

**IMPORTANT**  
**重要提示**

**THIS DOCUMENT IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT EXPIRES AT 4:00 P.M. ON FRIDAY, 10 NOVEMBER 2017 (OR SUCH LATER DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER ON THE LATEST TIME FOR ACCEPTANCE" IN THE ENCLOSED SHEET).**

此乃有價值及可轉讓之文件，敬請即時處理。本文件所載之要約於二零一七年十一月十日(星期五)(或載於附頁「惡劣天氣對最後接納時限之影響」一段所述之較後日期)下午四時正截止。

**IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS PROVISIONAL ALLOTMENT LETTER OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.**

閣下如對本暫定配額通知書或應採取之行動有任何疑問，應諮詢閣下之持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Provisional Allotment Letter, 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 Provisional Allotment Letter.

香港交易及結算有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不對就本暫定配額通知書全部或任何部份內容所產生或因倚賴該等內容而引致之任何損失承擔責任。

A copy of each of the Prospectus Documents, together with the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in appendix III to the Prospectus, has been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of any of the Prospectus Documents.

章程文件各一份及於章程附錄三「送呈香港公司註冊處處長之文件」一段所述之文件，已依據公司(清盤及雜項條文)條例第342C條之規定經香港公司註冊處處長註冊。香港證券及期貨事務監察委員會及香港公司註冊處處長對各章程文件之內容概不負責。

Dealings in the Rights Shares in both nil-paid and fully-paid forms may be settled through the Central Clearing and Settlement System ("CCASS") operated by HKSCC and you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

未繳股款及繳足股款供股股份之買賣可透過香港結算管理之中央結算及交收系統(「中央結算系統」)交收。閣下應就該等交收安排之詳情及該等安排如何影響閣下之權利及權益，諮詢閣下之證券經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirement of HKSCC, the Rights Shares in both their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the CCASS with effect from the respective commencement dates of dealings in the Rights Shares in both their nil-paid and fully paid forms on the Stock Exchange or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待未繳股款及繳足股款之供股股份獲准在聯交所上市及買賣以及符合香港結算之股份收納規定後，未繳股款及繳足股款之供股股份將獲香港結算接納為合資格證券，由未繳股款及繳足股款之供股股份各自在聯交所開始買賣日期或香港結算決定之該等其他日期起，可在中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行交易之交收須於其後第二個交易日在中央結算系統內進行。所有在中央結算系統之活動均須受不時生效之中央結算系統一般規則及中央結算系統運作程序規則所規限。

Reference is made to the prospectus (the "Prospectus") issued by ROMA GROUP LIMITED (the "Company") dated 27 October 2017 in relation to the Rights Issue. Terms defined in the Prospectus shall have the same meanings when used herein, unless the context otherwise requires.

茲提述羅馬集團有限公司(「本公司」)日期為二零一七年十月二十七日有關供股之章程(「章程」)。除文義另有所指，章程所界定詞彙與本表格所用者具相同涵義。

**TO ACCEPT THE PROVISIONAL ALLOTMENT SPECIFIED IN THIS DOCUMENT IN FULL, YOU MUST LODGE THIS ORIGINAL DOCUMENT INTACT WITH THE COMPANY'S HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE, TRICOR INVESTOR SERVICES LIMITED AT LEVEL 22, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, HONG KONG TOGETHER WITH A REMITTANCE IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C BELOW SO AS TO BE RECEIVED BY NO LATER THAN 4:00 P.M. ON FRIDAY, 10 NOVEMBER 2017. ALL REMITTANCES MUST BE MADE IN HONG KONG DOLLARS. CHEQUES MUST BE DRAWN ON AN ACCOUNT WITH, AND BANKER'S CASHIER ORDERS MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "ROMA GROUP LTD — PROVISIONAL ALLOTMENT ACCOUNT" AND CROSSED "ACCOUNT PAYEE ONLY". INSTRUCTIONS ON TRANSFER AND SPLITTING ARE SET OUT IN THE ENCLOSED SHEET. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.**

閣下如欲接納本文件所指定之全部暫定配額，須將本文件整份正本連同下列丙欄所示全部港元款額之付款，不遲於二零一七年十一月十日(星期五)下午四時正前交回本公司之香港股份過戶登記分處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心22樓。所有股款必須以港元支付。支票及銀行本票須分別由香港持牌銀行戶口開出及香港持牌銀行發出，註明抬頭人為「ROMA GROUP LTD — PROVISIONAL ALLOTMENT ACCOUNT」，並劃線註明「只准入抬頭人賬戶」。有關轉讓及分拆之指示載於附頁。本公司將不會就該等股款發出收據。



