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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**”) of Roma (meta) Group Limited (the “**Company**”) hereby announces that with effect from 28 March 2024, Ms. Suen Tin Yan (“**Ms. Suen**”) 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. Suen:

Ms. Suen, aged 40, obtained her bachelor of science degree in chemistry from The Hong Kong University of Science and Technology in 2005 and a bachelor of laws from The Manchester Metropolitan University (through distance learning) in 2012. Ms. Suen possesses more than 10 years of experience in corporate finance, mergers and acquisitions and fund raising activities in various ventures and projects. As at the date of this announcement, she is a responsible officer of Orient Securities Limited (“**Orient**”), a licensed corporation registered under the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the “**SFO**”), to carry out Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities which she has been accredited to since January 2023. Ms. Suen was appointed as executive director of Orient Securities International Holdings Limited, a company whose shares are listed on GEM of the Stock Exchange (stock code: 8001.hk) on 18 November 2022.

Prior to joining Orient, Ms. Suen was a responsible officer of Kingdom Investment Managers Limited, a licensed corporation under the SFO, to carry out Type 4 (advising on securities) and Type 9 (asset management) regulated activities between August 2022 and December 2022. Ms. Suen was also a responsible officer of Gransing Securities Co., Limited

\* *For identification purposes only*

(“**Gransing**”) to carry out (i) Type 9 (asset management) regulated activity from March 2022 to July 2022; and (ii) Type 1 (dealing in securities) and Type 4 (advising on securities) regulated activities from August 2021 to July 2022. She was also a licensed representative of Gransing to carry out (i) Type 9 (asset management) regulated activity from June 2020 to March 2022; and (ii) Type 1 (dealing in securities) and Type 4 (advising on securities) regulated activities from June 2020 to August 2021. Ms. Suen was a licensed representative of various licensed corporations under the SFC between 2011 and 2020.

Pursuant to the letter of appointment made between Ms. Suen and the Company, Ms. Suen has been appointed as an independent non-executive Director for an initial term of one year commencing from 28 March 2024, 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.

Pursuant to the letter of appointment, Ms. Suen will receive an annual director fee of HK\$60,000. Ms. Suen’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. Suen 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 SFO.

As at the date of this announcement and save as disclosed above, (i) Ms. Suen 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. Suen does not hold any other position in the Company or members of the Group; (iii) Ms. Suen 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. Suen 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. Suen as an independent non-executive Director.

The Board would like to take this opportunity to extend a warm welcome to Ms. Suen 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. Suen as members; (ii) the Remuneration Committee comprises three Directors, namely Ms. Suen as the chairlady, Mr. Chung and Ms. Li as members; and (iii) the Nomination Committee comprises three Directors, namely, Ms. Li as the chairperson, Mr. Chung and Ms. Suen as members.

## **UPDATES ON NON-COMPLIANCE WITH THE GEM LISTING RULES**

Reference is made to the announcement of the Company dated 29 December 2023 in relation to the resignation of independent non-executive director and non-compliance with the GEM Listing Rules.

Following the appointment of Ms. Suen, 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, 28 March 2024

*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. Suen Tin Yan.*

*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](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).*