

REPL::Share Consolidation::Mandatory

## Issuer &amp; Securities

<b>Issuer/ Manager</b>	CAPTII LIMITED
<b>Security</b>	CAPTII LIMITED - SG1P16916402 - U18

## Announcement Details

<b>Announcement Title</b>	Share Consolidation
<b>Date &amp; Time of Broadcast</b>	05-May-2015 18:33:52
<b>Status</b>	Replacement
<b>Corporate Action Reference</b>	SG150326SPLR09MA
<b>Submitted By (Co./ Ind. Name)</b>	Anton Syazi Ahmad Sebi
<b>Designation</b>	Chief Executive Officer & Executive Director

## Event Narrative

<b>Narrative Type</b>	<b>Narrative Text</b>
Additional Text	Please refer to the attached

## Event Dates

<b>Record Date and Time</b>	13/05/2015 17:00:00
<b>Ex Date</b>	11/05/2015

## Disbursement Details

<b>Existing Security Details</b>	
<b>Security Debit Date</b>	14/05/2015
<b>Last Trading Date</b>	08/05/2015
<b>New Security Details</b>	
<b>Security not found</b>	No
<b>Fractional Disposition Method</b>	Round down fraction to last full unit
<b>Security Credit Date</b>	14/05/2015
<b>Distribution Ratio (New: Old)</b>	1:10
<b>Attachments</b>	<a href="#">@20150326_Captii_Announcement_ApprovalInPrinciple.pdf</a> <a href="#">@20150505_Captii_ShareConsoRecordDate.pdf</a> Total size =303K
<b>Related Announcements</b>	<a href="#">26/03/2015 17:09:52</a>

**Proposed Share Consolidation of every Ten (10) Ordinary Shares into One (1) Consolidated Share**

**- Notice of Books Closure Date**

*Unless otherwise defined, all capitalised terms used herein shall bear the same meaning as ascribed to them in the Circular (as defined hereinafter).*

**1. Introduction**

The Board of Directors of the Company (the "**Directors**") refers to its announcements dated 17 February 2015, 26 March 2015, 9 April 2015 and 29 April 2015 (the "**Share Consolidation Announcements**") and the circular to shareholders of the Company dated 10 April 2015 (the "**Circular**") in relation to the Proposed Share Consolidation of every ten (10) Shares into one (1) Consolidated Shares as at the Books Closure Date (the "**Share Consolidation**"). The Share Consolidation was approved by the Shareholders at the Extraordinary General Meeting held on 29 April 2015.

**2. Notice of Books Closure Date**

**NOTICE IS HEREBY GIVEN** that the Register of Members and the share transfer books of the Company will be closed at 5:00 p.m. on 13 May 2015 (the "**Books Closure Date**") in order to determine the entitlements of the Shareholders pursuant to the Share Consolidation.

On the Books Closure Date, every ten (10) Shares registered in the name of each Shareholder as at the Books Closure Date will be consolidated into One (1) Consolidated Share, fractional entitlements to be disregarded.

The Share Consolidation shall be effective from 9.00 a.m. on 14 May 2015 (the "**Share Consolidation Effective Date**"), being the Market Day immediately following the Books Closure Date, whereupon the Register of Members of the Company and the Depository Register will be updated to reflect the number of Consolidated Shares held by each Shareholder based on the number of Shares held by them as at the Books Closure Date.

Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Share Consolidation, based on their holdings of the Shares as at the Books Closure Date, will be rounded down to the nearest whole Consolidated Share, and any fractions of Consolidated Shares arising from the Share Consolidation shall be disregarded. All fractional entitlements arising from the implementation of the Share Consolidation will be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including (i) disregarding, or (ii) aggregating and selling the same and retaining the net proceeds for the benefit of the Company.

Each Consolidated Share will rank *pari passu* in all respects with each other, and will be traded in board lots of one hundred (100) Consolidated Shares.

