





PROSPECTUS

DeGem Berhad

(Incorporated in Malaysia under the Companies Act, 1965)

OFFER FOR SALE

Of 1,400,000 Ordinary Shares Of RM1.00 Each To Bumiputera Investors Approved By The Ministry Of International Trade And Industry At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application

And

PUBLIC ISSUE

Of 7,000,000 New Ordinary Shares Of RMI.00 Each At An Issue Price Of RMI.60 Per New Ordinary Share Payable In Full On Application

In Conjunction With The Listing Of **DeGem Berhad**On The Second Board Of The Kuala Lumpur Stock Exchange

Adviser & Joint Managing Underwriter

AFFINMERCHANT BAN

AFFIN MERCHANT BANK BERHAD (9999-V)

Joint Managing Underwriter

K & N KENANGA BHD

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" IN SECTION 3 HEREIN



THIS PROSPECTUS IS DATED 27 AUGUST 2001