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**Stock Code: 8075**

Website: [www.rojam.com](http://www.rojam.com)

## **ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rules and pursuant to Rule 3.7 of the Code. Reference is made to the announcement of the Company dated 24 May 2009 in respect of a possible change in control of the Company.

The Company was informed by Yoshimoto Fandango and Faith that the negotiation between Yoshimoto Fandango, Faith and the Potential Investor in respect of a possible acquisition by the Potential Investor of the Shares held by Yoshimoto Fandango and Faith has been terminated.

The Company was also informed by Yoshimoto Fandango and Faith that they are still considering, and have conducted an initial discussion with an independent third party, in respect of a possible acquisition of the Shares held by Yoshimoto Fandango and Faith, which may or may not result in a change of control of the Company, and may or may not give rise an obligation for the independent third party to make a mandatory general offer for all the Shares (not already owned or agreed to be acquired by the independent third party and parties acting in concert with it) under the Code.

Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any acquisition of the Shares held by Yoshimoto Fandango and Faith will eventuate or that any offer will be made for the Shares.

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rules and pursuant to Rule 3.7 of the Code. Reference is made to the announcement of the Company dated 24 May 2009 in respect of a possible change in control of the Company (the "**Announcement**"). Capitalised terms used herein have the same meanings as defined in the Announcement unless otherwise specified.

The Company was informed by Yoshimoto Fandango and Faith that the negotiation between Yoshimoto Fandango and Faith and the Potential Investor in respect of a possible acquisition by the Potential Investor of the Shares held by Yoshimoto Fandango and Faith has been terminated.

The Company was also informed by Yoshimoto Fandango and Faith that they are still considering, and have conducted an initial discussion with an independent third party, in respect of a possible acquisition of the Shares held by Yoshimoto Fandango and Faith, which may or may not result in a change of control of the Company, and may or may not give rise an obligation for the independent third party to make a mandatory general offer for all the Shares (not already owned or agreed to be acquired by the independent third party and parties acting in concert with it) under the Code. Yoshimoto Fandango and Faith informed the Company that in respect of the above discussion, no agreement, consensus or arrangement has been reached.

Further announcement(s) will be made to inform the Shareholders and potential investors of any further developments as and when appropriate.

As at the date of this announcement, Yoshimoto Fandango holds 866,522,167 Shares representing approximately 44.99% of the total issued share capital of the Company and Faith holds 558,574,000 Shares representing approximately 29.00% of the total issued share capital of the Company.

In compliance with Rule 3.8 of the Code, the relevant securities of the Company (as defined in note 4 to Rule 22 of the Code) in issue comprise 1,926,114,403 Shares as at the date of this announcement. Save for the aforesaid, the Company has no other relevant securities as at the date hereof.

**Shareholders and potential investors are reminded to exercise caution when dealing in the Shares, as there is no certainty that any acquisition of the Shares held by Yoshimoto Fandango and Faith will eventuate or that any offer will be made for the Shares.**

By order of the Board  
**Etsuko Hoshiyama**  
Company Secretary

Hong Kong, 26 June 2009

*In accordance with Rule 3.8 of the Code, associates (as defined in the Code) of the Company are hereby reminded to disclose their dealings in the securities of the Company pursuant to the requirements of the Code:*

*“Responsibilities of stockbrokers, banks and other intermediaries Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 of the Code and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant rules of the Code. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than HK \$1 million.*

*This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.*

*Intermediaries are expected to co-operate with the Executive (as defined in the Code) in its dealings enquires. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”*

*As at the date of this announcement, the Board comprises six executive directors, namely Mr. Hidenori Nakai, Mr. Wang Kefei, Mr. Etsuro Tojo, Mr. Takeyasu Hashizume, Ms. Etsuko Hoshiyama, and Mr. Hiroshige Tonomura; and three independent non-executive directors, namely Mr. Seiichi Nakaoda, Mr. Kwong Pui Kei and Mr. Chan Hing Keung, Wilson.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at [www.rojam.com](http://www.rojam.com).*