

Location	Date of acquisition/ revaluation (Tenure)	Description of existing use	Approximate Size	Approximate age of building	Net book value @31.1.07 RM'000
Lot 168 Seksyen 58 No. Hakmilik : 43696 Daerah Kuala Lumpur Bandar Kuala Lumpur Wilayah Persekutuan Malaysia	9 Mar 2007 (Freehold)	Office building	Land area – 1.069 acres Gross floor area – 702,518 sq.ft.	8 years 9 mths	550,000*
Lot PT 3219 H.S. (D) 12631 Mukim of Sungei Baru Ilir District of Alor Gajah Melaka Malaysia	16 Apr 1994 (Leasehold 96 years, expiring on 27/10/2100)	Industrial	Land area – 41.75 acres Built-up area – 83,400 sq. ft.	12 years (power station complex)+	118,110
Tropical-Island-Allee 1 15910 Krausnick Gross Wasserburg Germany Area: Briesen, Field: 4/Field sector: 34	16 Apr 2004 (Freehold)	Tropical Islands Resort and offices	Built-up area – 69,000 sq.m.	6 years (Dome)	85,204
Lot PT 1226 H.S. (D) 12863 Mukim of Kuala Sungei Baru District of Alor Gajah Melaka Malaysia	16 Apr 1994 (Leasehold 89 years, expiring on 28/4/2094)	Industrial	Land area – 14.0 acres Built-up area – 186,800 sq. ft.	6 years (power station complex)+	57,269
Tropical-Island-Allee 1 15910 Krausnick Gross Wasserburg Germany Area: Krausnick, Field: 11/Field sector: 40 Area: Krausnick, Field: 11/Field sector: 8 Area: Briesen, Field: 5/Field sector: 85	16 Apr 2004 (Freehold)	Convention centres, offices, fire station & cleaning station	Built-up area – 5,249.95 sq.m.	6 – 8 years	17,246

**List of Properties**  
as at 31 January 2007 (continued)

Location	Date of acquisition/ revaluation (Tenure)	Description of existing use	Approximate Size	Approximate age of building	Net book value @31.1.07 RM'000
Lot No. 2191 Mukim of Tanjong Kling District of Melaka Tengah Melaka Malaysia	2 Feb 1999 (Freehold)	Industrial	Land area – 17.3 acres Built-up area – 93,500 sq. ft.	Power Station Complex – 9-13 years	13,906
Lot PT 1890 H.S. (D) 7333 Mukim of Sungei Baru Ilir District of Alor Gajah Melaka Malaysia	16 Apr 1994 (Leasehold 99 years, expiring on 22/3/2099)	Industrial	Land area – 2.8 acres	Vacant land	7,934
Geran 24492, Lot No.14577 Geran 23975, Lot No.15702 Geran 23986, Lot No.18367 C.T. 2964, Lot No.18472 Geran 11739, Lot No.18477 Geran 11481, Lot No.19229 Mukim of Hulu Kinta Ipoh, Perak Malaysia	4 May 1994 (Freehold)	Paddocks & buildings and grazing land for horses	Land area – 176 acres	9 years	5,730
Lot PT 3220 H.S. (D) 12632 Mukim of Sungei Baru Ilir District of Alor Gajah Melaka Malaysia	16 Apr 1994 (Leasehold 96 years, expiring on 27/10/2100)	Industrial	Land area – 1.22 acres	N/A	3,258
Lot PT 1227 H.S. (D) 12864 Mukim of Kuala Sungei Baru District of Alor Gajah Melaka Malaysia	16 Apr 1994 (Leasehold 89 years, expiring on 28/4/2094)	Industrial	Land area – 4.3 acres	N/A	2,650

\* Stated at valuation at balance sheet date (Menara Maxis)

+ Both the power station complexes are located adjacent to each other on these land titles.