## ROMA GROUP LIMITED

羅馬集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock code: 8072)

(股份代號: 8072)

**RIGHTS ISSUE ON THE BASIS OF  
THREE (3) RIGHTS SHARES FOR EVERY TWO (2) SHARES  
HELD ON THE RECORD DATE AT HK\$0.15 PER RIGHTS SHARE**  
於記錄日期按每股供股股份0.15港元每持有兩(2)股股份  
獲發三(3)股供股股份之基準進行供股  
**PAYABLE IN FULL ON ACCEPTANCE BY  
NOT LATER THAN 4:00 P.M. ON FRIDAY, 10 NOVEMBER 2017**  
股款須不遲於二零一七年十一月十日(星期五)下午四時正接納時繳足

### PROVISIONAL ALLOTMENT LETTER

暫定配額通知書

*Hong Kong branch share  
registrar and transfer office:*  
Tricor Investor Services Limited  
Level 22, Hopewell Centre,  
183 Queen's Road East,  
Hong Kong

香港股份過戶  
登記分處:  
卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心22樓

*Registered Office:*  
註冊辦事處:  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman  
KY1-1111  
Cayman Islands

*Head office and principal place of  
business in Hong Kong:*  
22/F.,  
China Overseas Building  
139 Hennessy Road  
Wanchai, Hong Kong

香港總辦事處及  
主要營業地點:  
香港灣仔  
軒尼詩道139號  
中國海外大廈  
22樓

27 October 2017  
二零一七年十月二十七日

\* For identification purpose only 僅供識別

Name(s) and address of the Qualifying Shareholder(s)  
合資格股東姓名及地址

┌

Number of Shares registered in your name(s)  
on Thursday, 26 October 2017

於二零一七年十月二十六日(星期四)  
以閣下名義登記之股份數目

BOX A  
甲欄

Number of Rights Shares in your provisional  
allotment. Subject to payment in full on  
acceptance by not later than 4:00 p.m. on  
Friday, 10 November 2017

閣下獲暫定配發之供股股份數目。股  
款須不遲於二零一七年十一月十日(星  
期五)下午四時正接納繳足

BOX B  
乙欄

Total subscription monies payable on  
acceptance in full

於接納時應全數繳足之認購股款總額

BOX C  
丙欄

HK\$  
港元

Contact Telephone no.:  
聯絡電話號碼：

\_\_\_\_\_

Provisional Allotment  
Letter No.  
暫定配額通知書編號

Dealings in the Rights Shares in the nil-paid forms will take place from Tuesday, 31 October 2017 to Tuesday, 7 November 2017 (both dates inclusive) on the Stock Exchange.

未繳股款之供股股份將於二零一七年十月三十一日(星期二)至二零一七年十一月七日(星期二)(包括首尾兩日在內)期間於聯交所進行買賣。

The Rights Issue is conditional upon the fulfilment of the conditions set out under the section headed “Letter from the Board — The Underwriting Agreement — Conditions of the Rights Issue” in the Prospectus. If any of the conditions of the Rights Issue are not fulfilled, the Rights Issue will not proceed. The Underwriting Agreement contains provisions entitling the Underwriter to terminate the Underwriting Agreement on or prior to the Latest Time for Termination in accordance with the terms thereof on the occurrence of certain event as set out under the section headed “TERMINATION OF THE UNDERWRITING AGREEMENT” in the Prospectus. If the Underwriting Agreement does not become unconditional or if it is terminated in accordance with the terms thereof, the Rights Issue will not proceed.

供股須待章程「董事會函件—包銷協議—供股之條件」一節項下所載之條件獲達成後，方可作實。倘供股之任何條件不能達成，則不會進行供股。根據包銷協議，包銷商有權在章程「終止包銷協議」一節項下所述之若干情況下，於最後終止時限或之前根據包銷協議之條款終止包銷協議。倘若包銷協議並未成為無條件或倘包銷協議根據其項下之條款被終止，則不會進行供股。

**NO RECEIPT WILL BE GIVEN.**

本公司將不另發收據。

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IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE ENTITLEMENTS TO THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

於轉讓供股股份之認購權時，每一宗買賣均須繳付香港從價印花稅。餽贈或轉讓（並非以出售方式）實益擁有之權益亦須繳付從價印花稅。於登記轉讓本文件所指之任何供股股份之權利之前，須出示已繳付從價印花稅之證明。

