unsound mind.
- iii. Joint application by two persons is acceptable. In such cases, registration and issuance of Confirmation of Unit Allocation will be in favor of principal applicant while dividend and other benefits, if any, will be addressed to bank account of principal applicant mentioned in the application form/ bank account mentioned in BO account. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title to the Units. On death of both the joint holders, the title to the Units will bestow upon the nominee mentioned in the application form.
- iv. Minimum purchase amount for individuals is 100 (one hundred) Units and for institutions is 5,000 (five thousand) Units for initial subscription. Then an investor can purchase only one unit.
- v. Application for purchase of Units should be accompanied by an account payee cheque/ pay order/ bank draft/ electronic fund transfer in favor of '**Credence First Growth Fund**' for the total value of the Units.
- vi. After clearance/ encashment of cheque/ draft/ pay order/ received of fund, the applicant will be issued with a Confirmation of Unit Allocation against every purchase of Units he/ she/ the institutional investor applies for. If BO A/C is provided during the registration, the units will also be delivered to the unit holder's BO A/C in demat form.
- vii. Partial surrender is allowed without any additional cost subject to minimum surrender quantity is 100 (One hundred) units for individuals and 5,000 (Five Thousand) units for institutions. Upon partial surrender, the Unit holder(s) will be issued with a new Confirmation of Unit Allocation representing the balance of his/ her/ their Unit holding.
- viii. The Units may be transferred by way of inheritance/ gift and/or by specific operation of the law. In case of transfer, the Fund will charge a nominal fee as decided by the Asset Manager from time to time except in the case of transfer by way of inheritance.
- ix. Dividend may be delivered in cash or by way of Units under Cumulative Investment Plan (CIP) as the applicant gives option in the application form. The unit holders may change their dividend preference in future as per their need.
- x. All payments/ receipts in connection with or arising out of transactions of the Units applied for shall be in Bangladeshi Taka.



Chapter 8: Sales Agents

8.1. Selling agent

Initially only the Asset Management Company will sell the units of the Fund. The asset manager in future may appoint individuals and other organizations as its agent or cancel any of the agents named above subject to approval of the Trustee and with due intimation to the BSEC.

Address for sell and repurchase:

Credence Asset Management Limited
Baitul View Tower (8th Floor), Unit-B
56/1, Puran Paltan
Dhaka-1000

Forms

Specimen copies of the following forms are given in the following pages:

- i. Application Form to Purchase Units, Individual
- ii. Application Form to Purchase Units, Institution
- iii. Surrender/ Repurchase Form
- iv. Transfer Form.



CREDENCE FIRST GROWTH FUND
APPLICATION FORM TO PURCHASE UNITS - INDIVIDUAL

(Please Read Instructions Overleaf; fill up the Form in Block Letters)

To
Managing Director
Credence Asset Management Limited
Baitul View Tower (8th Floor), Unit-B
56/1 Puran Paltan, Dhaka-1000

Registration No.: _____
Sale No.: _____

I/We enclose Tk. _____ (Tk. _____) vide Cheque/P.O./D.D.
No. _____ Bank _____ Branch _____ and request you to
sell me/us _____ units of Credence First Growth Fund, at the price of Tk. _____ per unit. I/We are giving necessary
information as follows:

A. Principal Applicant

Registration No. (For existing unit holder only) _____
Name: _____
Father's/Husband's Name: _____
Mother's Name: _____
Date of Birth: _____ Occupation: _____
Nationality: _____ National ID No.: _____
Address: _____
Telephone No.: _____ Fax No.: _____
E-mail: _____ TIN No.: _____
Bank: _____ Branch: _____
A/C No.: _____ Bank Routing No.: _____
BO A/C: _____

Dividend option: Cash ☐ CIP ☐

B. Joint Applicant

Name: _____
Father's/Husband's Name: _____
Mother's Name: _____
Date of Birth: _____ Occupation: _____
Nationality: _____ National ID no.: _____
Address: _____
Telephone No.: _____ Fax No.: _____
E-mail: _____ Signature: _____

