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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRMAN OF THE REMUNERATION COMMITTEE
AND
MEMBER OF THE AUDIT COMMITTEE AND
THE NOMINATION COMMITTEE**

The board of directors (the “**Board**”) of Roma Group Limited (the “**Company**”) announces that Mr. Lam Pak Cheong (“**Mr. Lam**”) has resigned as an independent non-executive director, the chairman of the remuneration committee and a member of each of the audit committee and the nomination committee of the Company with effect from 1 March 2014 as he requires more time to pursue his other business engagements.

Mr. Lam has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

Following the resignation of Mr. Lam, the Company has two independent non-executive directors and audit committee members, which fall below the minimum number requirement of Rule 5.05(1) and Rule 5.28 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”). Further, the number of members, who should be the non-executive directors of the Company, of the nomination committee and the remuneration committee of the Company will fall below the minimum number required under the terms of reference of the nomination committee and remuneration committee of the Company (the “**Terms of Reference**”). The Company is endeavoring to identify suitable candidate to fill the above vacancies within three months from effective date of resignation of Mr. Lam pursuant to the GEM Listing Rules and the Terms of Reference. Further announcement will be made by the Company when the relevant appointment is made.

* for identification purpose only

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Lam for his valuable contributions to the Company during his tenure of office.

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

Hong Kong, 3 March 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 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.