

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



ROMA GROUP LIMITED

羅馬集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

**EXTENSION LETTER TO THE UNDERWRITING AGREEMENT;
AND
REVISED TIMETABLE IN RELATION
TO SHARE CONSOLIDATION, INCREASE
IN AUTHORISED SHARE CAPITAL AND RIGHTS ISSUE**

Reference is made to the announcement of Roma Group Limited (the “**Company**”) dated 14 August 2017 in relation to, among others, the proposed Share Consolidation, the proposed Increase in Authorised Share Capital and the proposed Rights Issue (the “**Announcement**”), and the announcements of the Company dated 31 August 2017 and 15 September 2017 in relation to the delay in despatch of the circular (the “**Delay Despatch Announcements**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement.

EXTENSION LETTER TO THE UNDERWRITING AGREEMENT

On 28 September 2017, the Company and the Underwriter entered into an extension letter to the Underwriting Agreement to extend (i) the latest time for acceptance from 4:00 p.m. on Tuesday, 24 October 2017 to 4:00 p.m. on Friday, 10 November 2017 or such later time as may be agreed between the Company and the Underwriter; (ii) the Prospectus Posting Date from Tuesday, 10 October 2017 to Friday, 27 October 2017 or such other date as may be agreed between the Company and the Underwriter; and (iii) the Record Date from Monday, 9 October 2017 to Thursday, 26 October 2017 or such other date as may be agreed between the Company and the Underwriter. Save for the above-mentioned, all other terms and conditions of the Underwriting Agreement remain unchanged.

* *For identification purpose only*

REVISED EXPECTED TIMETABLE

As disclosed in the Delay Despatch Announcements, the Circular would be despatched to the Shareholders on or before Friday, 29 September 2017. The revised expected timetable for the implementation of the Share Consolidation, the Increase in Authorised Share Capital, the Rights Issue and the associated trading arrangement is set out below:

Event	Date
Latest time for lodging transfer of Shares to qualify for attendance and voting at the EGM	4:30 p.m. on Thursday, 12 October 2017
Closure of register of members of the Company for determining the identity of the Shareholders entitled to attend and vote at the EGM (both dates inclusive).....	From Friday, 13 October 2017 to Wednesday, 18 October 2017
Latest time for lodging proxy forms for the EGM (not less than 48 hours prior to the time of holding EGM).....	11:00 a.m. on Monday, 16 October 2017
Record date for attendance and voting at the EGM	Wednesday, 18 October 2017
Expected date and time of the EGM to approve the Share Consolidation, the Increase in Authorised Share Capital and the Rights Issue	11:00 a.m. on Wednesday, 18 October 2017
Announcement of the poll result of the EGM	Wednesday, 18 October 2017
Effective date of the Share Consolidation and the Increase in Authorized Share Capital.....	Thursday, 19 October 2017
Commencement of dealings in the Consolidated Shares.....	9:00 a.m. on Thursday, 19 October 2017
Original counter for trading in the Existing Shares (in board lots of 20,000 Shares) to be closed.....	9:00 a.m. on Thursday, 19 October 2017
Temporary counter for trading in the Consolidated Shares in board lots of 5,000 Consolidated Shares (in form of existing share certificates) to be opened	9:00 a.m. on Thursday, 19 October 2017
First date of free exchange of existing certificates for the Existing Shares into new share certificates for the Consolidated Shares	Thursday, 19 October 2017

Event	Date
Last day of dealings in the Consolidated Shares on cum-rights basis.....	Thursday, 19 October 2017
First day of dealings in the Consolidated Shares on ex-rights basis.....	Friday, 20 October 2017
Latest time for lodging transfer of the Shares in order to be qualified for the Rights Issue.....	4:30 p.m. on Monday, 23 October 2017
Closure of register of members to determine the eligibility of the Rights Issue (both dates inclusive).....	From Tuesday, 24 October 2017 to Thursday, 26 October 2017
Record Date for the Rights Issue.....	Thursday, 26 October 2017
Prospectus Documents expected to be despatched.....	Friday, 27 October 2017
First day of dealings in nil-paid Rights Shares.....	Tuesday, 31 October 2017
Original counter for trading in the Consolidated Shares (in board lots of 20,000 Consolidated Shares in the form of new share certificates for the Consolidated Shares) reopens.....	Thursday, 2 November 2017
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares	9:00 a.m. on Thursday, 2 November 2017
Parallel trading in Consolidated Shares (in the form of new and existing certificates) commences.....	9:00 a.m. on Thursday, 2 November 2017
Latest time for splitting of nil-paid Rights Shares.....	4:30 p.m. on Thursday, 2 November 2017
Last day of dealings in nil-paid Rights Shares	Tuesday, 7 November 2017
Latest time for acceptance of, and payment for, the Rights Shares and application for excess Rights Shares.....	4:00 p.m. on Friday, 10 November 2017

Event	Date
Latest time for termination of the Underwriting Agreement.....	4:00 p.m. on Wednesday, 15 November 2017
Announcement for allotment result of the Rights Issue	Thursday, 16 November 2017
Refund cheques for wholly and partially unsuccessful applications for excess Rights Shares expected to be posted on or before	Friday, 17 November 2017
Certificates for the Rights Shares expected to be dispatched on or before.....	Friday, 17 November 2017
Dealings in fully-paid Rights Shares commence.....	9:00 a.m. on Monday, 20 November 2017
Temporary counter for trading in Consolidated Shares in board lots of 5,000 Consolidated Shares (in form of existing share certificates) to be closed	4:00 p.m. on Wednesday, 22 November 2017
Parallel trading in the Consolidated Shares (in the form of new and existing share certificates) ends.....	4:00 p.m. on Wednesday, 22 November 2017
Designated broker ceases to stand in the market to provide matching services for the sale and purchase of odd lots of the Consolidated Shares	4:00 p.m. on Wednesday, 22 November 2017
Last day for free exchange of existing share certificates for new share certificates.....	Friday, 24 November 2017

All times and dates stated in this announcement refer to Hong Kong local times and dates. Dates or deadlines specified in the expected timetable above are indicative only and may be extended or varied by the Company (subject to agreement by the Underwriter). Any changes to the expected timetable will be published or notified to Shareholders as and when appropriate in accordance with the GEM Listing Rules.

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

Hong Kong, 28 September 2017

As at the date of this announcement, the executive Directors are Dr. Cheung Wai Bun, Charles, J.P., Ms. Chan Hong Nei, Connie and Mr. Yue Kwai Wa, Ken, the non-executive Directors are Dr. Lam Lee G., Mr. Ng Man Kung, Mr. So Wing On and Mr. Yim Wai Ning, and the independent non-executive Directors are Mr. Choi Wai Tong, Winton, Mr. Ko Wai Lun, Warren, Ms. Li Tak Yin 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 GEM website at www.hkgem.com on the “Latest Company Announcements” page 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.