# TANJONG

public limited company

(Incorporated in England 1926 - Registration No. 210874)  
(Registered as a foreign company in Malaysia – Company No. 990903-V)

## NOTICE OF EIGHTIETH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the **Eightieth Annual General Meeting of TANJONG PUBLIC LIMITED COMPANY** (the “Company”) will be held at **11.00 a.m.** (Malaysian time) on **Wednesday, 25 July 2007 at the Grand Ballroom, Level 2, Hotel Nikko Kuala Lumpur, 165 Jalan Ampang, 50450 Kuala Lumpur, Malaysia** for the purposes of considering and, if thought fit, passing the following resolutions as **Ordinary Resolutions in the case of resolutions 1 to 6 and as a Special Resolution in the case of resolution 7:**

### Ordinary Resolution

#### As Ordinary Business

- 1 To **receive** the **Annual Report** and **audited financial statements of the Company and of the Group** for the **year ended 31 January 2007** and the **Reports of the Directors and Auditors** thereon.
- 2 To approve the **Directors’ Remuneration Report** for the year ended 31 January 2007, as set out on pages 49 to 52 of the Annual Report.
- 3 To declare a **final dividend of 30 sen gross per share less Malaysian Income Tax at 27% and 4 sen tax exempt per share** in respect of the year ended 31 January 2007.
- 4 To re-elect **Leong Wai Hoong**, a Director who retires by rotation in accordance with Articles 76 and 77 of the Company’s Articles of Association, as Director of the Company pursuant to Article 74 of the Articles of Association.
- 5 To re-appoint **PricewaterhouseCoopers LLP** as Auditors of the Company and to authorise the Directors to set their remuneration.

#### As Special Business

- 6 **Authority to allot relevant securities pursuant to Section 80 of the Companies Act 1985 of Great Britain**

THAT the Directors be and are hereby, generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985 of Great Britain) up to an aggregate nominal amount of £3,024,420.90, which authority shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution (unless previously revoked or varied by the Company in general meeting) save that the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

## Special Resolution

### 7 **Authority to disapply certain statutory pre-emption rights pursuant to Section 95 of the Companies Act 1985 of Great Britain**

THAT subject to the passing of the previous resolution, the Directors be and are hereby empowered, pursuant to Section 95 of the Companies Act 1985 of Great Britain, to allot equity securities (within the meaning of Section 94 of the said Act) for cash pursuant to the authority conferred by the previous resolution and/or where such allotment constitutes an allotment of equity securities by virtue of Section 94(3A) of the said Act, as if sub-section (1) of Section 89 of the said Act did not apply to any such allotment, PROVIDED THAT this power shall be limited to:

- (a) the allotment of equity securities in connection with a rights issue, open offer or any other pre-emptive offer or a scrip dividend alternative, in favour of ordinary shareholders (excluding any shareholder holding shares as treasury shares), where the equity securities respectively attributable to the interests of such ordinary shareholders on a fixed record date are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them (subject in either case to such exclusions or other arrangements as the Board may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising in any overseas territory, the requirements of any regulatory body or stock exchange or any other matter whatsoever); and
- (b) the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal value of £3,024,420.90,

and shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Board may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

BY ORDER OF THE BOARD

Siuagamy Ramasamy  
Group Company Secretary

25 June 2007

Level 30, Menara Maxis  
Kuala Lumpur City Centre  
50088 Kuala Lumpur  
Malaysia

## NOTES:

### 1. Proxy

- (a) A member of the Company entitled to attend and vote is entitled to **appoint up to two (2) proxies** to attend and vote instead of him/her and a member who is an authorised nominee as defined in the Malaysian Securities Industry (Central Depositories) Act, 1991 may appoint not more than two (2) proxies in respect of each Securities Account which it holds to which shares in the Company are credited.
- (b) A proxy need not be a member of the Company.
- (c) An instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or signed by an officer, attorney or other person duly authorised in that respect.
- (d) The Form of Proxy, duly completed, must be deposited at the Company's Principal Office at Level 30, Menara Maxis, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia, together with the power of attorney or other authority (if any) under which it is signed or executed under seal (in respect of a corporation appointing a proxy) or a copy of such authority certified notarially, not less than 48 hours before the time fixed for holding the meeting or adjourned meeting, or, in the case of a poll taken subsequently to the date of the meeting or adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll.
- (e) Forms of Proxy transmitted by fax and photocopies of signed Forms of Proxy will not be accepted. Only duly completed and original signed Forms of Proxy will be accepted. A Form of Proxy was enclosed with the Annual Report sent to the Company's shareholders dated 25 June 2007. Members who have misplaced or spoiled their Form of Proxy, or otherwise need another Form of Proxy, may contact the Company at Level 30, Menara Maxis, Kuala Lumpur City Centre, 50088 Kuala Lumpur should they wish to receive another one.
- (f) The return of a completed Form of Proxy will not preclude a member from attending and voting in person at the meeting should the member subsequently wish to do so.

