



Silva Pharmaceuticals Limited

Utilization of IPO Fund

Proceeds

For the month ended 31th July 2026

AUDITORS' REPORT

on

Utilization of IPO Proceeds

Qualified Opinion

We have audited the annexed Statement of Initial Public Offering (IPO) Proceeds Utilization of **Silva Pharmaceuticals Limited** for the month ended 31st July 2026 as per required by Bangladesh Securities and Exchange Commission (BSEC) under Section 2CC of the Securities and Exchange Ordinance, 1969.

In our Opinion, except for the effects of the matters described in the Basis for Qualified Opinion section in our report, the Statement of Initial Public Offering (IPO) Proceeds Utilization, prepared in accordance with Bangladesh Securities and Exchange Commission Rules 2020 and Condition laid down in clause 2, 3, 5 & 6 of PART- C of consent letter # BSEC/CI/IPO-269/2017/429, Dated 28 June, 2018 and other applicable laws and regulations, gives a true and fair view of the statement for the month ended 31st July 2026.

Basis for Qualified Opinion

1. The Company transferred IPO proceeds from the BSEC-approved dedicated bank account to a non-designated account, which is a non-compliance with the clause 6 of BSEC consent letter# BSEC/CI/IPO-269/2017/429, Dated 28 June, 2018. Furthermore, our audit revealed that these IPO funds were commingled with non-IPO funds, causing a mismatch between the bank statement's closing balance and the actual un-utilized IPO fund, which is supported by the reconciliation attached as Annexure B.
2. As per the condition of the clause 3 of BSEC consent letter# BSEC/CI/IPO-269/2017/429, Dated 28 June, 2018, the company is required to submit the monthly IPO proceeds utilization report to the Commission within the 15th day of the subsequent month. However, the company failed to submit the report within this stipulated time.

As per TOR, we draw attention to the following matter:

1. During the period under audit, no expenses were incurred in respect of Civil Construction. However, the company has utilized an accumulative amount of Tk. 60,532,650 up to 31st July 2026 which was 104.26% of the amount specified in the prospectus and thereafter revised utilization plan for the purpose of Civil Construction. As such, approval was a pre-requisite from the respected shareholders and concerned regulatory authority for the excess utilized amount of Tk. 2,474,124.
2. Based on the resolution of the 9th Extraordinary General Meeting (EGM) dated 30 December 2025, the company reallocated the unutilized IPO principal amounting to Tk. 28,182,638.00 from the head 'Machinery and Equipment' to 'Working Capital Requirement'. However, the timeline for such reallocation was not specified in the respective EGM resolution. The company had already utilized a cumulative amount of Tk. 94,317,362, representing 100% of the allocated fund up to 31st July 2026, for the purchase of Machinery and Equipment. The remaining amount of Tk. 28,182,638 has been transferred to the head 'Working Capital Requirement' as per the decision of 9th EGM.
3. The Company has utilized Tk. 99,000,000 which was 100% of the budgeted amount up to 31st July 2026, for the purpose of repayment of bank borrowings as specified in the prospectus.

4. The Company has utilized Tk. 20,441,474 which was 100% of the budgeted amount up to 31th July 2026 for the purpose of IPO expenses as specified in the prospectus and thereafter revised utilization plan.
5. The company has utilized Tk. 4,020,456 which is 76.55% of the total un-utilized amount up to 31th July 2026 for the purpose of 'Working Capital Requirement' as per the decision of 9th EGM dated 30 December 2025.

Management's Responsibility for the IPO proceeds Utilization

Management is responsible for the preparation and fair presentation of these IPO proceeds utilization statement in accordance with Bangladesh Securities and Exchange Commission Rules 2020, Condition laid down in clause 2, 3, 5 & 6 of PART-C of consent letter # BSEC/CI/IPO-269/2017/429, Dated 28 June 2018 and other applicable laws and regulations.

Auditor's Responsibility

Our responsibility is to express an independent opinion on these Initial Public Offering (IPO) proceeds utilization statement based on our audit. We conducted our audit in accordance with International Standards on Auditing (ISAs), Bangladesh Securities and Exchange Commission Rules 2020, Condition laid down in clause 2, 3, 5 & 6 of PART- C of consent letter# BSEC/CI/IPO-269/2017/429, Dated 28 June, 2018 and other applicable laws and regulations.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

We also state that:

- a) IPO proceeds have been utilized for the purposes as specified in the prospectus and thereafter revised utilization plan except the above said issues no.1,2 & 5 of the Company;
- b) IPO proceeds have been utilized in so far line with the conditions of the BSEC's consent letter for the IPO except the non-maintenance of a dedicated bank account and the commingling of funds as detailed in the Basis for Qualified Opinion.
- c) The time frame for completion of the utilization of IPO proceeds was revised and wasn't completed within the time frame as specified in the resolution of 23rd Annual General Meeting (AGM).
- d) Utilization of IPO proceeds is accurate for the purpose of the company as mentioned in the prospectus and 18th AGM of the Company and subsequent AGM/EGM.
- e) Audit statement has been made on verification of all necessary documents/papers/vouchers in support of utilization of IPO proceeds making reconciliation with bank statements, **subject to the un-utilized variance reconciliation attached as Annexure B.**



