

THIS DOCUMENT IS IMPORTANT. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY. If you have sold all your shares in B.I.G. Industries Berhad ("B.I.G." or "Company"), you should at once hand this Abridged Prospectus together with the Notice of Provisional Allotment and Rights Subscription Form ("RSF") and the accompanying forms to the agent through whom you effected the sale for transmission to the purchaser. All enquiries concerning these Rights Issue with Warrants and Bonus Issue (as defined herein) (collectively referred to as the "Issues") should be addressed to the Registrar of the Company, Signet Share Registration Services Sdn Bhd (Company No.: 506293-D), 11th Floor, Tower Block, Kompleks Antarabangsa, Jalan Sultan Ismail, 50250 Kuala Lumpur, Tel : 03-2145 4337, Fax : 03-2142 1353.

This Abridged Prospectus is only despatched to the shareholders of B.I.G. who have provided the Company with a registered address in Malaysia by 5.00 p.m. on 12 December 2003 ("Entitled Shareholders"). This Abridged Prospectus is not intended to be issued, circulated or distributed in countries or jurisdictions other than Malaysia and no action has been taken to ensure that the Issues comply with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled Shareholders and/or their renounees (if applicable) resident in countries other than Malaysia should consult their legal advisers as to whether the acceptance or the renunciation of their entitlements under the Issues would result in the contravention of any law of such countries or jurisdictions. The Company and PM Securities Sdn Bhd shall not accept any responsibility or liability in the event that any acceptance or renunciation made by the Entitled Shareholders and/or their renounees (if applicable) is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions.

A copy of this Abridged Prospectus has been registered with the Securities Commission ("SC"). A copy of this Abridged Prospectus, together with the Rights Subscription Form, has also been lodged with the Registrar of Companies, Malaysia, who takes no responsibility for their contents. Approval-in-principle has been obtained from the Kuala Lumpur Stock Exchange ("KLSE") for the listing of and quotation for all the new securities arising from these Issues and such new securities will be admitted to the Official List of the KLSE and official quotation will commence after receipt of confirmation from Malaysian Central Depository Sdn Bhd that all the Central Depository System accounts of the Entitled Shareholders and/or their renounees have been duly credited and notices of allotment have been despatched to the Entitled Shareholders and/or their renounees.

Neither KLSE nor the SC takes any responsibility for the correctness of statements made or opinions expressed herein. Admission to the Official List and quotation of the said new securities are in no way reflective of the merits of the Issues.

All the documentation relating to these Issues has been seen and approved by the Directors of B.I.G., and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable inquiries, and 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 in these documents false or misleading.

PM Securities Sdn Bhd, being the Adviser, acknowledges that, based on all available information, and to the best of its knowledge and belief, this Abridged Prospectus constitutes a full and true disclosure of all material facts concerning these Issues.



B.I.G. INDUSTRIES BERHAD

(Company No: 195285-D)

(Incorporated in Malaysia under the Companies Act, 1965)

ABRIDGED PROSPECTUS

In relation to:

- A. **RIGHTS ISSUE OF UP TO 19,218,000 NEW ORDINARY SHARES OF RM1.00 EACH IN B.I.G. ("RIGHTS SHARES") TOGETHER WITH UP TO 19,218,000 FREE DETACHABLE WARRANTS AT AN ISSUE PRICE OF RM1.00 PER RIGHTS SHARE, WHEREBY THE FIRST CASH CALL OF RM0.63 PER RIGHTS SHARE SHALL BE PAYABLE IN FULL IN CASH UPON APPLICATION AND THE SECOND CALL OF RM0.37 PER RIGHTS SHARE SHALL BE CAPITALISED FROM THE SHARE PREMIUM AND RETAINED PROFITS ACCOUNTS OF THE COMPANY, ON A RENOUNCEABLE BASIS OF ONE (1) RIGHTS SHARE WITH ONE (1) WARRANT FOR EVERY ONE (1) EXISTING ORDINARY SHARE HELD BY THE ENTITLED SHAREHOLDERS OF B.I.G. AT 5.00 P.M. ON 12 DECEMBER 2003 ("RIGHTS ISSUE WITH WARRANTS"); AND**
- B. **BONUS ISSUE OF UP TO 9,609,000 NEW ORDINARY SHARES OF RM1.00 EACH IN B.I.G. ("BONUS SHARES") ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY TWO (2) RIGHTS SHARES SUBSCRIBED BY THE ENTITLED SHAREHOLDERS OF B.I.G. AND/OR THEIR RENOUNCEES UNDER THE RIGHTS ISSUE WITH WARRANTS ("BONUS ISSUE").**

Adviser



PM Securities Sdn. Bhd.

