

OTHERS TASC0 Berhad ("TASC0" or " Company") Proposed Share Split involving the subdivision of every one (1) existing Ordinary Share of RM1.00 each into two (2) Ordinary Shares of RM0.50 each in TASC0

TASC0 BERHAD

Type Announcement

Subject OTHERS

Description TASC0 Berhad ("TASC0" or " Company")

Proposed Share Split involving the subdivision of every one (1) existing Ordinary Share of RM1.00 each into two (2) Ordinary Shares of RM0.50 each in TASC0

The Board of Directors of TASC0 Berhad wishes to announce that the Company intends to undertake a Proposed Share Split involving the subdivision of every one (1) existing Ordinary Share of RM1.00 each into two (2) Ordinary Shares of RM0.50 each in the Company.

Please refer to the attachment for further details of the announcement.

Please refer attachment below.

Attachments

TASC0 - Announcement_Proposed Share Split-Final.pdf
195.6 kB

Announcement Info

Company Name	TASC0 BERHAD
Stock Name	TASC0
Date Announced	14 Jul 2015
Category	General Announcement for PLC
Reference Number	GA1-08072015-00018

TASCO BERHAD (“TASCO” OR THE “COMPANY”)

PROPOSED SHARE SPLIT

1. Introduction

The Board of Directors wishes to announce that the Company proposes to undertake the proposed share split involving the subdivision of every one (1) existing TASCO Share into two (2) ordinary shares of RM0.50 each in TASCO (“Subdivided Shares”) (“Proposed Share Split”).

2. Details of the Proposed Share Split

2.1 Basis and number of Subdivided Shares to be issued

The Proposed Share Split entails the subdivision of every existing one (1) TASCO Share held by our Shareholders whose names appear in our Company’s Record of Depositors on the Share Split Entitlement Date into two (2) Subdivided Shares.

Pursuant to the Proposed Share Split, the issued and paid-up share capital of TASCO will be subdivided from RM100,000,000 comprising 100,000,000 of RM1.00 each of TASCO Shares into RM100,000,000 comprising 200,000,000 of RM0.50 each Subdivided Shares.

For illustration purposes, the theoretical adjusted market price of the Subdivided Shares upon completion of the Proposed Share Split, computed based on the market price of TASCO Shares of RM3.76 as at 13 July 2015, being the last practicable date (“LPD”) is set out as follows:

	Assumed no. of Shares held	Par value (RM)	Market price per Share (RM)	Total value (RM)
Existing as at LPD ⁽¹⁾	100	1.00	3.76	376
After the Proposed Share Split ⁽²⁾	200	0.50	1.88	376

Notes:

(1) Closing price of TASCO Shares of RM3.76 as at the LPD.

(2) Assuming the Proposed Share Split is approved by shareholders of TASCO at the forthcoming Annual General Meeting (“AGM”).

As illustrated above, the Proposed Share Split is not expected to have any impact on the total value of the Shares held in the Company.

As the TASCO Shares are prescribed securities, the Subdivided Shares will be credited directly into the respective central depository system accounts of the entitled shareholders and no physical share certificate will be issued.

No suspension will be imposed on the trading on TASCO Shares on Bursa Securities for the purpose of implementing the Proposed Share Split.

The Proposed Share Split is allowed under our Articles of Association and do not require any amendment to the Articles of Association of our Company.

Details of the TASCO shares to be subdivided such as number, type and par value will be announced to Bursa Securities on the Entitlement Date.

2.2 Ranking of the Subdivided Shares

The Subdivided Shares shall rank *pari passu* in all respect with each other.

2.3 Listing of and quotation for the Subdivided Shares

The Subdivided Shares shall be listed and quoted on the Main Market of Bursa Securities on the next Market Day following the Share Split Entitlement Date. The Share Split Entitlement Date shall be determined by our Board after the approvals from the shareholders has been obtained. The notice of the Subdivided Shares will be issued and despatched to the entitled shareholders no later than four (4) Market Days after the date of listing of and quotation for the Subdivided Shares on the Main Market of Bursa Securities, or such other period as may be prescribed by Bursa Securities.