### 3. Share Certificates

#### (a) Deposit of Share Certificates with CDP

Shareholders who hold Old Share Certificates in their own names and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP, must deposit their Old Share Certificates, together with the duly executed instruments of transfer in favour of CDP, no later than twelve (12) Market Days prior to the Books Closure Date. After the Books Closure Date, CDP will only accept deposit of New Share Certificates.

Shareholders who wish to deposit their Old Share Certificates with CDP after the Books Closure Date must first deliver such Old Share Certificates to the Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, for cancellation and issue of the New Share Certificates in replacement thereof as described below.

#### (b) Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Books Closure Date need not take any action. The Company will arrange with CDP to facilitate the issue of New Share Certificates pursuant to the Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to deliver all their Old Share Certificates to the Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, as soon as possible after they have been notified of the Books Closure Date and preferably, not later than five (5) Market Days after the Books Closure Date for cancellation and exchange for New Share Certificates. No receipt will be issued by the Share Registrar for the receipt of the Old Share Certificates tendered. The New Share Certificates will be sent by ordinary mail to the registered addresses of the Shareholders at their own risk within ten (10) Market Days from the Books Closure Date or the date of receipt of the Old Share Certificates, whichever is later.

Shareholders should note that New Share Certificates will not be issued to them unless their Old Share Certificates have been delivered to the Share Registrar for cancellation.

Please notify the Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623, if any Shareholders have lost any of their Old Share Certificates or if there is any change in their respective addresses from that reflected in the Register of Members.

#### (c) Share Certificates Not Valid for Settlement of Trades on SGX-ST

Shareholders are reminded that their Old Share Certificates will not be valid for settlement of trading in the Shares on SGX-ST, as the Company is under a book-entry (scripless) settlement system. After the date on which the Share Consolidation becomes effective, the Old Share Certificates will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period by the Share Registrar. The New Share Certificates will not be valid for delivery for trades done on SGX-ST although they will continue to be *prima facie* evidence of legal title.

**4. Trading Arrangements for the Shares and for Odd Lots**

**(a) Trading Arrangements for the Shares**

With effect from 9.00 a.m. on the Effective Trading Date, trading in the Shares will be in board lots of one hundred (100) Consolidated Shares. Accordingly, every ten (10) Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date. Trading in the Shares will cease after 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date.

**(b) Trading Arrangements for Odd Lots of Consolidated Shares**

All fractional entitlements arising upon the implementation of the Share Consolidation will be aggregated and dealt with in such manner as the Board may, in its absolute discretion, deem fit in the interests of the Company, including (i) disregarding, or (ii) aggregating and selling the same and retaining the net proceeds for the benefit of the Company.

The Shares are currently traded in board lots of one hundred (100) Shares in the ready market. Following the Share Consolidation, the Securities Accounts of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of one hundred (100) Consolidated Shares). The market for trading of such odd lots of Consolidated Shares may be illiquid. The Company has obtained approval from SGX-ST to set up a temporary counter to trade board lot of one (1) Consolidated Share for two (2) months commencing on the day that the Consolidated Shares start trading on the Official List of SGX-ST. Thereafter, Shareholders can trade in the Unit Share Market for any odd lots of Consolidated Shares.

**5. Important Dates**

Shareholders should note the following dates.

<b>Time and Date</b>	<b>Event</b>
5 May 2015 (Tuesday)	Announcement of Notice of Books Closure Date for the Share Consolidation
8 May 2015 (Friday) 5.00 p.m.	Last Date and time for trading of Shares on pre-consolidated basis
11 May 2015 (Monday) 9.00 a.m.	Effective Trading Date (commencement of trading of the Consolidated Shares on the SGX-ST)
13 May 2015 (Wednesday) 5.00 p.m.	Books Closure Date for the Share Consolidation
14 May 2015 (Thursday) 9.00 a.m.	Share Consolidation Effective Date (Share Consolidation becomes effective)

**By Order Of The Board**

Anton Syazi Ahmad Sebi  
 Group Chief Executive Officer  
 5 May 2015