### 2. Additional Information

A statement accompanying this notice which includes the additional information required under **Appendix 8A of the Listing Requirements of the Bursa Malaysia Securities Berhad ("Bursa Securities")** is attached hereto as **Annexure A**.

### 3. Annual Report and audited financial statements (Resolution 1)

For each financial year, the Directors must present the Directors' Report, the audited financial statements and the independent auditors' report to the Company's shareholders at a general meeting. Although there is no requirement in UK law to table a resolution on these for shareholders' approval, the Directors are of the view that a resolution on these be submitted for shareholders to vote on, in the interest of good governance and in line with international best practice.

### 4. Directors' Remuneration Report (Resolution 2)

Pursuant to the United Kingdom Directors' Remuneration Report Regulations 2002 (the "Regulations"), the Directors of the Company are required to prepare a directors' remuneration report for the financial year under review and to submit that report to shareholders for approval. Accordingly, Resolution 2 is proposed to approve the Directors' Remuneration Report which is set out on pages 49 to 52 of the Annual Report and Financial Statements 2007.

### 5. Final Dividend (Resolution 3)

The Company may only pay a final dividend after the Company's shareholders have approved it. The Directors have recommended a final dividend of 30 sen gross per share less Malaysian Income Tax at 27% and 4 sen tax exempt per share in respect of the year ended 31 January 2007 which, if approved, will be paid on 24 August 2007 to those shareholders on the record of the Company at the close of business on 10 August 2007.

### 6. Retirement and Re-election of Director (Resolution 4)

Leong Wai Hoong, the Director who has been longest in office since his last re-election in 2005, is subject to retirement by rotation at the Eightieth Annual General Meeting of the Company (the "AGM") pursuant to Articles 76 and 77 of the Company's Articles of Association (the "Articles"). He therefore submits himself for re-election at the AGM pursuant to Article 74 of the Articles. The profile of Leong Wai Hoong is given on page 5 of the Annual Report and Financial Statements 2007.

### 7. Re-appointment of Auditors and setting of their Remuneration (Resolution 5)

At every general meeting at which financial statements are presented to the Company's shareholders, the Company is required to appoint independent auditors to serve until the next such meeting. PricewaterhouseCoopers LLP ("PwC") has said that it is willing to continue as the Company's Auditors for another year. Resolution 5 is proposed in order to re-appoint PwC as the Company's Auditors for the ensuing year and to authorise the Board to set their remuneration.

### 8. Authority to allot relevant securities pursuant to Section 80 of the Companies Act 1985 of Great Britain (Resolution 6)

Resolution 6 gives the Directors authority to allot relevant securities up to an aggregate nominal amount of £3,024,420.90, comprising 40,325,612 ordinary shares of 7.5 pence each and representing approximately 10 per cent of the issued ordinary share capital of the Company as at 25 June 2007 until the next Annual General Meeting. There are at present no plans to exercise this authority.

### 9. Authority to disapply certain statutory pre-emption rights pursuant to Section 95 of the Companies Act 1985 of Great Britain (Resolution 7)

The effect of this resolution is to allow the Directors to allot equity securities in the Company for cash other than to existing shareholders in proportion to their holdings. Allotments under this authority may be made up to a maximum aggregate nominal amount of £3,024,420.90 which is equivalent to approximately 10 per cent of the issued ordinary share capital of the Company as at 25 June 2007. This authority will last until the conclusion of the next Annual General Meeting. If shares are issued on such non-pre-emptive basis, the shareholding of the existing shareholders will be diluted accordingly.