C. Nominee

Name: _____
Father's/Husband's Name: _____
Mother's Name: _____
Relationship with principal applicant: _____
Date of Birth: _____ Occupation: _____
Nationality: _____ National ID no.: _____
Address: _____
Telephone No.: _____ Fax No.: _____
E-mail: _____ BO A/C: _____
Signature: _____

Signature of Applicants

Principal Applicant

Joint Applicant

Date of Application: _____



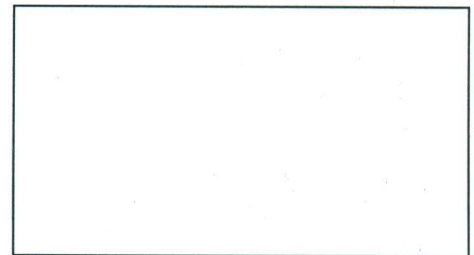
TERMS AND CONDITIONS

1. The units of **Credence First Growth Fund**, hereinafter referred to as the Fund, may be bought /surrendered through **Credence Asset Management Limited (CAML)** and authorized selling agents appointed by **CAML** from time to time. Surrender of units is allowed through **CAML** or the selling agent from which the units are originally purchased.
2. Application must be made by an individual (both resident and non-resident), a corporation or company (both local and foreign), a trust or a society (registered in or outside of Bangladesh) and not by a firm, minor or persons of unsound mind.
3. Joint application by two persons is acceptable. In such case, registration and issuance of unit allocation confirmation will be in favor of principal applicant while dividend and other benefits, if any, will be addressed to bank account of principal applicant mentioned in the application form. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title to the units. On death of both the joint holders, the title to the units will bestow upon the nominee mentioned in the application form.
4. Minimum purchase quantity for individual investors is 100 (One hundred) units and for institutional investors is 5,000 (Five thousand) units.
5. Application for purchase of units should be accompanied by an account payee cheque/pay order/bank draft in favor of "**Credence First Growth Fund**" for the total value of units.
6. After clearance/encashment of cheque/draft/pay order the applicant will be issued with a confirmation of unit allocation for every purchase with a denomination of number of units he/she/the Institutional investor applies for. If BO A/C is provided during the registration, the units will also be delivered to the unit holder's BO A/C in demat form.
7. Partial surrender (fraction of total units held under a unit allocation confirmation) is allowed without any additional cost subject to minimum surrender quantity is 100 (One hundred) units for individuals and 5,000 (Five Thousand) units for institutions. Upon partial surrender, the unit holder will be issued with a confirmation of allocation representing the balance of his unit holding.
8. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer the Fund will charge a nominal fee as decided by **CAML** from time to time except in the case of transfer by way of inheritance.
9. Dividend may be delivered in cash or by way of units under Cumulative Investment Plan (CIP) as the applicant gives option in the application form.
10. All payments /receipts in connection with or arising out of transactions in the Units hereby applied for shall be in Bangladeshi Taka.

FOR OFFICIAL USE ONLY

Registration No.: _____ Date: _____
Sale No.: _____ Unit Allocation Confirmation No.: _____
No. of Units: _____

Sign and Seal of Issuing Office



I/we confirm that I/we have received the unit allocation confirmation mentioned above and also that I/we have read, understood and agree to abide by the terms set out above as may be altered, replaced and modified from time to time by Credence Asset Management Limited.



