

BRISBANE

Level 7 145 Eagle Street
Brisbane QLD 4000 Australia
GPO Box 838 Brisbane QLD 4001
phone +61 7 3831 4833
fax +61 7 3831 3862
email fhqld@qld.fh.com.au
www.ferrierhodgson.com

Circular to Shareholders

**Roamfree Ltd
(Administrators Appointed)
ACN: 118 452 190**

1. Appointment of Administrators

I advise that my partner, Mr Will Colwell and I were appointed joint and several Administrators of the abovenamed company pursuant to Part 5.3A of the Corporations Act 2001 on 24 August 2009.

The effect of the appointment of Administrators is that all the assets and undertakings of the company as well as the management of the company are now under the control of the Administrators.

A copy of the ASIC Information Sheet: "Insolvency – a guide for shareholders" can be downloaded from www.asic.gov.au/insolvencyinfosheets.

2. Important Information for Shareholders**2.1 Transfer of Shares**

Pursuant to Section 437F of the Corporations Act 2001, a transfer of shares in a company, or an alteration in the status of the members of a company that is made during the administration of a company, is void except so far as the Court orders.

2.3 Capital Gains Tax

A recent amendment to the Income Tax Assessment Act 1997 allows an Administrator, in certain circumstances, to declare shares or financial instruments worthless, with the effect of creating a capital loss on the shareholding.

Pursuant to Schedule 8 – CGT Event G3 to the Taxation Laws Amendments (2004 Measures Number 6) Act 2005, an Administrator can only make this declaration if there is no likelihood that shareholders in the company, or shareholders of the relevant class of shares, will receive any further distribution for their shares.

Whilst potential exists for the recapitalisation of the company, I am unable to make this declaration.

I will not write to shareholders until the earlier of circumstances arising that enables me to make the aforementioned declaration or just prior to the end of the financial year to appraise you of developments since the Administrators' appointment.

ADELAIDE
MELBOURNE
NEWCASTLE
PERTH
SYDNEY
HONG KONG
JAKARTA
KUALA LUMPUR
MANILA
MUMBAI
SHANGHAI
SINGAPORE
TOKYO
affiliated through
Kroll Worldwide
UNITED STATES
UNITED KINGDOM



24 August 2009

Should you have any queries regarding the matter raised herein, please contact **Nicholas Clarke** of this office.

DATED this ^{24TH} day of August 2009.

A handwritten signature in black ink, appearing to read 'Tim Michael', written over the word 'DATED' in the date line.

Tim Michael
Administrator