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## **ROMA GROUP LIMITED**

**羅馬集團有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 8072)**

### **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 31 JULY 2014**

All the proposed resolutions as set out in the AGM Notice were passed by the Shareholders by way of poll at the AGM.

The board (the “Board”) of directors (the “Directors”) of Roma Group Limited (the “Company”) is pleased to announce that all the proposed resolutions as set out in the notice of the annual general meeting of the Company (the “AGM”) dated 27 June 2014 (the “AGM Notice”) to the holders of the Company’s shares with a nominal value of HK\$0.001 each (the “Shares” and the “Shareholders”, respectively) were passed by the Shareholders by way of poll at the AGM held on 31 July 2014.

As at the date of the AGM, there were a total of 16,051,600,000 issued Shares entitling the holders to attend and vote for or against all the proposed resolutions at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 17.47A 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”).

There were no Shares requiring the holders to abstain from voting on the proposed resolutions at the AGM under the GEM Listing Rules. No Shareholders have stated in the Company’s circular dated 27 June 2014 their intention to vote against or abstain from voting on any of the proposed resolutions at the AGM.

Tricor Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed as the scrutineer for the vote-taking at the AGM.

\* For identification purpose only

The poll results in respect of all the resolutions proposed at the AGM are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company and the reports of the directors and the independent auditor for the year ended 31 March 2014.	973,422,400 (100%)	0 (0%)
2.	To re-elect the following retiring Directors:		
	i. Mr. Yue, Kwai Wa Ken as an executive Director.	973,422,400 (100%)	0 (0%)
	ii. Mr. Ng, Simon as an independent non-executive Director.	973,422,400 (100%)	0 (0%)
3.	To authorise the Board to fix the Directors' remuneration for the year ending 31 March 2015.	973,422,400 (100%)	0 (0%)
4.	To re-appoint BDO Limited as the independent auditor of the Company and to authorise the Board to fix its remuneration.	973,422,400 (100%)	0 (0%)
5.	<sup>△</sup> To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with the Shares.	973,422,400 (100%)	0 (0%)
6.	<sup>△</sup> To grant a general mandate to the Directors to purchase the Shares.	973,422,400 (100%)	0 (0%)
7.	<sup>△</sup> Conditional on the passing of Resolutions 5 and 6 above, to extend the general mandate granted by Resolution 5 by adding thereto the Shares purchased pursuant to the general mandate granted by Resolution 6.	973,422,400 (100%)	0 (0%)

<sup>△</sup> The full text of each of the proposed resolutions was set out in the AGM Notice.

*Note: The number of votes and approximate percentage of voting Shares are based on the total number of the issued Shares held by the Shareholders who voted at the AGM in person or by proxy.*

As more than 50% of the votes were cast in favour of each of the above proposed resolutions, all of them were duly passed as ordinary resolutions.

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

Hong Kong, 31 July 2014

*As at the date of this announcement, the executive Directors are Mr. Luk, Kee Yan Kelvin and Mr. Yue, Kwai Wa Ken, and the independent non-executive Directors are Mr. Chan, Ka Kit, Mr. Ko, Wai Lun Warren and Mr. Ng, Simon.*

*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, 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.*

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