Mesbah Uddin FCA
Partner

ICAB Enroll No.: 1533

FRC Enlistment No.: CA-001-177

Pinaki & Company

Chartered Accountants

FRC Firm Enlistment No.: CAF-001-133

Dhaka, Bangladesh
Dated: 17 August 2026

**Report on Utilization of IPO Proceeds
For the Month of July 2026**

Name of the Company:
Amount (BDT) of capital raised through IPO:
Date of Close of Subscription:
Proceeds Receiving Date:
Last Date of Full Utilization of IPO Fund as per Prospectus

: Silva Pharmaceuticals Limited
: BDT 300,000,000
: 05 August 2018
: 10 October 2018
: As stated in time line columns

S.L	Purpose mentioned in the prospectus / 18th AGM	Time Line							Amount as per 18th AGM	Amount as per 9th EGM	Status of Utilization/Transfer of Fund					Remarks		
		As per Prospectus	As per 18th AGM	As per 19th AGM	As per 21st AGM	As per 22nd AGM	As per 23rd AGM	As per 9th EGM			During the Month	Total Utilized Amount	Utilized %	Excess Utilized amount	Excess- utilized %		Transfer	Total unutilized amount
1	Civil Construction	09/04/2020	09/10/2020	31/12/2022	N/A	N/A	N/A	N/A	58,058,526	58,058,526	60,532,650	104.26	2,474,124	4.26	-	-	-	With reference to the 9th EGM dated 30 December 2023, the unutilized amount for Machinery and Equipment of Tk. 28,182,638 has been transferred to a new fund head under Working Capital Requirement.
2	Machinery and Equipment	09/04/2020	09/10/2020	31/12/2022	31/12/2023	31/12/2024	31/12/2025	122,500,000	94,317,362	94,317,362	100.00	-	-	28,182,638	-	-		
3	Repayment of Bank Borrowing at prospectus	09/01/2019	N/A	N/A	N/A	N/A	N/A	99,000,000	99,000,000	99,000,000	100.00	-	-	-	-	-		
4	IPO Expenses	N/A	N/A	N/A	N/A	N/A	N/A	22,500,000	20,441,474	20,441,474	100.00	-	-	-	-	-		
5	Working Capital Requirement	N/A	N/A	N/A	N/A	N/A	N/A	-	28,182,638	17,552,556	4,020,456	21,573,012	76.55	-	-	6,609,626	23.45	
Total								300,000,000	300,000,000	291,844,041	4,020,456	295,864,497	98.62	2,474,124	0.82	28,182,638	2.20	

Notes:

- a) Actual application was received almost 25.76 Times.
b) IPO proceeds have been utilized for the purposes/heads as specified in the prospectus, AGM/EGM and in line with the condition of the Commission's consent letter.
c) Interest on IPO Proceeds in BDT (from IDR & SMD) - Net of Charges, Tax and Duties etc.
d) The Utilized IPO Proceeds with interest income in BDT -

32,221,642
29,800,941

(Annexure-A)

[Signature]

Mohammad Enayetur Ullah
DGM (Operations & CEO (c.c))

[Signature]

Md. Abul Kasem
Chief Financial Officer

[Signature]

Md. Abul Hossain
Company Secretary

Mesbah Uddin FCA
Partner
ICAB Enroll No: 1333
FRC Enlistment No: CA-001-177
Pinaki & Company
Chartered Accountants
FRC Firm Enlistment No: CA-001-133

Dhaka
Dated : 17 August 2026

Silva Pharmaceuticals Limited

IPO Fund Reconciliation Statements

For the Month of July 2026

Annexure-A

Total unutilized amount (Working Capital Requirement)(Principal Portion)	6,609,626
Add: Interest on IPO Proceeds in BDT (from FDR & SND)-Net of Charges, Tax and Duties etc.	32,221,642
	38,831,268
Less: Amount Utilized from Interest:	
as Civil Construction	2,474,124
as working capital	6,556,203
Total Amount Utilized from Interest	9,030,327
Un-Utilized IPO Proceeds with interest income in BDT	29,800,941



Silva Pharmaceuticals Limited

Reconciliation of Shahjalal Islami Bank PLC, Account No: 401211100007640

For the Month of July 2026

(Annexure-B)

Balance as on 31-07-2026 as per Bank Statement**41,826,308**

Less: Amount of IPO Fund Utilization Balance
Company Other Non IPO Fund Balance
Total

29,800,941

12,025,367

41,826,308

Company Other Account Fund Mixed in February 2026

12,043,144

Add Opening, Closing Balance Adjustment Acc-9660
Less: Opening Balance Adjustment Acc-7640

38,904

21,127

17,777

Company Other Non IPO Fund Balance**12,025,367**