## Statement accompanying Notice of Eightieth Annual General Meeting

Further details of the individual who is standing for election as director:					
(i) Name	Leong Wai Hoong				
(ii) Age	61				
(iii) Nationality	Malaysian				
(iv) Qualification	Bachelor of Arts (Hons.) from the University of Malaya				
(v) Position in the Company	Independent Non-Executive Director				
(vi) Working experience and occupation	<ul style="list-style-type: none"> <li>Appointed Non-Executive Director of Tanjong in April 1994.</li> <li>From 1977 to 1994, held senior positions in R.J. Reynolds Berhad, which was acquired by JT International Group in 1996. Joined Usaha Tegas Group (UTSB) in 1994 and held senior management and marketing positions in Maxis Communications Berhad.</li> <li>Was the Regional Vice President (S.E.Asia), JT International in 1996. In the same year, was appointed the Managing Director of JT International Berhad ("JTI"), which is listed on the Bursa Malaysia Securities Berhad.</li> <li>Retired as Managing Director of JTI in January 2000 and is currently serving on its Board as a Non-Executive Director.</li> <li>Has extensive experience in business development, sales and marketing and general management.</li> </ul>				
(vii) Any other directorships of public companies* * Only public companies incorporated pursuant to the Malaysian Companies Act, 1965 are included	JT International Berhad				
(viii) Details of any interest in the securities of the Company and its subsidiaries as at 15 May 2007	Securities Holdings	Number of shares of 7.5 pence each (Direct )	Percentage %	Number of shares of 7.5 pence each (Indirect)	Percentage %
	(a) In the Company (b) In the subsidiary	Nil Nil	Nil Nil	Nil Nil	Nil Nil
(ix) Family relationship with any director and/or major shareholder of the Company	None				
(x) Any conflict of interest that he has with the Company	None				
(xi) List of convictions for offences within the past 10 years other than traffic offences, if any (only for penalties made public)	None				

# TANJONG

public limited company

(Incorporated in England 1926 - Registration No. 210874)  
(Registered as a foreign company in Malaysia – Company No. 990903-V)

## Form of Proxy for use by holders of ordinary shares at the Eightieth Annual General Meeting of the Company convened for 11.00 a.m. (Malaysian time) on Wednesday, 25 July 2007

I/We \_\_\_\_\_ Identification/Passport/Company No. \_\_\_\_\_  
(FULL NAME OF MEMBER APPOINTING PROXY IN BLOCK CAPITALS)

of \_\_\_\_\_  
(FULL ADDRESS IN BLOCK CAPITALS)

hereby appoint \_\_\_\_\_ Identification/Passport No. \_\_\_\_\_  
(FULL NAME OF PROXY IN BLOCK CAPITALS)

of \_\_\_\_\_  
(FULL ADDRESS IN BLOCK CAPITALS)

or failing him/her, THE CHAIRMAN OF THE MEETING (**see Note 2 below**) as my/our proxy/proxies to attend and vote for me/us and on my/our behalf at the Eightieth Annual General Meeting of the Company to be held at the **Grand Ballroom, Level 2, Hotel Nikko Kuala Lumpur, 165 Jalan Ampang, 50450 Kuala Lumpur, Malaysia on Wednesday, 25 July 2007 at 11.00 a.m.** (Malaysian time) and at any adjournment thereof.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the meeting. Please give instructions to your proxy by ticking the appropriate box alongside each resolution. (**see Note 3 below**)

Resolutions	For	Against	Vote Withheld (see Note 4 below)	Discretionary (see Note 5 below)
<b>ORDINARY RESOLUTIONS</b>				
1. Receive the Annual Report and audited financial statements for the year ended 31 January 2007.				
2. Approve the Directors' Remuneration Report for the year ended 31 January 2007.				
3. Declare a final dividend of 30 sen gross per share less Malaysian Income Tax at 27% and 4 sen tax exempt per share in respect of the year ended 31 January 2007.				
4. Re-elect Leong Wai Hoong as Director of the Company.				
5. Re-appoint PricewaterhouseCoopers LLP as Auditors of the Company and to authorise the Directors to set their remuneration.				
6. Authority to allot relevant securities pursuant to Section 80 of the Companies Act 1985 of Great Britain.				
<b>SPECIAL RESOLUTION</b>				
7. Authority to disapply certain statutory pre-emption rights pursuant to Section 95 of the Companies Act 1985 of Great Britain.				