Signature of the Applicant(s)

CREDENCE FIRST GROWTH FUND
APPLICATION FORM TO PURCHASE UNITS - INSTITUTION

(Please Read Instructions Overleaf; fill up the Form in Block Letters)

To
Managing Director
Credence Asset Management Limited
Baitul View Tower (8th Floor), Unit-B
56/1 Puran Paltan, Dhaka-1000

Registration No.: _____
Sale No.: _____

We enclose Tk. _____ (Tk. _____) vide Cheque/P.O./D.D.
No. _____ Bank _____ Branch _____ and request you to
sell us _____ units of Credence First Growth Fund, at the price of Tk. _____ per unit. We are giving necessary
information as follows:

Registration no. with Credence First Growth Fund (for existing unit holder only) _____

Name of the institution: _____

Type of institution: Local company ☐ Foreign Company ☐ Trust ☐ Society ☐ Other ☐

Registration No.: _____ TIN No.: _____

Address: _____

Telephone No.: _____ Fax No.: _____ E-mail: _____

Bank: _____ Branch: _____

A/C No.: _____ Bank Routing No.: _____

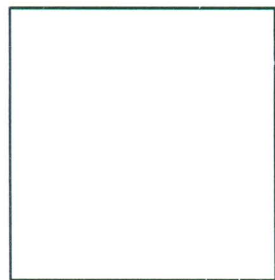
BO A/C: _____

Dividend option: Cash ☐ CIP ☐

Name of the CEO: _____

Details of Authorized Person(s), if any:

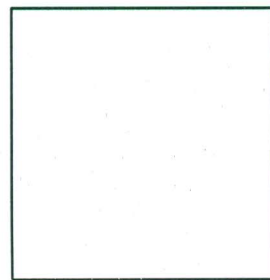
Sl.	Name	Designation	Signature
1.	_____	_____	_____
2.	_____	_____	_____



CEO



1st Authorized Person



2nd Authorized Person

Mode of operation: Jointly by _____ Singly by _____

Documents enclosed:

Incorporation certificate ☐
Trust Deed ☐
Society Registration certificate ☐
Memorandum and Article of Association ☐

TIN certificate ☐
Extract of Board resolution ☐
Relevant document if Board resolution is not required ☐
Letter of authority issued in favor of authorized person(s) ☐

Date of application: _____

Seal and Signature of the Applicant



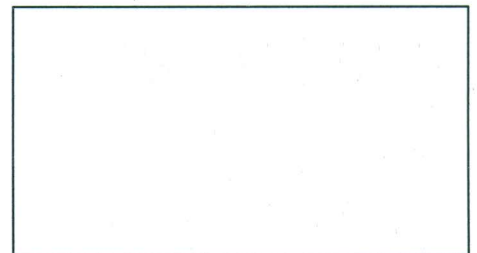
TERMS AND CONDITIONS

1. The units of **Credence First Growth Fund**, hereinafter referred to as the Fund, may be bought /surrendered through **Credence First Growth Fund (CAML)** and authorized selling agents appointed by **CAML** from time to time. Surrender of units is allowed only through **CAML** or the selling agent from which the units were originally purchased.
2. Application must be made by an individual (both resident and non-resident), a corporation or company (both local and foreign), a trust or a society (registered in or outside of Bangladesh) and not by a firm, minor or persons of unsound mind.
3. Joint application by two persons is acceptable. In such case, registration and issuance of unit allocation confirmation will be in favor of principal applicant while dividend and other benefits, if any, will be addressed to bank account of principal applicant mentioned in the application form. In case of the death of any of the joint holders, only the survivor shall be recognized as having any title to the units. On death of both the joint holders, the title to the units will bestow upon the nominee mentioned in the application form.
4. Minimum purchase quantity for individual investors is 100 (One hundred) units and for institutional investors is 5,000 (Five Thousand) units.
5. Application for purchase of units should be accompanied by an account payee cheque/pay order/bank draft in favor of "**Credence First Growth Fund**" for the total value of units.
6. After clearance/encashment of cheque/draft/pay order the applicant will be issued with one unit Allocation Confirmation against every purchase with a denomination of number of units he/she/the Institutional investor applies for. If BO A/C is provided during the registration, the units will also be delivered to the unit holder's BO A/C in demat form.
7. Partial surrender (fraction of total units held under a single unit allocation confirmation) is allowed without any additional cost subject to minimum surrender quantity of 100 (One hundred) units for individuals and 5,000 (Five Thousand) units for institutions. Upon partial surrender, the unit holder will be issued with a new unit allocation confirmation representing the balance of his unit holding.
8. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer, the Fund will charge a nominal fee as decided by **CAML** from time to time except in the case of transfer by way of inheritance.
9. Dividend may be delivered in cash or by way of units under Cumulative Investment Plan (CIP) as the applicant gives option in the application form.
10. All payments /receipts in connection with or arising out of transactions in the units hereby applied for shall be in Bangladeshi Taka.

