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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8072)

ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS

References are made to the announcement (the “**Announcement**”) of Roma Group Limited (the “**Company**”) dated 22 July 2019, the circular (the “**Circular**”) of the Company dated 25 July 2019 and the poll results announcement of the EGM dated 20 August 2019 in relation to, among others, the Share Consolidation. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement and the Circular.

Pursuant to the rules of the Share Option Scheme, if there is any alternation in the capital structure of the Company (including by way of consolidation) while any options granted under the Share Option Scheme remains exercisable, corresponding adjustments shall be made to the number of Shares subject to the options so far as unexercised and/or the exercise price of such options. Such adjustments shall be conditional on the auditors of the Company or the independent financial adviser appointed by the Company confirming in writing to the Board that the adjustment is made on the basis that the proportion of the issued share capital of the Company to which a participant of the Share Option Scheme is entitled after such alternation shall remain the same as that to which he or she was entitled before such adjustment.

* For identification purpose only

The exercise price and the number of the outstanding share options granted under the Share Option Scheme have been adjusted (the “Adjustments”) in the following manner with effect from 22 August 2019, being the effective date of the Share Consolidation:

Date of grant	Before Adjustments		After Adjustments	
	Exercise price per outstanding share option granted HK\$	Number of Existing Shares to be allotted and issued upon full exercise of the outstanding share options granted	Exercise price per outstanding share option granted HK\$	Number of Consolidated Shares to be allotted and issued upon full exercise of the outstanding share options granted
15 August 2018	0.090	120,016,332	1.800	6,000,817
19 June 2019	0.064	297,044,913	1.280	14,852,246

In compliance with the rules of the Share Option Scheme, the Company has engaged BDO Limited, an independent auditor of the Company, to check and reconcile the Adjustments as prepared by the Company. Based on the written report issued by BDO Limited, the Adjustments (i) give each holder of outstanding share option the same proportion of the equity capital as that to which that holder was previously entitled; (ii) are not made to the extent that a Share would be issued at less than its nominal value; and (iii) are calculated with reference to the clarification and guidance issued by the Stock Exchange on 5 September 2005 in connection with Rule 23.03(13) of the GEM Listing Rules and the note thereto.

Saved for the Adjustments set out in this announcement, all other particulars of the outstanding share options granted under the Share Option Scheme remain unchanged.

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

Hong Kong, 27 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.