\_\_\_\_\_  
Signature of member  
or officer or attorney  
(see Note 6 below)

\_\_\_\_\_  
Number of shares  
(see Note 1 below)

\_\_\_\_\_  
Telephone number of member  
or officer or attorney  
(see Note 6 below)

Date \_\_\_\_\_ 2007

**NOTES:**

1. A member of the Company entitled to attend and vote is entitled to **appoint up to two (2) proxies** to attend and vote instead of him/her and a member who is an authorised nominee as defined in the Malaysian Securities Industry (Central Depositories) Act, 1991 may appoint not more than two (2) proxies in respect of each Securities Account which it holds to which shares in the Company are credited. **The number of shares to be represented by the proxy should be stated in the Form of Proxy where indicated above. If the number of shares stated is greater than the number of shares held by the member, the number of shares to be represented by the proxy will be the member's entire holding of shares.**

**If a member who has appointed two (2) proxies fails to specify the number of shares in respect of which each such proxy is entitled to exercise the related votes (the "Proxy Share Number") for either of them, then each proxy shall be deemed to exercise the votes in respect of 50% of the member's shares, and if the member specifies the Proxy Share Number for one proxy only, then the other proxy shall be deemed to represent the remainder of the member's shares (or, in the case of an authorised nominee, the number of shares held in the relevant Securities Account).**

2. **If you wish to appoint as your proxy someone other than the Chairman of the Meeting, cross out the words "the Chairman of the Meeting" and write on the line the full name and address of your proxy. The change should be initialled.**
3. In the absence of instructions, the person appointed as your proxy may vote or abstain from voting as he or she thinks fit on the specified resolution and, unless instructed otherwise, the person appointed as your proxy may also vote or abstain from voting as he or she thinks fit on any other business (including amendments to resolution) which may properly come before the meeting. A proxy may vote on a show of hands and on a poll.
4. The "Vote Withheld" option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
5. The "Discretionary" option is provided to enable you to give discretion to your proxy to vote or abstain from voting as he or she thinks fit on the specified resolution.
6. **This Form of Proxy must be signed and dated by the appointor or his/her attorney duly authorised in writing.** If the appointor is a corporation, it may execute under its common seal or by the signature of an officer, attorney or other person duly authorised in that respect. In the case of joint holdings, any one holder may sign this form but the names of the other joint holders should be shown in the space provided at the top of this Form of Proxy. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the Register of Members in respect of the joint holding. **For verification purposes, the Identification/Passport/Company No. of the appointor and the Identification/Passport No. of the proxy must also be completed in the Form of Proxy. For ease of contact, the member or officer or attorney are also advised to state their telephone number.**
7. **Forms of Proxy transmitted by fax and photocopies of signed Forms of Proxy will not be accepted. Only duly completed and original signed Forms of Proxy will be accepted. Members who have misplaced or spoiled their Form of Proxy, or otherwise need another Form of Proxy, may contact the Company at Level 30, Menara Maxis, Kuala Lumpur City Centre, 50088 Kuala Lumpur should they wish to receive another one.**
8. **To be valid, this Form of Proxy must be completed and deposited at the Company's Principal Office at Level 30, Menara Maxis, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia, together with the power of attorney or other authority (if any) under which it is signed or executed under seal (in respect of a corporation appointing a proxy) or a copy of such authority certified notarially, not less than 48 hours before the time fixed for holding the meeting or adjourned meeting, or, in the case of a poll taken subsequently to the date of the meeting or adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll.**
9. The return of a completed Form of Proxy will not preclude a member from attending and voting in person at the meeting should the member subsequently wish to do so.