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## **ROMA (META) GROUP LIMITED**

**羅馬（元宇宙）集團有限公司\***

*(formerly known as Roma Group Limited)*

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

**(Stock Code: 8072)**

### **VOLUNTARY ANNOUNCEMENT PARTICIPATION IN WEB3 PROJECT — CAPVERSE**

This announcement is made by Roma (meta) Group Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) on a voluntary basis. The purpose of this announcement is to keep the shareholders of the Company (the “**Shareholders**”) and potential investors informed of the latest business development of the Group and other directions of development carried on by the Group.

The board (the “**Board**”) of directors of the Company (the “**Directors**”) wishes to inform the shareholders and investors of the Company that, on 28 April 2023, United Brilliant Limited (“**Purchaser**”), a wholly-owned subsidiary of the Group, and Precious Choice Global Limited (“**Vendor**”), a company incorporated in BVI with limited liability, have entered into a sale and purchase agreement, pursuant to which the Purchaser has conditionally agreed to acquire and accept 32 shares of Blissful Link Investments Limited (“**Sale Shares**”) (representing approximately 0.32% of the issued capital of Blissful Link Investments Limited) (“**Target Company**”), a company incorporated in BVI with limited liability, at the consideration of HK\$1.25 million (the “**Acquisition**”), which shall be payable by the Purchaser by procuring the Company to issue a one-year 12% coupon promissory note to the Vendor. The Target Company is engaged in the video game development business. The latest project of the Target Company is called “Capverse”, a Web3 “play to earn” game using the blockchain technology.

The consideration was determined after arm’s length negotiations between the Vendor and the Purchaser on normal commercial terms and with reference to preliminary valuation of the Target Company and the potential benefits of the Acquisition as set out in the paragraph headed “REASONS FOR AND BENEFITS OF THE ACQUISITION”.

\* For identification purposes only

## REASONS FOR AND BENEFITS OF THE ACQUISITION

In view of the rapid development of virtual assets in recent years, the Directors are of the view that the Acquisition is in line with the Group's strategy and provides an opportunity for the Company to participate in the video game development business and Web3 project.

Having seen the growing potential of blockchain technologies worldwide, the Directors believe that entering into a Web3 project allows the Group to tap into a new and rapidly growing market that is centered around decentralized technologies. Furthermore, Web3 projects often emphasise social responsibility and ethical practices, such as transparency and fairness in decision-making, which can further demonstrate our commitment to social responsibility and sustainability. In addition, investing in the Target Company so as to take part in the Web3 development allows the Company to align with Hong Kong Government's initiatives to promote Web3.

**The completion of the sales and purchase of Sales Shares is conditional upon the satisfaction or, if applicable, waiver of the conditions precedent under the sale and purchase agreement. As the Acquisition may or may not proceed, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

The transaction contemplated herein does not constitute a notifiable transaction of the Company under Chapter 19 of the GEM Listing Rules. This announcement is made by the Company on a voluntary basis. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, as at the date of this announcement, the Vendor and its ultimate beneficial owner are third parties independent of the Company and the connected persons (as defined in the GEM Listing Rules) of the Company.

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

Hong Kong, 28 April 2023

*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](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).*