

# VOLUNTARY CONDITIONAL CASH OFFER

by



**CIMB BANK BERHAD (13491-P)**  
**Singapore Branch**  
(Incorporated in Malaysia)

for and on behalf of

**ENERGIAN PTE. LTD.**  
(Company Registration No.: 201003499D)  
(Incorporated in the Republic of Singapore)

a wholly-owned subsidiary of

**FALCON ENERGY GROUP LIMITED**  
(Company Registration No.: 200403817G)  
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

**CH OFFSHORE LTD.**  
(Company Registration No.: 197600666D)  
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by Energian Pte. Ltd.

## LEVEL OF ACCEPTANCES

### 1. INTRODUCTION

CIMB Bank Berhad, Singapore Branch ("**CIMB**") refers to the offer document dated 29 December 2014 (the "**Offer Document**") in relation to the voluntary conditional cash offer (the "**Offer**") by CIMB, for and on behalf of Energian Pte. Ltd. (the "**Offeror**"), which is a wholly-owned subsidiary of Falcon Energy Group Limited ("**FEG**"), to acquire all the issued and paid-up ordinary shares (the "**CHO Shares**") in the capital of CH Offshore Ltd. ("**CHO**" or the "**Company**") other than those already owned, controlled or agreed to be acquired by the Offeror (the "**Offer Shares**").

Unless otherwise defined, capitalised terms in this Announcement shall bear the same meaning as set out in the Offer Document.

## 2. LEVEL OF ACCEPTANCES

Pursuant to Rule 28.1 of the Code, CIMB wishes to announce, for and on behalf of the Offeror, that:

### 2.1 Acceptances of the Offer

Based on information provided to the Offeror, as at 5.00 p.m. (Singapore time) on 26 January 2015, the Offeror has received, pursuant to the Offer, valid acceptances in respect of 9,302,934 Offer Shares, representing approximately 1.32% of the total number of issued CHO Shares<sup>1</sup>.

### 2.2 Shares held before the Offer Period

As at 11 December 2014, being the Offer Announcement Date, the Offeror and its Concert Parties collectively owned or controlled an aggregate of 205,170,000 CHO Shares, representing approximately 29.10% of the total number of issued CHO Shares.

### 2.3 Shares acquired or agreed to be acquired during the Offer Period

From the Offer Announcement Date and up to 5.00 p.m. (Singapore time) on 26 January 2015, save for the acceptances received pursuant to the Offer stated in paragraph 2.1 above, neither the Offeror nor any of its Concert Parties (based on information available to the Offeror as at 5.00 p.m. (Singapore time) on 26 January 2015) has acquired or agreed to acquire any further Offer Shares.

### 2.4 Aggregate Holdings

Accordingly, based on information available to the Offeror, as at 5.00 p.m. (Singapore time) on 26 January 2015, the Offeror and its Concert Parties owned, controlled or have agreed to acquire (including by way of valid acceptances of the Offer) an aggregate of 214,472,934 CHO Shares, representing approximately 30.42% of the total number of issued CHO Shares.

### 2.5 Status of the Offer

Based on the level of acceptances of the Offer and the aggregate holdings of the Offeror and its Concert Parties as stated in paragraph 2.4 above, the Offer has not become unconditional as to acceptances as at the date of this Announcement.

## 3. EXTENSION OF CLOSING DATE

CIMB has announced earlier today, for and on behalf of the Offeror, that the Closing Date of the Offer has been extended from 5.30 p.m. (Singapore time) on 26 January 2015 to **5.30 p.m. (Singapore time) on 9 February 2015** or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the “**Extended Closing Date**”).

---

<sup>1</sup> Unless otherwise stated, references in this Announcement to the total number of issued CHO Shares are based on 705,090,514 CHO Shares (based on a search conducted at the Accounting and Corporate Regulatory Authority of Singapore on 26 January 2015). As at the date of this Announcement, the Company does not hold any CHO Shares in treasury.

#### 4. PROCEDURES FOR ACCEPTANCE OF THE OFFER

Shareholders who wish to accept the Offer but have not done so should complete, sign and deliver their relevant Acceptance Forms and all other relevant documents as soon as possible so as to reach the Offeror c/o The Central Depository (Pte) Limited or Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) (as the case may be) not later than 5.30 p.m. (Singapore time) on the Extended Closing Date. All Acceptance Forms and other relevant documents received after 5.30 p.m. (Singapore time) on the Extended Closing Date will not be accepted. Further details on the procedures for acceptance of the Offer are set out in Appendix 2 to the Offer Document.

If Shareholders are in any doubt about the Offer and/or the course of action they should take, they should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

Shareholders who have not received or who have misplaced the Offer Document and/or the relevant Acceptance Forms should contact The Central Depository (Pte) Limited (if they are Depositors) or Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) (if they hold the Offer Shares in scrip form), as the case may be, immediately at the addresses set out below:

**The Central Depository (Pte) Limited**

9 North Buona Vista Drive #01-19/20  
The Metropolis  
Singapore 138588  
Tel: (65) 6535 7511

**Tricor Barbinder Share Registration Services  
(a division of Tricor Singapore Pte. Ltd.)**

80 Robinson Road #02-00  
Singapore 068898  
Tel: (65) 6236 3333

#### 5. RESPONSIBILITY STATEMENT

The directors of the Offeror and the directors of FEG (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or publicly available sources (including without limitation, in relation to the CHO Group), the sole responsibility of the directors of the Offeror and the directors of FEG has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by  
**CIMB Bank Berhad, Singapore Branch**

For and on behalf of  
**Energian Pte. Ltd.**  
26 January 2015

Any inquiries relating to this Announcement or the Offer should be directed during office hours to the following:

CIMB Bank Berhad, Singapore Branch  
Corporate Finance  
Tel: (65) 6210 8956

*Mr Mah Kah Loon*  
*Head, Corporate Finance*

*Ms Tan Cher Ting*  
*Director, Corporate Finance*