(66299-A) *An Approved Universal Broker*

IMPORTANT RELEVANT DATES :

Entitlement date	12 December 2003 at 5.00 p.m.
Last date and time for sale of provisional allotment of rights	5 January 2004 at 5.00 p.m.
Last date and time for transfer of provisional allotment of rights	8 January 2004 at 4.00 p.m.
Last date and time for acceptance and payment	16 January 2004 at 5.00 p.m.*
Last date and time for excess shares application and payment	16 January 2004 at 5.00 p.m. *

* or such extended date and time as may be determined and announced by the Board of Directors of B.I.G. not less than two (2) market days before the stipulated dates and time.

THE SECURITIES COMMISSION AND THE KUALA LUMPUR STOCK EXCHANGE HAVE APPROVED THE ISSUANCE AND/OR LISTING OF THESE RIGHTS ISSUE WITH WARRANTS AND BONUS ISSUE AND THE APPROVAL SHALL NOT BE TAKEN TO INDICATE THAT THE SECURITIES COMMISSION AND KUALA LUMPUR STOCK EXCHANGE RECOMMEND THE RIGHTS ISSUE WITH WARRANTS AND BONUS ISSUE.

THE SECURITIES COMMISSION AND THE KUALA LUMPUR STOCK EXCHANGE SHALL NOT BE LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE COMPANY AND TAKE NO RESPONSIBILITY FOR THE CONTENTS OF THIS DOCUMENT, MAKE NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIM ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS ABRIDGED PROSPECTUS. SHAREHOLDERS/INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, SHAREHOLDERS/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.

DEFINITIONS

For the purpose of this Abridged Prospectus, the Notice of Provisional Allotment and Rights Subscription Form, unless otherwise indicated or where the context otherwise requires, the following definitions shall apply throughout (with singulars and plurals to have correlative meanings):-

“Act”	:	Companies Act, 1965 as amended from time to time and any re-enactment thereof
“Additional Undertakings”	:	The term “Additional Undertakings” shall have the meaning ascribed to it in Section 11 herein.
“Amendment to Articles”	:	Amendment to Article 185 of the Articles of Association of the Company
“B.I.G.” or “the Company”	:	B.I.G. Industries Berhad (Company No : 195285-D), a public company listed on the Second Board of the KLSE
“B.I.G. Group” or “Group”	:	B.I.G. and its subsidiary companies
“BNM”	:	Bank Negara Malaysia
“Board”	:	Board of Directors of B.I.G.
“Bonus Issue”	:	Bonus Issue of up to 9,609,000 new ordinary shares of RM1.00 each in B.I.G. on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed by the Entitled Shareholders of B.I.G. and/or their renounees pursuant to the Rights Issue with Warrants
“Bonus Share(s)”	:	Up to 9,609,000 new Shares in B.I.G. to be issued pursuant to the Bonus Issue
“Bye-Laws”	:	The Bye-Laws to be adopted by the Company constituting the ESOS
“CDS”	:	Central Depository System
“Corporate Exercises”	:	Rights Issue with Warrants, Bonus Issue, ESOS and Private Placement, collectively
“Deed Poll”	:	The deed poll dated 2 December 2003 constituting the Warrants executed by the Company
“EGM”	:	Extraordinary General Meeting
“Eligible Employee(s)”	:	Any full time employee including Executive Directors of the Group who is a confirmed employee and meets the eligibility criteria as set out in the Bye-Laws
“Entitled Rights Shares	:	Right Shares of B.I.G. entitled to be subscribed by Entitled Shareholders
“Entitled Shareholders”	:	Shareholders of B.I.G. whose names appear in the Record of Depositors on the Entitlement Date

DEFINITIONS (Cont'd)

