

**If you have any queries about this document, you may consult your
stockbroker or dealer,
Bank manager, lawyer, professional accountant or other professional
adviser.**

PROSPECTUS

For

PUBLIC OFFERING OF 1,050,000 ORDINARY SHARES OF TK. 100.00 EACH (AT PAR)
TOTALLING TK.105,000,000.00

OPENING DATE FOR SUBSCRIPTION: 21/08/2005

CLOSING DATE FOR SUBSCRIPTION: 25/08/2005

Manager to The Issue

AAA Consultants & Financial Advisers
Amin Court, 4th Floor, 62-63, Motijheel
C/A., Dhaka-1000.

Date of Publication of the Prospectus
30th June 2005 in “The Financial Express”

ASIA PACIFIC GENERAL INSURANCE COMPANY LIMITED

Head Office: Green White Bhaban (3rd Floor), 28, B.B. Avenue, Dhaka-1000.
Phone: 9555338, 9551388, 7160745 Fax: 880-2-9558125

THE ISSUE IS LIKELY TO BE PLACED IN “B” CATEGORY

“As per provision of the Depository Act, 1999 and regulations made thereunder,
shares will only be issued in dematerialized condition. All transfer/ transmission/

splitting will take place in the Central Depository Bangladesh Ltd. (CDBL) system and any further issuance of shares (right/bonus) will be issued in dematerialized form only.”

If you have any queries about this document, you may consult your stockbroker or dealer, bank manager, lawyer, professional accountant or other professional adviser.

ASIA PACIFIC GENERAL INSURANCE COMPANY LIMITED PROSPECTUS

For

PUBLIC OFFERING OF 1,050,000 ORDINARY SHARES OF TK. 100.00 EACH (AT PAR)
TOTTALLING TK.105,000,000.00

As per the SEC's guideline 50% of the public offer viz. 525,000 ordinary shares of Tk. 100 each are underwritten by the Underwriters. Underwriting Commission @0.30% on Tk. 52,500,000.00 (i.e., 50% of the IPO).

OPENING DATE FOR SUBSCRIPTION: 21/08/2005

CLOSING DATE FOR SUBSCRIPTION: 25/08/2005

Underwriters

Southeast Bank Limited	Banco Trans World (BD) Ltd.
Equity Partners Ltd.	Green Delta Insurance Co. Ltd.
Fidelity Assets & Securities Co. Ltd.	Bay Leasing & Investment Ltd.
Export Import Bank of Bangladesh Ltd.	Grameen Capital Management Ltd.
Raspi Securities and Management Ltd.	Swadesh Investment Management Ltd.

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“CONSENT OF THE SECURITIES AND EXCHANGE COMMISSION HAS BEEN OBTAINED TO THE ISSUE/OFFER OF THESE SECURITIES UNDER THE SECURITIES AND EXCHANGE ORDINANCE, 1969 AND PUBLIC ISSUE RULES, 1998. IT MUST BE DISTINCTLY UNDERSTOOD THAT IN GIVING THIS CONSENT THE COMMISSION DOES NOT TAKE ANY RESPONSIBILITY FOR

THE FINANCIAL SOUNDNESS OF THE COMPANY, ANY OF ITS PROJECTS OR THE ISSUE PRICE OF ITS SHARES OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS MADE OR OPINION EXPRESSED WITH REGARD TO THEM, RESPONSIBILITY FOR WHICH LIES WITH THE ISSUER, ITS DIRECTORS, INVESTMENT ADVISER, ISSUE MANAGER, VALUER AND/OR AUDITOR.

IT IS, HOWEVER, THE SECURITIES AND EXCHANGE COMMISSION'S RESPONSIBILITY TO ENSURE THAT FULL AND FAIR DISCLOSURES ARE MADE IN THE PROSPECTUS IN TERMS OF THE PUBLIC ISSUE RULES, 1998, SO THAT THE INVESTORS CAN MAKE INFORMED INVESTMENT DECISIONS."

