



P R O S P E C T U S

TANJUNG OFFSHORE BERHAD



## TANJUNG OFFSHORE BERHAD

(Company No.: 662315-U)

(Incorporated in Malaysia under the Companies Act, 1965)

PUBLIC ISSUE OF 20,000,000 NEW ORDINARY SHARES OF RM0.50 EACH COMPRISING : -

- 6,000,000 NEW ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;
- 2,320,000 NEW ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE ELIGIBLE DIRECTORS AND EMPLOYEES OF TANJUNG OFFSHORE BERHAD AND ITS SUBSIDIARIES;
- 11,680,000 NEW ORDINARY SHARES OF RM0.50 EACH AVAILABE BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS;

AND

OFFER FOR SALE OF 9,400,000 ORDINARY SHARES OF RM0.50 EACH AVAILABLE BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS

AT AN ISSUE/OFFER PRICE OF RM1.30 PER ORDINARY SHARE PAYABLE IN FULL ON APPLICATION IN CONJUNCTION WITH THE LISTING OF TANJUNG OFFSHORE BERHAD ON THE SECOND BOARD OF THE BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD)

*Adviser, Managing Underwriter, Underwriter And Sole Placement Agent*

**AmMerchant Bank Berhad**

(Company No. 23742-V)

A member of



**AmInvestment Group**

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" AS SET OUT IN SECTION 3 HEREOF

This Prospectus is dated 6 May 2005



## RESPONSIBILITY STATEMENTS

THIS PROSPECTUS HAS BEEN SEEN AND APPROVED BY THE PROMOTERS AND DIRECTORS OF TANJUNG OFFSHORE BERHAD ("TANJUNG" OR THE "COMPANY"), AND THE OFFERORS, AND THEY COLLECTIVELY AND INDIVIDUALLY ACCEPT FULL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION CONTAINED HEREIN AND CONFIRM, AFTER HAVING MADE ALL REASONABLE ENQUIRIES, THAT, TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, THERE ARE NO FALSE OR MISLEADING STATEMENTS OR OTHER FACTS THE OMISSION OF WHICH WOULD MAKE ANY STATEMENT HEREIN FALSE OR MISLEADING. THE DIRECTORS OF TANJUNG HEREBY ACCEPT FULL RESPONSIBILITY FOR THE CONSOLIDATED PROFIT FORECAST INCLUDED IN THIS PROSPECTUS AND CONFIRM THAT THE CONSOLIDATED PROFIT FORECAST HAVE BEEN PREPARED BASED ON ASSUMPTIONS MADE.

AmMerchant Bank Berhad, BEING THE ADVISER, MANAGING UNDERWRITER, UNDERWRITER AND SOLE PLACEMENT AGENT, ACKNOWLEDGES THAT, BASED ON ALL AVAILABLE INFORMATION, AND TO THE BEST OF ITS KNOWLEDGE AND BELIEF, THIS PROSPECTUS CONSTITUTES A FULL AND TRUE DISCLOSURE OF ALL MATERIAL FACTS CONCERNING THE INITIAL PUBLIC OFFERING AND IS SATISFIED THAT THE CONSOLIDATED PROFIT FORECAST (FOR WHICH THE DIRECTORS OF TANJUNG ARE FULLY RESPONSIBLE), PREPARED FOR INCLUSION IN THIS PROSPECTUS HAVE BEEN STATED BY THE DIRECTORS OF TANJUNG AFTER DUE AND CAREFUL ENQUIRY AND HAVE BEEN DULY REVIEWED BY THE REPORTING ACCOUNTANTS.

## STATEMENTS OF DISCLAIMER

THE SECURITIES COMMISSION HAS APPROVED THE PUBLIC ISSUE AND OFFER FOR SALE IN RESPECT OF THE INITIAL PUBLIC OFFERING AND THAT THE APPROVAL SHALL NOT BE TAKEN TO INDICATE THAT THE SECURITIES COMMISSION RECOMMENDS THE INITIAL PUBLIC OFFERING.

THE SECURITIES COMMISSION SHALL NOT BE LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF TANJUNG AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS DOCUMENT, MAKES NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS. INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, INVESTORS WHO ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN SHOULD CONSULT THEIR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD) SHALL NOT BE LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE COMPANY AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS, MAKES NO REPRESENTATION AS TO ITS CORRECTNESS OR COMPLETENESS AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS. ADMISSION TO THE OFFICIAL LIST IS NOT TO BE TAKEN AS AN INDICATION OF THE MERITS OF THE INVITATION, CORPORATION OR OF ITS SECURITIES.

