



POH KONG HOLDINGS BERHAD
 (Company No : 586139 - K)
 (Incorporated in Malaysia under the Companies Act, 1965)

PROSPECTUS
 POH KONG HOLDINGS BERHAD

P R O S P E C T U S



POH KONG®

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(Company No: 586139-K)
 (Incorporated in Malaysia under the Companies Act, 1965)

PUBLIC ISSUE OF 19,580,203 NEW ORDINARY SHARES OF RM 1.00 EACH AT AN ISSUE PRICE OF RM1.60 PER ORDINARY SHARE COMPRISING:

- 3,000,000 NEW ORDINARY SHARES OF RM1.00 EACH AVAILABLE FOR APPLICATION BY MALAYSIAN PUBLIC;
- 3,400,000 NEW ORDINARY SHARES OF RM1.00 EACH BY WAY OF PRIVATE PLACEMENT TO IDENTIFIED INVESTORS;
- 3,200,000 NEW ORDINARY SHARES OF RM1.00 EACH AVAILABLE FOR APPLICATION BY ELIGIBLE DIRECTORS, EMPLOYEES, CUSTOMERS AND SUPPLIERS OF POH KONG HOLDINGS BERHAD AND ITS SUBSIDIARY COMPANIES; AND
- 9,980,203 NEW ORDINARY SHARES OF RM1.00 EACH TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY ("MITI");

OFFER FOR SALE OF:-

- 3,764,200 ORDINARY SHARES OF RM1.00 EACH RESERVED FOR BUMIPUTERA INVESTORS APPROVED BY THE MITI AT AN OFFER PRICE OF RM1.60 PER ORDINARY SHARE;
- RM11,778,400 NOMINAL VALUE OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCK ("ICULS") OF RM1.00 EACH BY WAY OF PRIVATE PLACEMENT TO IDENTIFIED INVESTORS AT AN OFFER PRICE OF 100% OF THE NOMINAL VALUE; AND
- RM1,000,000 NOMINAL VALUE OF ICULS TO THE MALAYSIAN PUBLIC AT AN OFFER PRICE OF 100% OF THE NOMINAL VALUE

PURSUANT TO THE LISTING OF POH KONG HOLDINGS BERHAD ON THE MAIN BOARD OF THE MALAYSIA SECURITIES EXCHANGE BERHAD

Adviser, Managing Underwriter & Placement Agent



Aseambankers Malaysia Berhad (15938-H)

Trustee for the ICULS



MALAYSIAN TRUSTEES
 Malaysian Trustees Berhad (21866-V)

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" AS SET OUT IN SECTION 4 HEREOF

This Prospectus is dated 30 January 2004

