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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 SEPTEMBER 2023

All the Proposed Resolutions as set out in the AGM Notices were duly passed by the Shareholders by way of poll at the 2023 AGM.

The board of directors (the “**Directors**” and the “**Board**”, respectively) of Roma (meta) Group Limited (the “**Company**”) is pleased to announce that all the proposed ordinary resolutions and a special resolution as set out in the notice of the annual general meeting of the Company (the “**AGM**”) dated 24 August 2023 and supplemental notice of the AGM dated 8 September 2023 (the “**AGM Notices**” and the “**Proposed Resolutions**”, respectively) were duly passed by the holders of the Company’s ordinary shares of HK\$0.01 each (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the AGM held on Wednesday, 27 September 2023 (the “**2023 AGM**”).

As at the date of the 2023 AGM, there were 842,481,660 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2023 AGM. There were no Shares entitling the Shareholders to attend but abstain from voting in favour of the Proposed Resolutions at the 2023 AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

None of the Shareholders was required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2023 AGM. None of the Shareholders has stated in the Company’s circular dated 24 August 2023 and the Company’s supplemental circular dated 8 September 2023 (the “**Circulars**”) his/her/its intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2023 AGM.

Boardroom Share Registrars (HK) Limited, the Hong Kong branch share registrar of the Company, was appointed and acted as the scrutineer for the vote-taking at the 2023 AGM.

* *For identification purposes only*

All Directors have attended the 2023 AGM.

The poll results in respect of all the Proposed Resolutions put to the vote of the 2023 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (%) ^(Note 1)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and independent auditor (the “ Independent Auditor ”) of the Company for the year ended 31 March 2023.	306,680,210 (100.00%)	0 (0.00%)
2.	a. To re-elect Mr. Yue Kwai Wa Ken as an executive Director;	306,680,210 (100.00%)	0 (0.00%)
	b. To re-elect Ms. Li Tak Yin as an independent non-executive Director; and	306,680,210 (100.00%)	0 (0.00%)
	c. To authorise the Board to fix the remuneration of the Directors for the year ending 31 March 2024.	306,680,210 (100.00%)	0 (0.00%)
2.1	To re-elect Ms. Chen Yiyun as an independent non-executive Director.	306,680,210 (100.00%)	0 (0.00%)
3.	To re-appoint CL Partners CPA Limited as the Independent Auditor for the year ending 31 March 2024 and to authorise the Board to fix its remuneration.	306,680,210 (100.00%)	0 (0.00%)
4.	To grant a general and unconditional mandate to the Directors to allot, issue or otherwise deal with Shares not exceeding 20% of the number of issued Shares as at the date of the passing of the relevant resolution. ^(Note 2)	306,680,210 (100.00%)	0 (0.00%)
5.	To grant a general and unconditional mandate to the Directors to repurchase the Shares not exceeding 10% of the number of issued Shares as at the date of the passing of the relevant resolution. ^(Note 2)	306,680,210 (100.00%)	0 (0.00%)
6.	Conditional upon resolutions no.4 and 5 being passed, to add the number of the shares repurchased by the Company to the general mandate granted to the Directors under resolution no.4. ^(Note 2)	306,680,210 (100.00%)	0 (0.00%)

Special Resolution		Number of Votes (%) ^(Note 1)	
		For	Against
7.	To approve and adopt the second amended and restated memorandum of association and the amended and restated articles of association. ^(Note 2)	306,680,210 (100.00%)	0 (0.00%)

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered 1 to 6 and a majority of not less than three-fourths of the votes were cast in favour of the above special resolution numbered 7, all the Proposed Resolutions were duly passed.

Notes:

1. The number of votes and the percentage of total votes as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2023 AGM in person, by authorised representative or by proxy.
2. For the full text of the Proposed Resolutions, please refer to the AGM Notices as contained in the Circulars.

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

Hong Kong, 27 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 Ms. Chen Yiyun, Mr. Chung Man Lai 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.