A COPY OF THIS PROSPECTUS HAS BEEN REGISTERED WITH THE SECURITIES COMMISSION. A COPY OF THIS PROSPECTUS, TOGETHER WITH THE FORMS OF APPLICATION, HAS ALSO BEEN LODGED WITH THE REGISTRAR OF COMPANIES WHO TAKES NO RESPONSIBILITY FOR ITS CONTENTS.

**INDICATIVE TIMETABLE**

The indicative timing of events leading up to the listing of and quotation for the entire issued and fully paid-up share capital of RM42,000,000 of Tanjung Offshore Berhad ("**Tanjung**") comprising 84,000,000 ordinary shares of RM0.50 each ("**Tanjung Shares**") on the Second Board of Bursa Malaysia Securities Berhad (*formerly known as Malaysia Securities Exchange Berhad*) ("**Bursa Securities**") is set out below:-

<u>Tentative Date</u>	<u>Event</u>
6 May 2005	: Issue of Prospectus/ Opening date of the Initial Public Offering (" <b>IPO</b> ")
13 May 2005	: Closing date of the IPO
17 May 2005	: Tentative date for balloting of applications
25 May 2005	: Tentative date for despatching Notices of Allotment of the new Tanjung Shares to successful applicants
26 May 2005	: Tentative listing date on Bursa Securities

**THIS TIMETABLE IS TENTATIVE AND IS SUBJECT TO CHANGES WHICH MAY BE NECESSARY TO FACILITATE IMPLEMENTATION PROCEDURES. THE APPLICATION PERIOD WILL REMAIN OPEN UNTIL 5.00 P.M. ON 13 MAY 2005 OR FOR SUCH FURTHER PERIOD OR PERIODS AS THE DIRECTORS, PROMOTERS AND/OR OFFERORS OF TANJUNG TOGETHER WITH THE MANAGING UNDERWRITER IN THEIR ABSOLUTE DISCRETION MAY DECIDE.**

**SHOULD THE CLOSING DATE OF THE AFORESAID APPLICATION BE EXTENDED, THE DATES FOR THE BALLOTING, ALLOTMENT AND LISTING OF TANJUNG'S ENTIRE ISSUED AND PAID-UP SHARE CAPITAL ON THE SECOND BOARD OF BURSA SECURITIES MIGHT BE EXTENDED ACCORDINGLY. ANY CHANGES TO THE APPLICATION PERIOD FOR THE PUBLIC ISSUE AND OFFER FOR SALE WILL BE NOTIFIED TO THE PUBLIC VIA AN ADVERTISEMENT IN A DAILY BAHASA MALAYSIA AND ENGLISH NEWSPAPER.**

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**DEFINITIONS**

In this Prospectus, the following abbreviations shall have the following meanings (with singulars or plurals to have correlative meanings) unless otherwise stated: -

Acquisitions	:	Acquisition of TOS and Acquisition of TKS, collectively
Acquisition of TOS	:	The acquisition by Tanjung of 7,500,000 ordinary shares of RM1.00 each in TOS representing the entire issued and paid-up share capital of TOS for a total purchase consideration of RM18,211,468 satisfied by the issuance of 36,422,936 shares in Tanjung at an issue price of RM0.50 per share
Acquisition of TKS	:	The acquisition by Tanjung of 2 ordinary shares of RM1.00 each in TKS representing the entire issued and paid-up share capital of TKS for a total purchase consideration of RM2 satisfied via cash
Act	:	Companies Act, 1965 and any statutory modification, amendment or re-enactment thereof for the time being in force
ADA	:	Authorised Depository Agent
ADA Code	:	ADA (Broker) Code
AmMerchant Bank	:	AmMerchant Bank Berhad (Company No. 23742-V) (a member of AmInvestment Group)
Application	:	The application for the IPO Shares by way of Application Form or by way of Electronic Share Application
Application Form(s)	:	The printed Application Form(s) for the application for the IPO Shares
ASEAN	:	Association of South East Asian Nations
ATM	:	Automated Teller Machine
BASF Petronas Chemicals	:	BASF Petronas Chemicals Sdn Bhd (Company No: 451307-K)
Board	:	Board of Directors of Tanjung
Bursa Depository	:	Bursa Malaysia Depository Sdn Bhd ( <i>formerly known as Malaysian Central Depository Sdn Bhd</i> ) (165570-W)
Bursa Securities	:	Bursa Malaysia Securities Berhad ( <i>formerly known as Malaysia Securities Exchange Berhad</i> ) (635998-W)
CCM	:	Companies Commission of Malaysia
CDS	:	Central Depository System
Central Depositories Act	:	The Securities Industry (Central Depositories) Act, 1991 or any statutory modification, amendment or re-enactment thereof for the time being in force
CIDB	:	Construction Industrial Development Board
CONSIST	:	Construction and Industrial Safety Training Centre Sdn. Bhd. (Company No. 408122-V)