AVAILABILITY OF PROSPECTUS

Prospectus of the Company may be available at the following addresses:

Name & Address	Contact Person	Tel. No.
Company		
Asia Pacific General Insurance Company Limited Green White Bhaban (3 rd Floor), 28, B.B. Avenue, Dhaka-1000.	Shah Abul Kashem Managing Director	9555338 9551388

Issue Manager

AAA Consultants & Financial Advisers Suite # 404, Amin Court, 62-63 Motijheel C.A. Dhaka-1000.	Khwaja Arif Ahmed Managing Partner & CEO	9559602 9567726
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Underwriters

Southeast Bank Limited 1, Dilkusha C.A. Dhaka-1000	Md. Shahjahan E.V.P & Company Secretary	9550081-5 9559589
Export Import Bank of Bangladesh Limited Printers Building (5 th , 6 th , 10 th & 13 th Floor), 5, Rajuk Avenue, Dhaka-1000.	Mohammed Lakiotullah Managing Director	9561604
Fidelity Assets & Securities Co. Ltd. Nitol Center (2 nd floor) 71, Mohakhali, Dhaka-1000.	Md. Shamsuddoha Mahmud Managing Director	9898636 9887074-6
Raspit Securities and Management Ltd. H# 55A (3 rd floor), R# 4A Dhanmondi, Dhaka-1209.	Md. Abdur Razzak Managing Director	8619048 8629374
Equity Partners Ltd. 1002, DSE Annex Building (9 th Floor), 9/E, Motijheel C.A. Dhaka-1000	Mr. Md. Sayadur Rahman Executive Director	9564959 9561232
Green Delta Insurance Company Limited Hadi Mansion (4 th Floor), 2, Dilkusha C.A., Dhaka-1000	Mr. Zahrul Syed Bakht Finance Director & Company Secretary	9569860 9560005
Bay Leasing & Investment Ltd. Printers Building, 5, Rajuk Avenue, Dhaka-1000	Mr. Mahbubur Rashid Managing Director	9565026 9568599
Banco Trans World (BD) Ltd. Ispahani Building (3 rd floor) 14-15, Motijheel C.A., Dhaka-1000.	Masih Malik Chowdhury, CEO	9554307
Swadesh Investment Management Ltd. Road#1/A, House#35, Banani, Dhaka-1212	Mr. Ziaul Quddus CEO & Managing Director	9345853-5
Grameen Capital Management Limited Grameen Bank Bhaban, Mirpur 2, Dhaka	Mr. Md. Aliuzzaman Managing Director	9005257-69

Stock Exchanges

Dhaka Stock Exchange Limited (DSE) 9/F, Motijheel C.A., Dhaka-1000.	DSE Library	9564601-7 9666944-8
Chittagong Stock Exchange Limited (CSE) CSE Building, 1080, Sk. Mujib Road, Agrabad C.A., Chittagong.	CSE Library	714632-3 720871-3

Prospectus is also available on the web site (www.secbd.org) and Public Reference room of the Securities and Exchange Commission (SEC) for reading and study.

Definition and Elaboration of the abbreviated words and technical terms used in the Prospectus

IPO	:	Initial Public Offering
Commission	:	Securities and Exchange Commission
SEC	:	Securities and Exchange Commission
APGICL	:	Asia Pacific General Insurance Company Limited
The Company/Issuer	:	Asia Pacific General Insurance Company Limited
Issue	:	Public Issue
DSE	:	Dhaka Stock Exchange Limited
CSE	:	Chittagong Stock Exchange Limited
SC	:	Share Certificate
RJSC	:	Registrar, Joint Stock Companies & Firms
Stockholder	:	Shareholder
NRB	:	Non Resident Bangladeshi
NBR	:	National Board of Revenue
Allotment	:	Letter of allotment for shares
FC Account	:	Foreign Currency Account
STD Account	:	Short Term Deposit Account
Securities Market of the Offering	:	Share of Asia Pacific General Insurance Company Limited Share market
Price	:	Price of the securities of APGICL being offered
Subscription	:	Application money
Certificate	:	Share Certificate
NAV	:	Net Asset Value of the Company
BB	:	Bangladesh Bank
Companies Act	:	Companies Act, 1994 (Act. No. XVIII of 1994)
Registered Office	:	Head Office of the Company

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