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

**(Stock code: 8072)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 27 SEPTEMBER 2018;  
(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board is pleased to announce that all the Proposed Resolutions set out in the AGM Notice were duly passed by the Shareholders by way of poll at the AGM.

The Board also announces that with effect from the conclusion of the AGM:

1. Mr. Choi Wai Tong Winton has decided to retire as independent non-executive Director and therefore has ceased to be member of the Audit Committee and the Remuneration Committee, and chairman of the Nomination Committee; and
2. Ms. Li Tak Yin has been appointed as member of the Remuneration Committee, the Audit Committee and the chairperson of the Nomination Committee.

**POLL RESULTS OF THE AGM**

The board (the “**Board**”) of directors (the “**Directors**”) of Roma Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that all the proposed ordinary resolutions (the “**Proposed Resolutions**”) set out in the notice (the “**AGM Notice**”) of the annual general meeting of the Company (the “**AGM**”) dated 27 August 2018 were duly passed by the holders (the “**Shareholders**”) of the Company’s ordinary shares of HK\$0.064 each (the “**Shares**”) by way of poll at the AGM held on Thursday, 27 September 2018.

\* For identification purpose only

As at the date of the AGM, there were 3,000,408,311 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

None of the Shareholders was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the AGM. None of the Shareholders has stated in the Company’s circular dated 27 August 2018 (the “**Circular**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the AGM.

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

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

Ordinary Resolutions		Number of Votes (%) <sup>(Note 1)</sup>	
		For	Against
1.	To receive and approve the audited consolidated financial statements and the reports of the Directors and auditor of the Company for the year ended 31 March 2018.	2,177,114,564 (100.00%)	0 (0.00%)
2.	a. To re-elect Mr. Yue Kwai Wa Ken as an executive Director;	2,177,114,564 (100.00%)	0 (0.00%)
	b. To re-elect Mr. Li Sheung Him Michael as an executive Director;	2,177,114,564 (100.00%)	0 (0.00%)
	c. To re-elect Mr. Ko Wai Lun Warren as an independent non-executive Director; and	2,177,114,564 (100.00%)	0 (0.00%)
	d. To authorise the Board to fix the remuneration of the Directors.	2,177,114,564 (100.00%)	0 (0.00%)
3.	To re-appoint BDO Limited as the auditor of the Company for the year ending 31 March 2019 and to authorise the Board to fix its remuneration.	2,177,114,564 (100.00%)	0 (0.00%)
4.	To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with additional shares not exceeding 20% of the number of issued Shares as at the date of passing of this resolution. <sup>(Note 2)</sup>	2,177,114,564 (100.00%)	0 (0.00%)
5.	To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the number of issued Shares as at the date of passing of this resolution. <sup>(Note 2)</sup>	2,177,114,564 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) <sup>(Note 1)</sup>	
		For	Against
6.	Conditional upon resolutions numbered 4 and 5 being passed, to add the number of the Shares repurchased by the Company to the general mandate granted to the Directors under resolution numbered 4. <sup>(Note 2)</sup>	2,177,114,564 (100.00%)	0 (0.00%)
7.	To approve the refreshment of the existing scheme limit under the share option scheme of the Company. <sup>(Note 2)</sup>	2,177,114,564 (100.00%)	0 (0.00%)

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.

Notes:

1. The number of votes and the 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 AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Circular.

## RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board also announces that immediately after the conclusion of the AGM, Mr. Choi Wai Tong Winton (“**Mr. Choi**”) has expressed his intention to retire as an independent non-executive Director with effect from the conclusion of the AGM as he requires more time to pursue his other business engagements (the “**Retirement**”). As a result of the Retirement, Mr. Choi has also ceased to be member of the remuneration committee of the Company (the “**Remuneration Committee**”), the audit committee of the Company (the “**Audit Committee**”) and the chairman of the nomination committee of the Company (the “**Nomination Committee**”) with effect from the conclusion of the AGM.

Mr. Choi has confirmed that he has no disagreement with the Board and there is no matter regarding the Retirement which needs to be brought to the attention of the Shareholders.

The Board would like to express its gratitude to Mr. Choi for his valuable contribution to the Group during his tenure.

## CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board further announces that the composition of the Remuneration Committee, the Audit Committee and the Nomination Committee has been changed as follows with effect from the conclusion of the AGM following the Retirement:

- (a) Mr. Choi ceased to be the member of the Remuneration Committee and the Audit Committee, and the chairman of the Nomination Committee; and
- (b) Ms. Li Tak Yin (“**Ms. Li**”), an independent non-executive Director, has been appointed as a member of the Remuneration Committee and the Audit Committee, and the chairperson of the Nomination Committee.

An updated list of Directors and their role and function including the composition of each of the committees of the Board is also made available on the websites of the Stock Exchange and the Company on the date of this announcement.

For and on behalf of  
**Roma Group Limited**  
**Yue Kwai Wa Ken**  
*Executive Director, Chief Executive Officer,  
Chairman and Company Secretary*

Hong Kong, 27 September 2018

*As at the date of this announcement and immediately after the conclusion of AGM, the executive Directors are Mr. Li Sheung Him Michael and Mr. Yue Kwai Wa Ken; and the independent non-executive Directors are, 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 “Latest Listed Company Information” page of the website of the Stock Exchange at [www.hkexnews.hk](http://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](http://www.romagroup.com).*