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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

LAPSE OF MEMORANDUM OF UNDERSTANDING IN RESPECT OF PROPOSED INVESTMENT

This announcement is made by Roma Group Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated (i) 29 August 2013 in respect of the MOU (the “**MOU Announcement**”) and (ii) 29 November 2013 in respect of the Supplemental MOU (the “**Supplemental MOU Announcement**”). Terms used herein shall have the same meanings as those defined in the MOU Announcement and the Supplemental MOU Announcement unless defined otherwise.

Pursuant to the terms of the MOU (as supplemented by the Supplemental MOU), the period (the “**Period**”) for the Purchaser and the Vendor for entering into of the Agreement shall be extended to 28 February 2014 (or such later date as the Purchaser may agree). As at the date of this announcement, the Agreement has not been entered into between the Purchaser and the Vendor and there is no agreement reached in extending the Period. Accordingly, the MOU (as supplemented by the Supplemental MOU) will lapse today.

* *for identification purpose only*

The Board considers that the lapse of the MOU (as supplemented by the Supplemental MOU) does not have any material adverse impact on the operation of the Company and its subsidiaries.

By order of the Board
Roma Group Limited
Yue Kwai Wa Ken
Executive Director and Company Secretary

Hong Kong, 28 February 2014

As at the date of this announcement, the executive directors of the Company are Mr. Luk, Kee Yan Kelvin and Mr. Yue, Kwai Wa Ken, and the independent non-executive directors of the Company are Mr. Chan, Ka Kit, Mr. Lam, Pak Cheong and Mr. Ng, Simon.

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 for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its posting. This announcement will also be published on the website of the Company at www.romagroup.com.