FOR OFFICIAL USE ONLY

Registration No.: _____ Date: _____
Sale No.: _____ Unit Allocation Confirmation No.: _____
No. of Units: _____

Sign and Seal of Issuing Office



We confirm that we have received the unit allocation confirmation mentioned above and also that we have read, understood and agree to abide by the terms set out above as may be altered, replaced and modified from time to time by Credence Asset Management Limited.

Signature of the Applicant(s)



CREDENCE FIRST GROWTH FUND
SURRENDER/REPURCHASE FORM
(Please Read Instructions Overleaf; fill up the Form in Block Letters)

Date: _____

Surrender no.: _____

To
Managing Director
Credence Asset Management Limited
Baitul View Tower (8th Floor), Unit-B
56/1 Puran Paltan, Dhaka-1000

I/We _____

having the registration no. _____ is/are the holder(s) of _____ units of Credence First Growth Fund.

I/We would like to surrender _____ units at the repurchase price of Tk. _____ per unit as declared by you on _____.

My/Our surrender request is summarized below:

SL No.	Unit Allocation Confirmation No.	Unit Held Under This Allocation No.	To be Surrendered		
			No. of Units	Repurchase Price Tk./Unit	Total Surrender Value Tk.

I/We attach herewith the above mentioned unit allocation confirmation(s). Please issue an account payee cheque in favor of me/us for total surrender amount and issue a unit allocation confirmation for balance units, if any, at your earliest convenience.

Thank you.

Witnesses

Signature of Unit Holder(s)

1. Signature
Name:
Father's/Husband's Name:
Address:

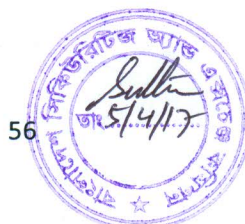
1.

2. Signature
Name:
Father's /Husband's Name:
Address:

2.

VERIFICATION (OFFICIAL USE ONLY)

Checked and verified by _____ on _____



TERMS AND CONDITIONS

1. The units of **Credence First Growth Fund**, hereinafter referred to as the Fund, may be bought/surrendered through **Credence Asset Management Limited (CAML)** and authorized selling agents appointed by **CAML** from time to time. Surrender of units is allowed only through **CAML** or the selling agent from which the units were originally purchased.
2. Units may be surrendered on all working days except last working day of the week and during the book closure period of the Fund.
3. Minimum surrender quantity is 100 (One hundred) units for individual and 5,000 (Five Thousand) units for institutions.
4. Partial surrender (fraction of total units held under a unit allocation confirmation) is allowed without any additional cost subject to minimum surrender quantity of 100 (One hundred) units for individuals and 5,000 (Five Thousand) units for institutions. Upon partial surrender, the unit holder will be issued with a new unit allocation confirmation representing the balance of his/her unit holding.
5. Unit holder is required to attach all the unit allocation confirmation he/she/the institution wants to surrender along with Surrender Form.
6. After verification of authenticity of certificate(s), account payee cheque for surrender amount will be issued in favor of unit holder within maximum of seven working days. In case of joint holding, account payee cheque will be issued in favor of principal holder.

FOR OFFICIAL USE ONLY

Date of issuance of cheque _____

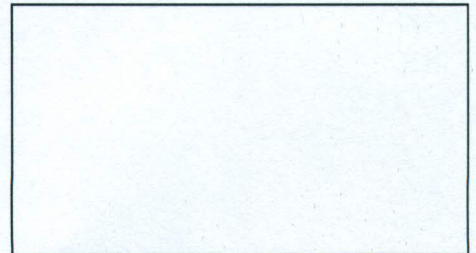
Cheque no. _____ Amount Tk. _____ (Tk. _____)
in favor of _____

For balance unit, if any,

Date of issuance of Unit Allocation Confirmation: _____ Sale no.: _____

Unit Allocation Confirmation no.: _____ No. of Units: _____

Sign and Seal of Issuing Office



Received cheque and/or Unit Allocation Confirmation(s) mentioned above.

