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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)

CANCELLATION OF SHARE OPTIONS AND GRANT OF SHARE OPTIONS

CANCELLATION OF SHARE OPTIONS

References are made to the announcements of Roma Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) dated 15 August 2018, 19 June 2019 and 27 August 2019 in relation to, among other things, the grant of 6,000,817 share options on 15 August 2018 (the “**2018 Grant**”) and 14,852,246 share options on 19 June 2019 (the “**2019 Grant**”). At the date of this announcement, the entire 20,853,063 share options (the “**Outstanding Options**”) granted remain outstanding and not exercised. Among all Outstanding Options, 4,500,612 share options under 2018 Grant and 5,400,817 share options under 2019 Grant were cancelled with effect from 3 July 2020 in accordance with the terms of the share option scheme adopted by the Company on 26 September 2011 (the “**Share Option Scheme**”) as approved by the board (the “**Board**”) of directors (the “**Directors**”) of the Company (including the approval of the independent non-executive Directors) and consented by each of the relevant grantees.

* *For identification purpose only*

GRANT OF SHARE OPTIONS

The Board further announces that the Company has granted a total of 13,500,000 share options to the Directors and certain employees of the Group (the “**Grantees**”), subject to acceptance of the Grantees, under the Share Option Scheme with details as follows:

Date of grant (the “ Date of Grant ”)	:	3 July 2020
Exercise price of share options granted	:	HK\$0.260 to subscribe for one ordinary share of HK\$0.01 each of and in the share capital of the Company (the “ Share ”), which is not lower than the highest of (i) the closing price of HK\$0.255 per Share as stated in the Stock Exchange’s daily quotation sheet on the Date of Grant; (ii) the average closing price of HK\$0.259 per Share as stated in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of HK\$0.01 per Share
Number of share options granted	:	13,500,000 share options (each share option shall entitle the holder of the share option to subscribe for one Share)
Closing price of the Share on the Date of Grant	:	HK\$0.255 per Share
Validity period of share options	:	Subject to the terms of the Share Option Scheme, the share options shall be exercisable at any time during the period from 3 July 2020 to 2 July 2021 (both dates inclusive)

Among the share options granted above, 4,500,000 share options were granted to the Directors, chief executive and substantial shareholder (as defined in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on GEM of Stock Exchange) of the Company as follows:

Name of grantees	Number of share options granted
Mr. Yue Kwai Wa Ken	1,500,000
Mr. Li Sheung Him Michael	1,500,000
Mr. Luk Kee Yan Kelvin	1,500,000

In accordance with Rule 23.04(1) of the GEM Listing Rules, the grant of share options to the above grantees has been approved by the independent non-executive Directors.

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, nor an associate (as defined under the GEM Listing Rules) of any of them as at the date of this announcement.

By order of the Board
Roma Group Limited
Yue Kwai Wa Ken

*Executive Director, Chief Executive Officer,
Chairman and Company Secretary*

Hong Kong, 3 July 2020

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. Chung Man Lai, Mr. Ko Wai Lun Warren and Ms. Li Tak Yin.

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.