“Entitlement Date”	:	The date at the close of business on 12 December 2003, which the shareholders’ names must appear on the Record of Depositors of B.I.G. in order to participate in the Issues
“EPS”	:	Earnings per share
“ESOS”	:	Employees’ Share Option Scheme for the Eligible Employees to be established by B.I.G Group
“ESOS Option(s)” or “Option(s)”	:	The right of a grantee to subscribe for new Shares pursuant to the ESOS
“Excess Rights Shares”	:	Rights Shares which are available for application under the excess shares application
“FIC”	:	Foreign Investment Committee
“GDP”	:	Gross Domestic Product
“Issues”	:	The Rights Issue with Warrants and Bonus Issue, collectively
“KLSE”	:	Kuala Lumpur Stock Exchange (Company No : 30632-P)
“Market Day”	:	Any day between Monday and Friday (inclusive) which is not a public holiday and on which KLSE is open for trading of securities
“MCD”	:	Malaysian Central Depository Sdn Bhd (Company No : 165570-W)
“Minimum Bonus Shares”	:	The minimum 6,927,500 Bonus Shares to be issued under the Minimum Subscription Levels scenario in the event of an under-subscription of the Rights Issue with Warrants
“Minimum Rights Shares”	:	The minimum 13,855,000 Rights Shares to be issued under the Minimum Subscription Levels scenario in the event of an under-subscription of the Rights Issue with Warrants
“Minimum Subscription Levels”	:	The levels of subscription for the Issues which involve the issuance of Minimum Rights Shares with the Minimum Warrants under the Rights Issue with Warrants and the issuance of Minimum Bonus Shares under the Bonus Issue
“Minimum Warrants”	:	The minimum 13,855,000 Warrants to be issued together with the Minimum Rights Shares under the Minimum Subscription Levels scenario in the event of an under-subscription of the Rights Issue with Warrants
“MITI”	:	Ministry of International Trade and Industry
“Notice”	:	Notice of provisional allotment
“NTA”	:	Net tangible assets

DEFINITIONS (Cont'd)

“Official List”	:	Official List of the KLSE
“PM Securities”	:	PM Securities Sdn Bhd (Company No : 66299-A), an approved Universal Broker
“Pristine”	:	Pristine Corporation Sdn Bhd (Company No : 39738-T)
“Private Placement”	:	Private placement of up to 4,804,000 new Shares in B.I.G. representing not more than 10% of the enlarged issued and paid-up share capital of the Company after the Issues
“Rights Issue with Warrants”	:	Renounceable two-call rights issue of up to 19,218,000 new ordinary shares of RM1.00 each in B.I.G. together with up to 19,218,000 free detachable warrants at an issue price of RM1.00 per Rights Share, whereby the first cash call of RM0.63 per Rights Share shall be in the form of a cash payment and payable in full upon application and the second call of RM0.37 per Rights Share shall be capitalised from the share premium and retained profits accounts of the Company, on the basis of one (1) Rights Share with one (1) Warrant for every one (1) existing Share held by the Entitled shareholders of B.I.G. at 5.00 p.m. on 12 December 2003
“Rights Shares”	:	Up to 19,218,000 new Shares in B.I.G. to be issued pursuant to the Rights Issue with Warrants
“RM” and “sen”	:	Ringgit Malaysia and sen respectively
“RSF”	:	Rights Subscription Form
“SC”	:	Securities Commission
“SC Guidelines”	:	The Policies and Guidelines on Issue/ Offer of Securities and the subsequent guidance notes, amendments, revisions and circulars issued by the SC.
“Share(s)”	:	Ordinary shares of RM1.00 each in the Company
“Undertakings”	:	The term “Undertakings” shall have the meaning ascribed to it in Section 11 herein.
“U.S.”	:	United States of America
“Warrant(s)”	:	Up to 19,218,000 free detachable warrants to be issued together with the Rights Shares on the basis of one (1) free Warrant for every one (1) Rights Share subscribed pursuant to the Rights Issue with Warrants

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B.I.G. INDUSTRIES BERHAD

(Company No: 195285-D)

(Incorporated in Malaysia under the Companies Act, 1965)

