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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)

**(1) POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 20 AUGUST 2019;**

**(2) EFFECTIVE DATE OF THE SHARE CONSOLIDATION AND
THE CHANGE IN BOARD LOT SIZE; AND**

(3) UPDATE ON THE CAPITAL REDUCTION AND THE SHARE SUB-DIVISION

POLL RESULTS OF EGM

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

**EFFECTIVE DATE OF THE SHARE CONSOLIDATION AND THE CHANGE IN
BOARD LOT SIZE**

Following the passing of the Proposed Resolutions, the proposed Share Consolidation and the Change in Board Lot Size will become effective on 22 August 2019.

UPDATE ON THE CAPITAL REDUCTION AND THE SHARE SUB-DIVISION

Subsequent to the passing of the Proposed Resolutions, the Capital Reduction and the Share Sub-division are still subject to certain conditions as set out in the paragraph headed “Letter from the Board — Proposed Capital Reduction and Share Sub-division — Conditions of the Capital Reduction and the Share Sub-division” in the Circular. Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Capital Reduction and the Share Sub-division as and when appropriate.

Reference is made to the circular (the “**Circular**”) of Roma Group Limited (the “**Company**”) dated 25 July 2019. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

* *For identification purpose only*

POLL RESULTS OF EGM

The board of directors (the “**Directors**” and the “**Board**”, respectively) of the Company is pleased to announce that the proposed ordinary resolution and proposed special resolution (collectively, the “**Proposed Resolutions**”) as set out in the EGM Notice were duly passed by the Shareholders by way of poll at the EGM held on Tuesday, 20 August 2019.

As at the date of the EGM, there were 2,700,408,311 issued Shares which were the total number of Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the EGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of any of the Proposed Resolutions at the EGM as set out in Rule 17.47A of 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 EGM. None of the Shareholders has stated in the Circular his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the EGM.

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

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

Ordinary resolution		Number of votes (Approximate %) ^(Note 1)	
		For	Against
1.	To approve the Share Consolidation and the transactions contemplated thereunder as set out in the EGM Notice ^(Note 2) .	812,626,170 (99.83%)	1,365,625 (0.17%)
Special resolution			
2.	To approve the Capital Reduction, the Share Sub-division and the transactions contemplated thereunder as set out in the EGM Notice ^(Note 2) .	812,636,170 (99.83%)	1,355,625 (0.17%)

Notes:

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

As a simple majority of the votes were cast in favour of the above ordinary resolution and a majority of not less than three-fourths of the votes were cast in favour of the above special resolution, all the Proposed Resolutions were duly passed.

EFFECTIVE DATE OF THE SHARE CONSOLIDATION AND THE CHANGE IN BOARD LOT SIZE

Following the passing of the Proposed Resolutions, the Board further announces that the proposed Share Consolidation and the Change in Board Lot Size will become effective on 22 August 2019. Please refer to the Circular for the timetable, the trading arrangements and other details of the Share Consolidation and the Change in Board Lot Size, including the services that are available for odd lots matching.

UPDATE ON THE CAPITAL REDUCTION AND THE SHARE SUB-DIVISION

Subsequent to the passing of the Proposed Resolutions, the Capital Reduction and the Share Sub-division are still subject to certain conditions as set out in the paragraph headed “Letter from the Board — Proposed Capital Reduction and Share Sub-division — Conditions of the Capital Reduction and the Share Sub-division” in the Circular. Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the Capital Reduction and the Share Sub-division as and when appropriate.

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

Hong Kong, 20 August 2019

As at the date of this announcement, the executive Directors are Mr. Yue Kwai Wa Ken (Chairman and Chief Executive Officer) and Mr. Li Sheung Him Michael; and the independent non-executive Directors are Mr. Ko Wai Lun Warren, Ms. Li Tak Yin, Mr. Man Wai Lun 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 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.