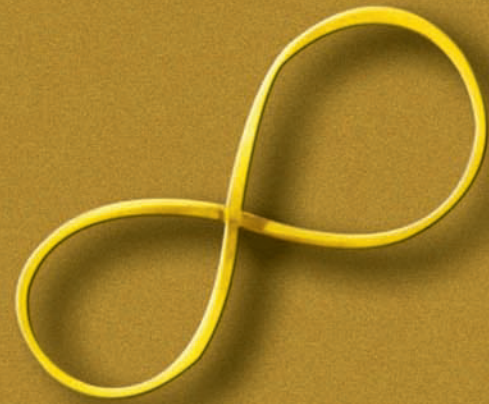
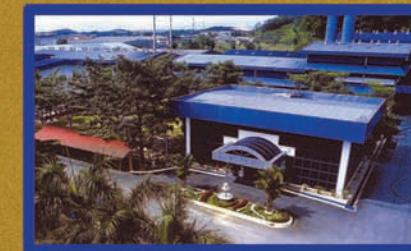


INFINITE POSSIBILITIES...



..IN RUBBER TECHNOLOGY.



Goodway Integrated Industries Berhad

Marketing Office: 29-7, The Boulevard Offices
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur, Malaysia
Tel : (603) 2284 9322 Fax : (603) 2284 9122
e-mail : marketing@goodway-integrated.com

Manufacturing Plant : Lot PT1654 & PT1657, Nilai Industrial Estate
71800 Nilai, Negeri Sembilan, Malaysia
Tel : (606) 799 4833 Fax : (606) 799 4866
website : www.goodway-integrated.com

P R O S P E C T U S

GOODWAY

GOODWAY INTEGRATED INDUSTRIES BERHAD

(FORMERLY KNOWN AS PROSPEROUS IMAGE BERHAD)

(Company No. 618972-T)

(Incorporated in Malaysia under the Companies Act, 1965)

PUBLIC ISSUE OF 16,844,000 NEW ORDINARY SHARES OF RM0.50 EACH COMPRISING:-

2,000,000 NEW ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;

844,000 NEW ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE ELIGIBLE DIRECTORS, EMPLOYEES AND BUSINESS ASSOCIATES OF GOODWAY INTEGRATED INDUSTRIES BERHAD AND ITS SUBSIDIARIES; AND

14,000,000 NEW ORDINARY SHARES OF RM0.50 EACH TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY

AND

OFFER FOR SALE OF 12,328,000 ORDINARY SHARES OF RM0.50 EACH COMPRISING:-

4,000,000 ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC; AND

8,328,000 ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE ELIGIBLE DIRECTORS, EMPLOYEES AND BUSINESS ASSOCIATES OF GOODWAY INTEGRATED INDUSTRIES BERHAD AND ITS SUBSIDIARIES

AT AN ISSUE/OFFER PRICE OF RM1.25 PER ORDINARY SHARE PAYABLE IN FULL ON APPLICATION PURSUANT TO ITS LISTING ON THE SECOND BOARD OF BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD)

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

Adviser, Managing Underwriter and Underwriter



AmMerchant Bank Berhad

(23742-V) A member of the AmBank Group

This Prospectus is dated 23 June 2004