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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 THE ANNUAL GENERAL MEETING HELD ON 27 SEPTEMBER 2016

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2016 AGM.

The board (the “Board”) of directors (the “Directors”) of Roma Group Limited (the “Company”) is pleased to announce that all the proposed ordinary resolutions as set out in the notice of the annual general meeting of the Company (the “AGM”) dated 26 August 2016 (the “AGM Notice” and the “Proposed Resolutions”, respectively) were duly passed by the holders of the Company’s ordinary shares of HK\$0.016 each (the “Shares” and the “Shareholders”, respectively) by way of poll at the AGM held on Tuesday, 27 September 2016 (the “2016 AGM”).

As at the date of the 2016 AGM, there were 4,999,853,300 issued Shares entitling the Shareholders to attend and vote on the Proposed Resolutions at the 2016 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2016 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”).

None of the Shareholders were required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2016 AGM. None of the Shareholders have stated in the Company’s circular dated 26 August 2016 (the “Circular”) their intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2016 AGM.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the 2016 AGM.

* For identification purpose only

The poll results in respect of all the Proposed Resolutions put to vote at the 2016 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %) ^(Note)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and the respective reports of the Directors and independent auditor of the Company for the year ended 31 March 2016.	2,456,961,769 (100%)	0 (0%)
2.	To re-elect the following retiring Directors:		
	a. Mr. Yue Kwai Wa Ken as an executive Director	2,456,961,769 (100%)	0 (0%)
	b. Mr. Ko Wai Lun Warren as an independent non-executive Director	2,456,961,769 (100%)	0 (0%)
	c. Mr. Wong Tat Keung as an independent non-executive Director	2,456,961,769 (100%)	0 (0%)
3.	To authorise the Board to fix the Directors' remuneration for the year ending 31 March 2017.	2,456,961,769 (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.	2,456,961,769 (100%)	0 (0%)
5.	[^] To grant a general mandate to the Directors to allot, issue or otherwise deal with additional Shares not exceeding 20% of the aggregate number of Shares in issue as at the date of passing this resolution.	2,456,961,769 (100%)	0 (0%)
6.	[^] To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the aggregate number of Shares in issue as at the date of passing this resolution.	2,456,961,769 (100%)	0 (0%)
7.	[^] Conditional on the passing of Resolutions 5 and 6 above, to extend the general mandate granted to the Directors to issue Shares by the number of Shares repurchased.	2,456,961,769 (100%)	0 (0%)
8.	[^] To approve the refreshment of scheme mandate limit.	2,456,961,769 (100%)	0 (0%)

^Δ For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

Note: The number of votes and approximate percentage of total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2016 AGM in person, by authorised representative or by proxy.

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

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

Hong Kong, 27 September 2016

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. Ko, Wai Lun Warren, Mr. Lou, Ming and Mr. Wong, Tat Keung.

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.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited 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.