Form B  
表格乙

**FORM OF TRANSFER AND NOMINATION**  
**轉讓及提名表格**

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer his/her/its/their right(s) to subscribe for the Rights Share(s) comprised herein)

(僅供擬轉讓其／彼等於本表格所列供股股份認購權之合資格股東填寫及簽署)

To: The Directors,  
**ROMA GROUP LIMITED**

致：羅馬集團有限公司  
列位董事 台照

Dear Sirs,

I/We, as the Qualifying Shareholder(s) hereby transfer all my/our rights to subscribe for the Rights Shares comprised in this Provisional Allotment Letter to the person(s) accepting the same and signing the enclosed registration application form (Form C). I/We have read the conditions and procedures for transfer set out in the enclosed sheet and agree to be bound thereby.

敬啟者：

本人／吾等作為合資格股東，茲將本暫定配額通知書所列本人／吾等之供股股份認購權悉數轉讓予接受此權利並簽署隨附登記申請表格（表格丙）之人士。本人／吾等已細閱附頁所載各項條件及轉讓手續，並同意受其約束。

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

**Signature(s) of Qualifying Shareholder(s) (all joint Qualifying Shareholders must sign)**  
合資格股東簽署（所有聯名合資格股東均須簽署）

Date 日期：\_\_\_\_\_

NOTE: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares.  
附註：有關轉讓 閣下之供股股份認購權須繳付香港印花稅。

Form C  
表格丙

**REGISTRATION APPLICATION FORM**  
**登記申請表格**

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares are being transferred)  
(僅供供股股份認購權之承讓人填寫及簽署)

To: The Directors,  
**ROMA GROUP LIMITED**

致：羅馬集團有限公司  
列位董事 台照

Dear Sirs,

I/We request you to register the number of the Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same upon and subject to the terms set out in this Provisional Allotment Letter and the accompanying Prospectus and subject to the Memorandum and Articles of Association of the Company. I/We have read the conditions and procedures for application set out in the enclosed sheet and agree to be bound thereby.

敬啟者：

本人／吾等謹請閣下將表格甲內乙欄所列之供股股份數目登記於本人／吾等名下，本人／吾等同意依照本暫定配額通知書及隨附之章程內所載條款並在貴公司之公司組織章程大綱及細則之限制下接納此等股份。本人／吾等已細閱附頁所載各項條件及申請手續，並同意受其約束。

Existing Shareholder(s)  
Please mark "X" in this box  
現有股東請在本欄內填上「X」號

To be completed in block letters in ENGLISH. Joint applicants should give the address of the first-named applicant only.  
請用英文正楷填寫。聯名申請人僅須填寫排名首位之申請人之地址。

Name in English 英文姓名	Family Name or Company Name 姓氏或公司名稱	Other Names 名字	Name in Chinese 中文姓名
Full Name(s) of Joint Applicants 聯名申請人全名			
Address in English (joint applicants should give one address only) 英文地址(聯名申請人只需填寫一個地址)			
Occupation 職業			Tel. No. 電話號碼
Dividend Instructions 派息指示			
Name & Address of Bank 銀行名稱及地址			Bank Account No. 銀行賬戶號碼

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

**Signature(s) (all joint applicants must sign)**  
簽署(所有聯名申請人均須簽署)

Date 日期：\_\_\_\_\_

NOTE: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares.  
附註：有關轉讓閣下之供股股份認購權須繳付香港印花稅。





## ROMA GROUP LIMITED

羅馬集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

27 October 2017

Dear Qualifying Shareholder(s),

Reference is made to the prospectus of Roma Group Limited dated 27 October 2017 (the “Prospectus”) in relation to the Rights Issue. Terms defined in the Prospectus shall have the same meanings when used herein, unless the context otherwise requires. In accordance with the terms set out in the Prospectus, the Directors have provisionally allotted to you Rights Shares on the basis of three Rights Shares for every two Shares registered in your name as at the Record Date (that is, Thursday, 26 October 2017) at a price of HK\$0.15 per Rights Share. Your holding of Shares as at the Record Date is set out in Box A in Form A and the number of Rights Shares provisionally allotted to you is set out in Box B in Form A.