**DEFINITIONS (CONT'D)**

Deposited Security	:	A security in the Company standing to the credit of a Securities Account of a Depositor subject to the provision of the Central Depositories Act and the Rules
Depositor	:	A holder of a Securities Account
DSL	:	Domestic Shipping License
EBARA	:	Elliot Ebara Turbomachinery Corporation
EPS	:	Earnings per share
ExxonMobil	:	ExxonMobil Exploration and Production Malaysia Inc. (Company No.: 992953-X)
FOP	:	Forsyth Offshore Private Limited (Company No.: LL03773), an associate company of TOS
FYE	:	Financial year ending/ ended
GDP	:	Gross domestic product
IPO	:	Initial public offering comprising the Public Issue and Offer For Sale collectively
IPO Price	:	Issue price and/ or offer price of RM1.30 per IPO Share
IPO Shares	:	The Public Issue Shares and Offer Shares, collectively
Issuing House or MIDFCCS	:	MIDF Consultancy And Corporate Services Sendirian Berhad (Company No.: 11324-H)
Listing	:	The admission of Tanjung to the Official List of Bursa Securities and the listing of and quotation for the entire enlarged issued and paid-up share capital of Tanjung of RM42,000,000 comprising 84,000,000 Tanjung Shares on the Second Board of Bursa Securities following the Public Issue and Offer for Sale
Listing Scheme	:	The Acquisitions, Rights Issue, Public Issue, Offer For Sale, And The Listing
LNG	:	Liquefied natural gas
Malaysian Public	:	Citizens of Malaysia and companies, societies, co-operatives and institutions incorporated or formed under the laws of Malaysia
Managing Underwriter	:	AmMerchant Bank
Market Day	:	Any day on which Bursa Securities is open for the trading of securities
MI	:	Minority interest
MITI	:	Ministry Of International Trade And Industry
MOF	:	Ministry Of Finance
MOT	:	Ministry Of Transport

**DEFINITIONS (CONT'D)**

- Murphy Oil : Murphy Sarawak Oil Co. Ltd (Company No. 993918-P)
- Moratorium Shares : 45% of the enlarged issued and fully paid-up share capital of Tanjung upon Listing, that is subject to a moratorium
- MV : Marine vessel
- NTA : Net tangible assets
- OEM : Original Equipment Manufacturer
- Offer For Sale : Offer for sale by the Offerors by way of private placement of 9,400,000 Tanjung Shares at an offer price of RM1.30 per Tanjung Share payable in full on application, subject to the terms and conditions of this Prospectus
- Offer For Sale Shares or Offer Shares : The 9,400,000 Tanjung Shares to be offered pursuant to the Offer For Sale, at an offer price of RM1.30 per Tanjung Share payable in full upon application, subject to the terms and conditions of this Prospectus
- Offerors : The offerors of the Offer Shares are as follows: -

Offerors	No. of Tanjung Shares
Omar Bin Khalid	7,050,000
Abdullah Bin Hashim	2,350,000
<b>Total</b>	<b>9,400,000</b>

- Official List : The list specifying all securities which have been admitted for listing on Bursa Securities and not removed
- Participating Financial Institution(s) : The participating financial institution(s) for Electronic Share Application as listed in Section 14 of this prospectus
- PAT : Profit after taxation
- PBT : Profit before taxation
- PE Multiple : Price earnings multiple
- PETRONAS : PetroliaM Nasional Berhad (Company No : 20076-K)
- Petronas Carigali : Petronas Carigali Sdn Bhd (Company No: 39275-U)
- Petronas Dagangan : Petronas Dagangan Sdn Bhd (Company No: 88222-D)
- Petronas Gas : Petronas Gas Bhd (Company No: 101671-H)
- Petronas Penapisan : Petronas Penapisan (Terengganu) Sdn Bhd (Company No: 81909-X)
- PSC(s) : Production Sharing Contract(s)
- Promoter(s) : Omar Bin Khalid and Abdullah Bin Hashim, collectively



