

**APPLICATION FOR PUBLIC ISSUE OF COMMERCIAL PAPERS**

The Registrar of Companies,  
Office of the Registrar of Companies,  
Thimphu.

**Subject: Approval for Issuance of Commercial Papers**

Dear Sir,

We would like to seek approval for the issuance of the Commercial Papers as per the details provided below:

Serial No: 1

Days to Maturity: 184 days

Quantity/Amount: 100,000,000.00

Date of Issue:

YESHEY SELDEN  
Managing Director  
STATE TRADING CORP BHUTAN LTD.

**Terms and Conditions (CHECK LIST)**

**1. Maximum Maturity of the Instrument:**

- 1.1: Not more than 90 Days
- 1.2: Above 90 Days
- 1.3: Up to One year

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**2. Potential Investors:**

- 2.1: Only the Financial Institutions
- 2.2: Others (please specify)



**3. Additional Requirements:**

3.1: The Instrument is backed by:

- 3.1.1: Deposits/Receivables/Inventories  
and other qualified assets



(attach the document)

OR

- 3.1.2: Corporate/FIs Guarantee

(attach the document)

3.2: The Instrument is in the denominations of Nu. 100,000/ with multiples  
**1,000.00 with total face value of Nu. 100,000,000.00**

3.3: The CIB clearance obtained



(attach the CIB report)

3.4: Authorization from the Board obtained



(attach the document)

*Yeshey Selden*

**YESHEY SELDEN**  
Managing Director  
STATE TRADING CORP. BHUTAN LTD.



HEAD OF THE COMPANY (Seal and Sign of Issuer)

Approval Form (Official purpose only)

- 1) The MMI Registration No: CP/CA-2017/0004
- 2) Name of the issuer: STCBL
- 3) Date of Issue: 1/9/2017
- 4) Total face value of Issue: 150,000,000/-
- 5) Date of maturity: 9/3/2018

APPROVED



Official Seal

Not approved

Approved based trade receivables amounting to Nu. 147,748,706.34 with security of stock in trade worth Nu. 100,002,320.74.

(REGISTRAR OF COMPANIES)

*[Signature]*  
11/8/2017

**Prospectus for Public issue of Commercial Papers worth Nu.100 million**

The following constitutes full and true disclosure of all material facts relating to the commercial papers offered by this Prospectus, as required by the Companies Act of Bhutan 2016:

**1. General Information:**

Name of the Company: State Trading Corporation of Bhutan Ltd  
Registered Office : Phuentsholing, PO Box no. 76  
Subsidiary Company : Nil  
Auditors : Dutta Ghosh & Associates  
Bankers : Bank of Bhutan  
Registration/License : Attached

**2. Objective of the issue:** To meet short term fund requirement

**3. Particulars of offer:**

Issue Price per CP	Number of CPs Offered	Subscription Date	Allotment Date	Nature of Script
Face Value Nu.100,000.00	No of CP 1,000.00	23/8/2017	29/8/17	CPs fully secured by time Trade receivables

**4. Term of the Commercial Paper & Rate of Interest**

<u>Term</u>	<u>Interest Rate</u>	<u>Payment of Coupon Amount</u>
184 days	3.5 % P.A	

**5. Maturity Period:** The maturity period of the CP will be for 184 days from the date

Of allotment as specified above. In event of premature redemption of the CP, the

issuer will redeem only the principal amount and the interest accrued till the date of  
Premature redemption subject to payment of 3% penalty.





11. Financial Highlights of the issuer for last three years (audited figure):

Sources of Fund	2014	2015	2016
Authorized Capital (Shares of Nu.10 each)	500,000,000.000	500,000,000.000	500,000,000.000
Issued & Paid up Capital	180,001,600.000	180,001,600.000	180,001,600.000
Reserves & Surplus	102,919,454.160	174,172,885.070	228,874,972.710
Deposits/Funds/Borrowings		25,325,371.700	66,013,650.770
Other Liabilities	298,296,580.470	313,903,673.300	543,248,005.770
<b>Total</b>	<b>581,217,634.63</b>	<b>693,403,530.07</b>	<b>1,018,138,229.25</b>
<b>Application of Fund</b>			
Cash & Deposits	37,549,665.230	40,187,498.120	43,425,908.980
Loans & Advances (Net of Provisions)	100,429,072.000	95,481,612.080	85,695,157.500
Fixed assets (Net Block)	83,647,649.230	87,330,422.740	85,966,889.330
Other Assets			
<b>Total</b>	<b>581,217,634.630</b>	<b>693,403,530.07</b>	<b>1,018,138,229.250</b>
Profit before tax	11,276,869.710	102,675,276.710	117,992,605.940
Profit after tax	7,968,899.640	71,253,430.910	81,702,327.630
Dividend			27,000,240.000

Managing Director  
 STATE TRADING CORP BHUTAN LTD.

12. Particulars of Present Board of Directors and CEO:

Sl. No	Name	Designation
1.	Dasho Dr. Ugen Dophu	Chairman
2.	Dasho Rinchen Dorji	Director
3.	Mr. Dorji Tshering	Director
4.	Mr. Dorji Kadin	Director
5.	Ms. Tashi Pem	Director
6.	Ms. Karma Choden	Director
7.	Ms. Yeshey Selden	MD/Director



13. **Statutory dues/Pending cases:** *At present, the Company has no outstanding statutory dues.*

14. **Declaration:** We hereby declare that the relevant provisions of the Companies Act 2016 and these guidelines issued by the Regulatory Authority have been complied with and no statements made in the offer memorandum are contrary to the provisions of Companies Act, 2016.

Place –

Date –



Signature of Chairman/Director  
Officer



Seal & Signature of the Chief Executive



**YESHEY SELDEN,**  
Managing Director  
STATE TRADING CORP. BHUTAN LTD.