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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)

**CHANGE OF CHIEF EXECUTIVE OFFICER
AND
CLARIFICATION ANNOUNCEMENT**

RESIGNATION OF CHIEF EXECUTIVE OFFICER

The board (the “**Board**”) of directors (the “**Directors**”) of Roma Group Limited (the “**Company**”) announces that Mr. Lum Pak Sum (“**Mr. Lum**”) has tendered his resignation as the chief executive officer of the Company and its subsidiaries (the “**Group**”) with effect from 1 October 2017 due to his decision to devote more time to his personal endeavours.

Mr. Lum has confirmed that he has no disagreement with the board and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Company would like to express its sincere gratitude to Mr. Lum for his contributions to the Group during his term of office.

REDESIGNATION OF CHIEF EXECUTIVE OFFICER

The Board further announces that Mr. Yue Kwai Wa Ken (“**Mr. Yue**”), an executive Director, will be redesignated as the chief executive officer of the Group with effect from 1 October 2017.

The biographical details of Mr. Yue are as follows:

Mr. Yue, aged 52, was appointed as an executive Director on 18 March 2011. Mr. Yue is the company secretary and the compliance officer of the Company and is also a director of a number of subsidiaries of the Company. Mr. Yue is currently responsible for the overall business development, corporate advisory and valuation functions of the Group. Mr. Yue obtained a diploma of technology in financial management accounting option from the

* *For identification purpose only*

British Columbia Institute of Technology in Canada and a bachelor degree of science in accounting from Upper Iowa University of the United States. He is a member of the American Institute of Certified Public Accountants and a fellow member of the Colorado State Society of Certified Public Accountants. Mr. Yue has over 20 years of experience in accounting and finance. Mr. Yue has been appointed as an independent non-executive director of China Starch Holdings Limited (Stock code: 3838) since 5 September 2007 and Major Holdings Limited (Stock code: 1389) since 30 December 2013. With effect from 6 November 2015, Mr. Yue has been appointed as an independent non-executive director of Manfield Chemical Holdings Limited (Stock code: 1561). Mr. Yue was the executive director of Legend Strategy International Holdings Group Company Limited (Stock code: 1355) between 4 July 2014 and 18 November 2014. Shares of the abovementioned companies are listed on the Stock Exchange.

Mr. Yue has entered into a service agreement with the Group for an initial term of three years commencing from 25 February 2013 and continues thereafter until terminated in accordance with the terms of the agreement and is subject to retirement by rotation and reelection pursuant to the articles of association of the Company. He is entitled to an annual remuneration of HK\$1,944,000. Such emolument will be determined annually by the remuneration committee of the Company with reference to his experience, responsibilities and the prevailing market conditions, and he is entitled to a discretionary management bonus by reference to the consolidated net profits of the Group after taxation and non controlling interests but before extraordinary items.

Save as disclosed above, Mr. Yue has not held other directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years and does not hold any other position within the Group.

Mr. Yue does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company (each as respectively defined in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of the Stock Exchange. Mr. Yue does not have, and is not deemed to have any interests or short positions in any Shares, underlying shares or debentures of the Company or any of its associated corporations which is require to be disclosed under Part XV of the Securities and Futures Ordinance as at the date of this announcement.

Save as disclosed above, there are no other matters relating to the redesignation of Mr. Yue that needs to be brought to the attention of the Shareholder and there is no other information that should be disclosed pursuant to any of the requirements under Rule 17.50(2)(h) to (v) of the GEM Listing Rules.

CLARIFICATION

Reference is made to the announcement of the Company dated 13 September 2017 (the “**Announcement**”) in relation to, among other things, the appointment of Ms. Li Tak Yin (“**Ms. Li**”) as an independent non-executive Director.

Pursuant to Rule 17.50(2)(1) of the GEM Listing Rules, where any enterprise, company or unincorporated business enterprise has been dissolved or put into liquidation (otherwise than by a members' voluntary winding up when the company, in the case of a Hong Kong company, was solvent) during the period when the newly appointed director was one of its directors, details of which should be disclosed.

In this connection, the Board wishes to supplement the Announcement with the information below:

Ms. Li was a director of Group Tutoring Association Limited (“GTAL”), a company which was incorporated in Hong Kong and dissolved by striking off on 15 June 2007 pursuant to section 291 of the then prevailing Companies Ordinance (Chapter 32 of the Laws of Hong Kong) during the period when she was a director of GTAL.

Save as disclosed herein and in the Announcement, there is no other information in relation to Ms. Li that is required to be disclosed pursuant to Rule 17.50(2)(h) to (v) of the GEM Listing Rules. The Board is not aware of any other matter in relation to Ms Li's appointment that needs to be brought to the attention of the Shareholders.

The above mentioned clarification does not affect any other information contained in the Announcement, and save as disclosed above, all other information in both English and Chinese versions of the Announcement remains unchanged.

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

Hong Kong, 29 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.