Documents issued in connection with the Rights Issue have not been registered or filed under or conformed to any applicable securities legislation of any jurisdictions other than Hong Kong. No action has been taken in any territory or jurisdiction outside Hong Kong, to permit the offering of the Rights Shares or the distribution of any documents in connection with the Rights Issue. No person receiving the Prospectus or any of the PAL or Excess Application Form in any territory or jurisdiction outside Hong Kong may treat this as an offer or an invitation to apply for Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of anyone outside Hong Kong wishing to make an application for Rights Shares to satisfy himself/herself/itself/themselves as to the observance of the laws and regulations of all relevant territories and jurisdictions, including the obtaining of any governmental or other consents and to pay any taxes and duties. The Company will not be responsible for verifying the legal qualification of such Overseas Shareholder and/or resident in such territory or jurisdiction, thus, should the Company suffer any losses or damages due to non-compliance with the relevant laws of such territory or jurisdiction by any such Overseas Shareholder and/or resident, the Overseas Shareholder and/or resident shall be responsible to compensate the Company for the same. The Company shall not be obliged to issue the nil-paid Rights Shares or fully-paid Rights Shares to any such Overseas Shareholder and/or resident, if at the Company’s absolute discretion issuing the nil-paid Rights Shares or fully-paid Rights Shares to them does not comply with the relevant laws of such territory or jurisdiction.

The Company reserves the right to refuse to accept any application for Rights Shares if it believes, or has reason to believe, that such acceptance would violate the applicable securities or other laws or regulations of any territory. No application for Rights Shares will be accepted from any person who is Non-Qualifying Shareholder.

The Rights Shares, when allotted and issued, shall rank *pari passu* in all respects with the Shares in issue on the date of allotment and issue of the Rights Shares, including the right to receive all dividends and distributions which may be declared, made or paid on or after such date.

### PROCEDURES FOR ACCEPTANCE

To take up your provisional allotment in full, you must lodge the whole of the original PAL intact with the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong (the “Registrar”) together with a remittance for the full amount payable on acceptance, as set out in Box C in Form A, so as to be received by no later than 4:00 p.m. on Friday, 10 November 2017 (or, under bad weather conditions, such later date as mentioned in the paragraph headed “Effect of bad weather on the Latest Time for Acceptance” in the enclosed sheet). All remittances must be made in Hong Kong dollars. Cheques must be drawn on an account with, and banker’s cashier orders must be issued by, a licensed bank in Hong Kong and made payable to “**ROMA GROUP LTD — PROVISIONAL ALLOTMENT ACCOUNT**” and crossed “**Account Payee Only**”. Such payment will constitute acceptance of the provisional allotment on the terms of the PAL and the Prospectus and subject to the Memorandum and Articles of Association of the Company. No receipt will be given for such remittances.

It should be noted that unless the PAL, together with the appropriate remittance for the amount shown in Box C in Form A, has been physically received as described above by no later than 4:00 p.m. on Friday, 10 November 2017 (or, under bad weather conditions, such later date as mentioned in the paragraph headed “Effect of bad weather on the Latest Time for Acceptance” in the enclosed sheet) whether from the original allottee or any person in whose favour the rights have been validly transferred, the provisional allotment and all rights under the PAL will be deemed to have been declined and will be cancelled.

Any acceptance of the offer of the Rights Shares by any person will be deemed to constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant territories and jurisdictions other than Hong Kong, in connection with the PAL and any acceptance of it, have been, or will be, fully complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited, will give or is subject to the above representation and warranty.

### EXCESS RIGHTS SHARES

If you wish to apply for any Rights Shares in addition to your provisional allotment under the PAL, you must complete and sign the accompanying Excess Application Form as indicated thereon and lodge it, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, with the Registrar by no later than 4:00 p.m. on Friday, 10 November 2017 (or, under bad weather conditions, such later date as mentioned in the paragraph headed “Effect of bad weather on the Latest Time for Acceptance” in the enclosed sheet). All remittances must be made in Hong Kong dollars. Cheques must be drawn on an account with, and banker’s cashier orders must be issued by, a licensed bank in Hong Kong and made payable to “**ROMA GROUP LTD — EXCESS APPLICATION ACCOUNT**” and crossed “**Account Payee Only**”. It should be noted that the allotment of excess Rights Shares will be made by the Directors on a fair and equitable basis and Qualifying Shareholders are not guaranteed to be allotted all or any of the excess Rights Shares applied for.

