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ROMA (META) GROUP LIMITED

羅馬(元宇宙)集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8072)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
MEMBER OF THE AUDIT COMMITTEE,
THE REMUNERATION COMMITTEE AND
THE NOMINATION COMMITTEE**

The board (the “**Board**”) of directors (the “**Directors**”, and each a “**Director**”) of Roma (meta) Group Limited (the “**Company**”) hereby announces that with effect from 4 September 2023, Ms. Chen Yiyun (“**Ms. Chen**”) has been appointed as an independent non-executive Director, chairlady of the remuneration committee of the Company (the “**Remuneration Committee**”) and a member of each of the audit committee of the Company (the “**Audit Committee**”) and the nomination committee of the Company (the “**Nomination Committee**”).

Set out below are the biographical details of Ms. Chen:

Ms. Chen, aged 33, obtained her Bachelor of Science degree in Economics from Colorado City University, United States of America in 2014. Ms. Chen was the chief operation officer of an information technology company in China responsible for business development and overall operations between April 2022 to August 2023.

Pursuant to the letter of appointment made between Ms. Chen and the Company, Ms. Chen has been appointed as an independent non-executive Director for an initial term of one year commencing from 4 September 2023, unless terminated by not less than one month’s notice in writing served by either party on the other in accordance with the letter of appointment. Her appointment is subject to the retirement and re-election at the forthcoming annual general meeting of the Company and rotational retirement and re-election requirements at the subsequent annual general meetings of the Company pursuant to the articles of association of the Company.

* *For identification purpose only*

Pursuant to the letter of appointment, Ms. Chen will receive an annual director fee of HK\$120,000. Ms. Chen's emolument was determined by the Board on the recommendation of the Remuneration Committee with reference to her qualifications, experience, duties and responsibilities with the Company, as well as the Company's performance and the prevailing market conditions, and will be reviewed by the Remuneration Committee and the Board from time to time.

As at the date of this announcement, Ms. Chen does not have, and is not deemed to have, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations which is required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

As at the date of this announcement and save as disclosed above, (i) Ms. Chen has not held any other major appointments or directorship in other listed companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of the announcement; (ii) Ms. Chen does not hold any other position in the Company or members of the Group; (iii) Ms. Chen does not have any relationship with any Directors, senior management, substantial or controlling shareholders (having the meaning ascribed to it under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**") of the Company; (iv) Ms. Chen has confirmed that she meets the independence criteria as set out in Rule 5.09 of the GEM Listing Rules; and (v) there is no other information that needs to be disclosed pursuant to the requirements of Rule 17.50(2)(h) to (v) of the GEM Listing Rules nor any other matters that ought to be brought to the attention of the shareholders of the Company in relation to the appointment of Ms. Chen as an independent non-executive Director.

The Board would like to take this opportunity to extend a warm welcome to Ms. Chen in joining the Board.

CHANGE OF COMPOSITION OF THE AUDIT COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

Following the abovementioned appointment, (i) the Audit Committee comprises three independent non-executive Directors, namely Mr. Chung, Man Lai ("**Mr. Chung**") as the chairman, Ms. Li, Tak Yin ("**Ms. Li**") and Ms. Chen as members; (ii) the Remuneration Committee comprises three Directors, namely Ms. Chen as the chairlady, Mr. Chung and Ms. Li as members; and (iii) the Nomination Committee comprises three Directors, namely, Ms. Li as the chairlady, Mr. Chung and Ms. Chen as members.

UPDATES ON NON-COMPLIANCE WITH THE GEM LISTING RULES

Reference is made to the announcement of the Company dated 15 June 2023 in relation to the resignation of independent non-executive director and non-compliance with the GEM Listing Rules.

Following the appointment of Ms. Chen, the Company has fully complied with the requirements as set out in Rules 5.05(1) and 5.28 of the GEM Listing Rules.

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

Hong Kong, 4 September 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, Ms. Li Tak Yin and Ms. Chen Yiyun.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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.