3. RATIONALE FOR THE PROPOSED SHARE SPLIT

The Proposed Share Split is expected to adjust the market price of TASCOCO Shares and will result in the Subdivided Shares being more affordable which will enable a wider group of investors to participate in the growth of our Company.

The Proposed Share Split is expected to enhance the marketability and trading liquidity of the ordinary shares of our Company as a result of the increase in the number of shares in issue.

4. EFFECTS OF THE PROPOSED SHARE SPLIT

For illustration purpose, the pro-forma effects of the Proposed Share Split on the share capital, earnings, EPS, NA, gearing and substantial shareholders' shareholdings of TASCOCO are set out below:

4.1 Issued and paid-up share capital

The proforma effects of the Proposed Share Split on the issued and paid-up share capital of TASCOCO are as follows:

	Par Value (RM)	No. of TASCOCO Shares (‘000)	RM (‘000)
Issued and paid-up share capital as at LPD*	1.00	100,000	100,000
After the Proposed Share Split	0.50	200,000	100,000

4.2 Earnings and EPS

The Proposal is not expected to have any material effect on the earnings of the TASCOCO Group for the financial year ending 31 March 2016. However, there will be a corresponding dilution in TASCOCO's consolidated EPS as a result of the increase in the number of shares arising from the Proposal as illustrated below:

Group	Audited as at 31 March 2015 RM'000	After the Proposed Share Split RM'000
Net profit attributable to owners of the Company	30,680	30,680
No. of shares in issue ('000)	100,000	200,000
EPS (sen)	30.68	15.34

4.3 NA and gearing

The proforma effects of the Proposed Share Split on the consolidated NA and gearing of TASCO are as follows:

Group	Audited as at 31 March 2015 RM'000	After the Proposed Share Split RM'000
Share capital	100,000	100,000
Share premium	801	801
Revaluation reserve	1,401	1,401
Hedge reserve	241	241
Exchange translation reserve	(147)	(147)
Retained profits	196,801	196,801
Shareholders' funds / NA	299,097	299,097
No. of shares in issue ('000)	100,000	200,000
NA per Share (RM)	2.99	1.50
Total borrowings (RM'000)	54,795	54,795
Gearing (times)	0.18	0.18

4.4 Substantial shareholders' shareholdings

The Proposal will not have any effect on the percentage shareholdings of the substantial shareholders except for the proportionate increase in the number of TASCOS Shares pursuant to the Subdivided Shares held pursuant to the Proposed Share Split.

4.5 Convertible securities

As at the LPD, the Company does not have any outstanding convertible securities.

5. APPROVALS REQUIRED

The Proposals are subject to and conditional upon the following approvals being obtained:

- (i) Bursa Securities for the Proposed Share Split;
- (ii) the shareholders of TASCOT for the Proposed Share Split at an AGM to be convened;
and
- (iii) any other relevant authorities, if required.

6. DIRECTORS' STATEMENT AND RECOMMENDATION

The Directors after having considered all aspects of the Proposed Share Split including its rationale and effects, is of the opinion that the Proposed Share Split is in the best interest of our Company.

7. ESTIMATED TIME FRAME OF COMPLETION

Barring any unforeseen circumstances and subject to receipt of all relevant approvals, our Board expects the Proposed Share Split to be completed in the fourth (4th) quarter of 2015.

The indicative timetable of events leading up to the listing of and quotation for the Subdivided Shares on the Main Market of Bursa Securities is set out below:

Tentative date	Events
15 September 2015	• AGM
4 th week of September 2015	• Announcement of Share Split Entitlement Date
1 st week of October 2015	• Listing of the Subdivided Shares
End of October 2015	• Completion of the Proposed Share Split

8. APPLICATIONS TO THE RELEVANT AUTHORITIES

Applications to the relevant authorities in respect of the Proposed Share Split is expected to be submitted within one (1) month from the date of this announcement.

9. SUSPENSION ON THE TRADING OF THE SHARES

No suspension of shares will be imposed on the trading of shares in view of the Proposed Share Split.

This announcement is dated 14 July 2015.