**DEFINITIONS (CONT'D)**

Public Issue	:	The Public Issue of 20,000,000 new Tanjung Shares at an issue price of RM1.30 per Tanjung Share payable in full upon Application, subject to the terms and conditions of this Prospectus
Public Issue Shares	:	The 20,000,000 new Tanjung Shares to be issued pursuant to the Public Issue
Record of Depositors	:	A record provided by Bursa Depository to the Company under Chapter 24.0 of the Rules
Rights Issue	:	The rights issue of 27,576,864 new Tanjung Shares issued to the existing shareholders of Tanjung at par on the basis of approximately 3 Rights Shares for every 4 existing shares held in Tanjung before the Public Issue
Rights Shares	:	The 27,576,864 new Tanjung Shares issued pursuant to the Rights Issue
RM and sen	:	Ringgit Malaysia and sen, respectively
ROC	:	Registrar Of Companies
Rules		The rules of Bursa Depository
Sabah Shell	:	Sabah Shell Petroleum Company Ltd (Company No. 993229-W)
Sarawak Shell	:	Sarawak Shell Berhad (Company No. 71978-W)
Securities Account	:	An account established by the Bursa Depository for a Depositor for the recording of deposit of securities and for dealing in such securities by the Depositor
SC	:	Securities Commission
SC Guidelines	:	Policies and Guidelines on Issue/ Offer of Securities, issued by the SC as amended or expanded on from time to time
Share(s)	:	Ordinary shares of RM0.50 each
Talisman	:	Talisman Malaysia Limited (Company No. 993565-H)
Tanjung or the Company	:	Tanjung Offshore Berhad (662315-U)
Tanjung Group or Group	:	Tanjung and its subsidiaries
Tanjung Shares	:	Ordinary shares of RM0.50 each in Tanjung
TKS	:	Tanjung Kapal Services Sdn Bhd (Company No: 316331-U), a wholly-owned subsidiary of Tanjung
TMS	:	Tanjung Maintenance Services Sdn Bhd (Company No: 388449-K), a subsidiary of TOS
TNB	:	Tenaga Nasional Berhad (Company No: 200866-W),
TNE	:	Tanjung NewEnergy Services Sdn Bhd (Company No: 421945-H), a subsidiary of TOS

**DEFINITIONS (CONT'D)**

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TOS	:	Tanjung Offshore Services Sdn Bhd (Company No:100697-T), a wholly-owned subsidiary of Tanjung
TPC	:	Tanjung Petroconsult Sdn Bhd (Company No:227036-V), a wholly-owned subsidiary of TOS
UK	:	United Kingdom
Underwriter(s)		Collectively, AmMerchant Bank, AmSecurities Sdn Bhd and Malaysian International Merchant Bankers Berhad
Underwriting Agreement	:	The Underwriting Agreement dated 8 April 2005 between Tanjung, the Managing Underwriter and Underwriters for the underwriting of 8,320,000 Public Issue Shares
US	:	United States of America
USD	:	US Dollar
VDP	:	Vendor development programme

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**CORPORATE DIRECTORY****BOARD OF DIRECTORS**

<b>Name / Designation</b>	<b>Address</b>	<b>Profession</b>	<b>Nationality</b>
Y.B. Senator Datuk Syed Ali Bin Tan Sri Syed Abbas Alhabshee (Independent Non-Executive Chairman)	No. 32 Jalan 1 Taman Tun Abdul Razak 68000 Ampang Selangor Darul Ehsan	Company Director	Malaysian
Omar Bin Khalid (Managing Director)	No. 30 & 30A Villa Laman Tasik 16 Jalan 7/106 Bandar Sri Permaisuri 56000 Kuala Lumpur	Company Director	Malaysian
Hamidon Bin Md Khayon (Executive Director)	Lot 1268A, Batu 41 Kg Olak Lempit 42700 Banting Selangor Darul Ehsan	Petroleum Engineer	Malaysian
Y.B. Haji Ab. Wahab Bin Haji Ibrahim (Independent Non-Executive Director)	No 7 Jalan 3/69G Kawasan Melayu 46000 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Edwane Cheah Bin Abdullah (Independent Non-Executive Director)	Koekoeklaan 5 Den Haag 2566JT Netherlands	Project Manager	Malaysian

