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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)**

### **VOLUNTARY ANNOUNCEMENT POSSIBLE SHARE CONSOLIDATION AND RIGHTS ISSUE**

This announcement is made by Roma (meta) Group Limited (the “**Company**”) on a voluntary basis.

The board of directors of the Company (the “**Board**”) announces that the Company is considering to conduct a share consolidation of the existing shares (the “**Existing Shares**”) of the Company (the “**Share Consolidation**”) and a possible rights issue (the “**Rights Issue**”).

#### **POSSIBLE SHARE CONSOLIDATION**

Pursuant to Rule 17.76 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the issuer may be required either to change the trading method or to proceed with a consolidation or splitting of its securities. Further, the “Guide on Trading Arrangements for Selected Types of Corporate Actions” (the “**Guide**”) issued by Hong Kong Exchanges and Clearing Limited on 28 November 2008 and last updated in June 2024 states that the market price of the shares at a level less than HK\$0.10 will be considered as trading at extremity as referred to under Rule 17.76 of GEM Listing Rules.

The Existing Shares have been trading below HK\$0.10 during the past twenty-three months, the Board is considering to effectuate a Share Consolidation to comply with the trading requirements under the GEM Listing Rules and the Guide. Further details of the Share Consolidation will be disclosed in further announcement(s) of the Company in accordance with GEM Listing Rules as and when appropriate.

\* *For identification purpose only*

## **POSSIBLE RIGHTS ISSUE**

The Company has engaged a financial adviser on 3 July 2024 to contemplate undertaking a possible Rights Issue exercise.

The terms of the Rights Issue are currently being considered by the Company. Tentatively, no terms have been agreed but is expected to be on the basis of not more than three rights shares (the “**Rights Share(s)**”) for every one existing share of the Company held on a record date. The terms and any possible discount on the subscription price of the Rights Shares shall be further determined.

The Rights Issue will likely be subject to and conditional upon, among others, approval by the shareholders of the Company and granting of the listing of, and permission to deal in, the Rights Shares by the Listing Committee of the Stock Exchange of Hong Kong Limited.

Upon the final approval and determination of the terms of the Rights Issue by the Board, the Company will publish the announcement in accordance with the requirements of GEM Listing Rules.

**Shareholders should note that the Share Consolidation is conditional upon the fulfilment of certain conditions. Therefore, the Share Consolidation may or may not proceed. The Rights Issue, if materialises, will also be subject to the fulfilment of certain conditions and therefore may or may not proceed. Shareholders and investors are advised to exercise caution when dealing in the securities of the Company and if they are in any doubt about their position, they should consult their professional advisers.**

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

Hong Kong, 3 July 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.*