## **TRANSFER**

If you wish to transfer all of your rights to subscribe for Rights Shares provisionally allotted to you under the PAL, you must complete and sign the Form of Transfer and Nomination (Form B) and hand the PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the Registration Application Form (Form C) and lodge the PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C in Form A with the Registrar so as to be received by no later than 4:00 p.m. on Friday, 10 November 2017. It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares.

## **SPLITTING**

If you wish to accept only part of your provisional allotment or transfer a part of your right to subscribe for the Rights Shares provisionally allotted under the PAL or to transfer part of your rights to more than one person, the original PAL must be surrendered by no later than 4:30 p.m. on Thursday, 2 November 2017 to the Registrar who will cancel the original PAL and issue new PALs in the denominations required which will be available for collection from the Registrar after 9:00 a.m. on the second Business Day after the surrender of the original PAL.

## **TERMINATION OF THE UNDERWRITING AGREEMENT**

The Rights Issue is conditional upon the fulfilment of the conditions set out under the section headed “Letter from the Board — The Underwriting Agreement — Conditions of the Rights Issue” in the Prospectus. If any of the conditions of the Rights Issue are not fulfilled, the Rights Issue will not proceed. The Underwriting Agreement contains provisions entitling the Underwriter to terminate the Underwriting Agreement on or prior to the Latest Time for Termination in accordance with the terms thereof on the occurrence of certain event as set out under the section headed “TERMINATION OF THE UNDERWRITING AGREEMENT” in the Prospectus. If the Underwriting Agreement does not become unconditional or if it is terminated in accordance with the terms thereof, the Rights Issue will not proceed.

## **CHEQUES AND BANKER’S CASHIER ORDERS**

All cheques and banker’s cashier orders will be presented for payment immediately upon receipt and all interest earned on such monies, if any, will be retained for the benefit of the Company. Completion and return of the PAL together with a cheque or banker’s cashier order in payment for the Rights Shares accepted will constitute a warranty by the applicant that the cheque or banker’s cashier order will be honoured on first presentation. If any cheque or banker’s cashier order is dishonoured on first presentation, the PAL is liable to be rejected, and in that event the provisional allotment and all Rights Shares given pursuant to it will be deemed to have been declined and will be cancelled.

## **CERTIFICATES FOR RIGHTS SHARES AND REFUND**

It is expected that certificates for the Rights Shares in their fully-paid form will be despatched by ordinary post to those entitled at their own risk on Friday, 17 November 2017. You will receive one Share certificate for all the Rights Shares issued to you.

If the Underwriter exercises the right to terminate or rescind the Underwriting Agreement and/or if the conditions of the Rights Issue are not fulfilled, the remittance received in respect of the acceptances of the Rights Shares will be returned to the Qualifying Shareholders or such other persons to whom the Rights Shares in their nil-paid form have been validly transferred or, in case of joint applicants, to the first-named person without interest, by means of cheques despatched by ordinary post at the risk of such Qualifying Shareholders or such other persons to their registered addresses on Friday, 17 November 2017.

## **EFFECT OF BAD WEATHER ON THE LATEST TIME FOR ACCEPTANCE**

The Latest Time for Acceptance will not take place at 4:00 p.m. on Friday, 10 November 2017 if there is a tropical cyclone warning signal number 8 or above, or a “black” rainstorm warning, if such circumstances is:

- (i) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on the date of the Latest Time for Acceptance, the Latest Time for Acceptance will not take place at 4:00 p.m. on the date of the Latest Time for Acceptance, but will be extended to 5:00 p.m. on the same day instead;
- (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the date of the Latest Time for Acceptance, the Latest Time for Acceptance will not take place on the date of the Latest Time for Acceptance, but will be rescheduled to 4:00 p.m. on the following business day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

If the Latest Time for Acceptance does not take place on the date of the Latest Time for Acceptance, the dates mentioned in the section headed “Expected Timetable” in Prospectus may be affected. An announcement will be made by the Company in such event.

## **GENERAL**

Lodgement of the PAL with, where relevant, the Form of Transfer and Nomination (Form B) purporting to have been signed by the person(s) in whose favour it has been issued shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split letters of allotment and/or certificates for Shares.

The PAL and any acceptance of the offer contained in it shall be governed by, and construed in accordance with, Hong Kong law.

Further copies of the Prospectus giving details of the Rights Issue are available from the Registrar at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong during normal business hours.

Yours faithfully,  
For and on behalf of  
**Roma Group Limited**  
**Yue Kwai Wa Ken**

*Executive Director, Chief Executive Officer and Company Secretary*