**AUDIT COMMITTEE**

<b>Name</b>	<b>Designation</b>	<b>Directorship</b>
Y.B. Haji Ab. Wahab Bin Haji Ibrahim	Chairman	Independent Non-Executive Director
Omar Bin Khalid	Member	Managing Director
Edwane Cheah Bin Abdullah	Member	Independent Non-Executive Director

**COMPANY SECRETARIES**

- : Tay Lee Choo (LS 8121)  
2-6-13, 6<sup>th</sup> Floor, Menara KLH  
(Business Centre)  
No. 2, Jalan Kasipillay  
51200 Kuala Lumpur  
Tel: 03 - 2381 1173
- Izzatul Faritha Binti Md Zin (LS 8559)  
2-6-13, 6<sup>th</sup> Floor, Menara KLH  
(Business Centre)  
No. 2, Jalan Kasipillay  
51200 Kuala Lumpur  
Tel: 03 - 2381 1173



**CORPORATE DIRECTORY (CONT'D)**

- REGISTERED OFFICE** : 2-6-13, 6<sup>th</sup> Floor Menara KLH  
(Business Centre)  
No. 2 Jalan Kasipillay  
51200 Kuala Lumpur  
Tel: 03 - 2381 1173
- HEAD OFFICE** : No 8-3, Jalan Puncak Setiawangsa 4  
Taman Setiawangsa  
54200 Kuala Lumpur  
Tel: 03 – 4252 3888  
Website: www.tanjungoffshore.com.my
- AUDITORS AND REPORTING ACCOUNTANTS** : AljeffriDean (Firm No.: AF 1366)  
Chartered Accountants  
2-5-13, 5<sup>th</sup> Floor, Menara KLH  
(Business Centre)  
No. 2, Jalan Kasipillay  
51200 Kuala Lumpur  
Tel: 03 – 2381 1170
- SOLICITORS FOR THE IPO** : Raslan Loong  
Serlah Level 3A Menara John Hancock  
6 Jalan Gelenggang  
Damansara Heights  
50490 Kuala Lumpur  
Tel: 03 – 2093 3939
- COMPANY SOLICITORS** : Nashir, Johal & Co  
A-901-3, Level 9  
Kelana Brem Tower 1  
Jalan SS7/15 (Jalan Stadium)  
47301 Kelana Jaya  
Selangor  
Tel: 03 – 7492 0766
- PRINCIPAL BANKER** : Malayan Banking Berhad (3813-K)  
Setapak Business Centre  
2<sup>nd</sup> Floor, Maybank Setapak  
343 Jalan Pahang  
53000 Kuala Lumpur  
Tel: 03 – 4022 0784 / 92 / 95
- ISSUING HOUSE** : MIDF Consultancy And Corporate Services Sendirian Berhad  
(11324-H)  
12<sup>th</sup> Floor, Bangunan MIDF  
195A, Jalan Tun Razak  
50400 Kuala Lumpur  
Tel: 03 - 2161 3355
- REGISTRARS AND TRANSFER OFFICE** : Epsilon Registration Services Sdn Bhd (629261-T)  
312, 3rd Floor, Block C  
Kelana Square  
17 Jalan SS 7/26  
47301 Petaling Jaya  
Selangor Darul Ehsan  
Tel: 03 - 7806 2116/ 03 - 7803 1126

**CORPORATE DIRECTORY (CONT'D)**

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**ADVISER, MANAGING  
UNDERWRITER AND SOLE  
PLACEMENT AGENT**

: AmMerchant Bank Berhad (23742-V)  
22nd Floor Bangunan AmBank Group  
55 Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel: 03 – 2078 2633/ 44 / 55

**UNDERWRITERS**

: AmMerchant Bank Berhad (23742-V)  
22nd Floor Bangunan AmBank Group  
55 Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel: 03 – 2078 2633/ 44/ 55

: AmSecurities Sdn Bhd (92977-U)  
15th Floor Bangunan AmBank Group  
55 Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel: 03-2078 2788

Malaysian International Merchant Bankers Berhad (10209-W)  
Tingkat 21, Wisma Cyclecarri  
288 Jalan Raja Laut  
50350 Kuala Lumpur  
Tel: 03-2691 0200

**INDEPENDENT MARKET  
RESEARCHER**

: Frost & Sullivan (M) Sdn Bhd (522293-W)  
Suite E-08-15, Block E  
Plaza Mont' Kiara  
2, Jalan Kiara, Mont' Kiara  
50480 Kuala Lumpur  
Tel: 03-6204 5800

**LISTING SOUGHT**

: Second Board of Bursa Securities

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