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LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED

PLACING

Number of Placing Shares : **90,000,000 Shares consisting of 70,000,000 New Shares and 20,000,000 Sale Shares (subject to the Over-allocation Option of up to 13,500,000 existing Shares)**

Placing Price : **HK\$1.00 per Share**

Nominal Value : **HK\$0.10 each**

Stock Code : **8075**

Global Co-ordinator and Sponsor



Core Pacific – Yamaichi Capital Limited

Lead Manager

Core Pacific – Yamaichi International (H.K.) Limited

Co-Lead Manager

Celestial Capital Limited

Co-Managers

Pacific Challenge Securities Limited
Grand Cathay Securities (Hong Kong) Limited
Shenyin Wanguo Capital (H.K.) Limited
Tai Fook Securities Company Limited

CEF Capital Limited
SBI E2-Capital Securities Limited
First Shanghai Capital Limited
YF Securities Company Limited

Financial Adviser to the Company

BNP PARIBAS PEREGRINE

Summary

- CPY International has over-allocated 13,500,000 Shares in the Placing.
- The Placing Shares were approximately 9 times subscribed. The initial 90,000,000 Placing Shares and the 13,500,000 existing Shares (which have been borrowed from the Grantors pursuant to the Stock Borrowing Agreements, as defined below) have been conditionally allocated to 593 places.
- The Grantors have granted to CPY International (on behalf of the Underwriters) the Over-allocation Option, exercisable within 30 days from the date of the Prospectus, to require the Grantors to sell up to an aggregate of 13,500,000 existing Shares, representing approximately 15.0% of the number of Shares initially available under the Placing. As at the date of this announcement, the Over-allocation Option has not been exercised.
- Public float percentage of the Company before and after the exercise of the Over-allocation Option will be approximately 37.75% and 38.97% respectively.
- Dealings in the Shares on GEM are expected to commence at 10:00 a.m. on Thursday, 31st May, 2001.

Unless otherwise defined herein, the capitalised terms used in this announcement have the same meanings as used or defined in the prospectus of Rojam Entertainment Holdings Limited (the “Company”) dated 24th May, 2001 (the “Prospectus”).

Level of interest

The initial 90,000,000 Placing Shares were approximately 9 times subscribed, and have been conditionally allocated in full to individual, professional and institutional investors.

CPY International has over-allocated 13,500,000 Shares in the Placing. To facilitate the settlement of these 13,500,000 Shares, CPY International has borrowed 13,500,000 existing Shares pursuant to the stock borrowing agreements (“Stock Borrowing Agreements”) entered into between CPY International and the Grantors on 23rd May, 2001.

The 90,000,000 Placing Shares and the 13,500,000 existing Shares borrowed from the Grantors have been conditionally allocated to a total of 593 places as follows:

Number of Shares		Number of Places
2,000 to	20,000	333
20,001 to	40,000	58
40,001 to	60,000	31
60,001 to	80,000	26
80,001 to	100,000	29
100,001 to	200,000	50
200,001 to	500,000	29
500,001 to	1,000,000	19
1,000,001 to	2,000,000	11
2,000,001 to	5,000,000	2
5,000,001 to	10,000,000	5
		593
Total number of places:		593

To the best knowledge of the Sponsor and the Directors, no Shares have been placed to any party or group of persons specified under rule 10.12(4) of the GEM Listing Rules, except that CPY International has placed 200,000 Shares to Grand Cathay Securities (Hong Kong) Limited which is one of the co-managers of the Placing. Such 200,000 Shares are held by Grand Cathay Securities (Hong Kong) Limited in its own name.

10,000,000 and 48,074,000 Placing Shares have been placed to the largest and the ten largest places respectively, representing approximately 11.11% and approximately 53.42% of the 90,000,000 Placing Shares pursuant to the Placing respectively, and approximately 0.91% and approximately 4.35% of the issued share capital of the Company immediately after the completion of the Placing.

The investors should be aware that the concentration of shareholders may affect the liquidity of the Shares. The shareholders and potential investors are advised to exercise extreme caution in dealing with the Shares.

Minimum public float requirement

Pursuant to rule 11.23(1) of the GEM Listing Rules, the Company is required to maintain not less than 18.20% of its issued share capital at the time the Company commences listing on GEM and at all times thereafter. Immediately following the Placing, and not taking into account the 13,500,000 existing Shares to be sold by the Grantors upon the exercise of the Over-allocation Option, the Company will have a public float of approximately 37.75%; however, should the Over-allocation Option is exercised, the Company will have a public float of approximately 38.97%.

Deposit of share certificates into CCASS

The share certificates in respect of the 90,000,000 Placing Shares comprising 70,000,000 million New Shares and 20,000,000 Sales Shares will be available in CCASS on 30th May, 2001 for credit to the respective CCASS participants's stock accounts of the Underwriters. Additionally, the share certificates in respect of the 13,500,000 existing Shares borrowed from the Grantors are also expected to be deposited into CCASS on 30th May, 2001.

Over-allocation Option

The Grantors have granted to CPY International (on behalf of the Underwriters) the Over-allocation Option, exercisable within 30 days from the date of the Prospectus, to require the Grantors to sell up to an aggregate of 13,500,000 existing Shares, representing approximately 15.0% of the number of Shares initially available under the Placing. As at the date of this announcement, the Over-allocation Option has not been exercised. If the Over-allocation Option is fully exercised, the public float of the Company will be increased to approximately 38.97%. An announcement will be made by the Company if the Over-allocation Option is exercised.

Commencement of dealings in the Shares

Dealings in the Shares on GEM are expected to commence at 10:00 a.m. on Thursday, 31st May, 2001.

By order of the Board
Rojam Entertainment Holdings Limited
Wong Ho Yan, Daniel
Director

Hong Kong, 30th May, 2001

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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 appear on the GEM website at www.hkgem.com for 7 days from the date of its pasting.