Date: _____

Signature of Unit holders



CREDENCE FIRST GROWTH FUND

TRANSFER FORM

(Please Read Instructions Overleaf; fill up the Form in Block Letters)

Date: _____

Transfer no.: _____

To
Managing Director
Credence Asset Management Limited
Baitul View Tower (8th Floor), Unit-B,
56/1 Puran Paltan, Dhaka-1000

I/We _____

having the registration no. _____, hereinafter referred as Transferor, is/are the holder(s) of _____ units of Credence First Growth Fund. I/We would like to transfer unit allocation confirmation no. _____ having _____ units to the following person, hereinafter referred as Transferee:

Name: _____

Father's/Husband's Name: _____

Mother's Name: _____

Date of Birth: _____ Occupation: _____

Relationship with Transferor: _____

Nationality: _____ National ID no. (If any): _____

Address: _____

Telephone No.: _____ Fax No.: _____

E-mail: _____ TIN No.: _____

Bank: _____ Branch: _____

A/C No.: _____ Bank Routing No.: _____

BO A/C: _____

Dividend option: Cash ☐ CIP ☐

Registration No. (For existing unit holder only) _____

Means of transfer: Inheritance ☐ Gift ☐ Operation of law ☐

Witnesses

Signature of Unit Holder(s)

1. Signature

Name:

Father's/Husband's Name:

Address:

1.

2. Signature

Name:

Father's /Husband's Name:

Address:

2.

VERIFICATION (OFFICIAL USE ONLY)

Checked and verified by _____ on _____



TERMS AND CONDITIONS

1. The units may be transferred by way of inheritance/gift and/or by specific operation of the law. In case of transfer the Fund will charge a nominal fee as decided by CAML from time to time except in the case of transfer by way of inheritance.
2. Transfer of units is allowed only through CAML or the selling agent from which the units were originally purchased.
3. The units will be transferred on all working days except the last working day of the week and during the book closure period of the Fund.
4. The total number of units held by a single unit allocation confirmation is required to be transferred at a time.
5. Partial transfer (fraction of total units held under a single unit allocation confirmation) is not allowed. However, the unit holders may split unit allocation confirmation to his/her desired denomination, but not less than 100 (One hundred) units per unit allocation confirmation, for the purpose of transfer.
6. The unit allocation confirmation (s) the unit holder(s) intends to transfer is/are required to be attached with the Transfer Form.
7. After verification of authenticity of unit allocation confirmation (s) as well as the information provided in transfer form issuing office, CAML or any of its authorized selling agent will deliver the unit certificate to the Transferee within a period of maximum seven working days.
8. The conditions applicable for original unit allocation confirmation will apply even after transfer of units in the name of Transferee.

FOR OFFICIAL USE ONLY

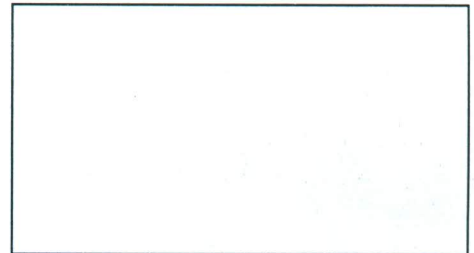
Date of Transfer: _____

Transfer no.: _____

Unit Allocation Confirmation no.: _____

No. of Units: _____

Sign and Seal of Issuing Office



I/We, the said transferee, have received the above mentioned unit allocation confirmation and do hereby agree to accept and take the said unit allocation confirmation on the same terms and conditions on which they were held by the said transferor.

Date _____

Signature of Transferee