CORPORATE DIRECTORY**BOARD OF DIRECTORS**

Name/Designation	Address	Nationality	Profession
Y. Bhg. Datuk Haji Mazelan Bin Bugo <i>(Independent Non-Executive Chairman)</i>	Lot 362, Jalan Siol Kandis Petra Jaya 93050 Kuching Sarawak	Malaysian	Businessman
Wong Choon Seng <i>(Executive Director)</i>	Apt 401, Block C Ehsan Ria Condominium Jalan Bukit (11/2) 46200 Petaling Jaya Selangor Darul Ehsan	Malaysian	Company Director
Y. Bhg. Tan Sri Dato' Dr Lau Ban Tin <i>(Non-Independent and Non-Executive Director)</i>	4, Jalan Kelicap 6/4D 40000 Shah Alam Selangor Darul Ehsan	Malaysian	Company Director
Y. Bhg. Tan Sri Datuk Amar Chong Siew Fai <i>(Independent Non-Executive Director)</i>	No. 9 Jalan Nyiur Off Jalan Tabuan 93200 Kuching Sarawak	Malaysian	Company Director
Y. H. Dato' Long Ahmad Zainal Abidin Bin Mohd Tahir <i>(Non-Independent and Non-Executive Director)</i>	17-6-21 Palladium Jalan Gurney 2 54000 Kuala Lumpur	Malaysian	Company Director
Yong Siew Kat <i>(Independent Non-Executive Director)</i>	38, SS 22A/2 Damansara Jaya 47400 Petaling Jaya Selangor Darul Ehsan	Malaysian	Chief Executive Officer
Y. Bhg. Dato' Haji Mohd Fauzi Bin Yusuf @ Mohd Yusof <i>(Senior Independent Non-Executive Director)</i>	1, Jalan Hilir 2 Taman Gembira 41100 Klang Selangor Darul Ehsan	Malaysian	Company Director
Khairil Annas Bin Jusoh <i>(Independent Non-Executive Director)</i>	5-16-1, The Corinthian Jalan Binjai Off Jalan Ampang 50450 Kuala Lumpur	Malaysian	Company Director

AUDIT COMMITTEE

Name	Designation	Directorship
Y. Bhg. Datuk Haji Mazelan Bin Bugo	Chairman	Independent Non-Executive Chairman
Y. Bhg. Tan Sri Dato' Dr Lau Ban Tin	Member	Non-Independent and Non-Executive Director
Yong Siew Kat	Member	Independent Non-Executive Director

REGISTERED OFFICE : Lot 2225, Section 66, Jalan Dermaga
Pending Industrial Estate
93450 Kuching
Sarawak
Tel : 082-486 321, 082-487 151
Email : bigkch@pd.jaring.my

CORPORATE HEAD OFFICE : No. 19-D, 4th Floor, Block 2
Worldwide Business Centre
Jalan Tinju 13/50, Section 13,
40675 Shah Alam
Selangor Darul Ehsan
Tel : 03-5512 9999

COMPANY SECRETARIES : Hon Li Chueng (MIA 17951)
23 Hui Sing Garden
Stampin Road
93350 Kuching
Sarawak
Tel : 082-486321

Chan Sau Leng (MAICSA 7012211)
2 Jalan Helang 3
Bandar Puchong Jaya
47100 Puchong
Selangor Darul Ehsan
Tel : 03-5512 9999

REGISTRAR FOR THE ISSUES : Signet Share Registration Services Sdn Bhd (Company No :506293-D)
11th Floor, Tower Block
Kompleks Antarabangsa
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : 03-2145 4337

AUDITORS Ernst & Young (AF 0039)
Chartered Accountants
Room 300-303, 3rd Floor, Wisma Bukit Mata Kuching
Jalan Tunku Abdul Rahman
93100 Kuching
Sarawak
Tel : 082-243 233

- REPORTING ACCOUNTANTS FOR THE ISSUES** : Hii & Lee (AF 0123)
Chartered Accountants
No. 13, 1st Floor, P.O. Box 505
Jalan Khoo Peng Loong
96000 Sibul
Sarawak
Tel : 084-311 777
- SOLICITORS FOR THE ISSUES** : Tay & Partners
6th Floor, Plaza See Hoy Chan
Jalan Raja Chulan
50200 Kuala Lumpur
Tel : 03-2050 1888
- PRINCIPAL BANKER** : Malayan Banking Berhad (Company No : 3813-K)
Lot 7018-7019
Section 64, Jalan Pending
93450, Kuching , Sarawak
Tel : 082-342669
- ADVISER FOR THE ISSUES** : PM Securities Sdn Bhd (Company No : 66299-A)
Ground, 1st & 5th Floors, MUI Plaza
Jalan P. Ramlee
50250 Kuala Lumpur
Tel : 03-2715 1330
- STOCK EXCHANGE LISTING** : Second Board of KLSE

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