

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**New Sparkle Roll International Group Limited**  
**新耀萊國際集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 970)**

**SUPPLEMENTAL ANNOUNCEMENT TO  
2023 ANNUAL REPORT**

Reference is made to the annual report for the year ended 31 March 2023 published by the Company on 21 July 2023 (the “**2023 Annual Report**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the 2023 Annual Report. This announcement provides supplemental information to the 2023 Annual Report and should be read in conjunction with the 2023 Annual Report.

**FURTHER DETAILS OF THE SHARE OPTION SCHEME**

Reference is made to the paragraph headed “SHARE OPTION SCHEME” appeared on page 30 of the 2023 Annual Report. The Board provides the following further information in tabulated format in accordance with the Listing Rules:

For the Old Scheme, there was 18,623,930 share options (or 297,982,885 share options before the share consolidation) available for grant as at 31 March 2022. During the financial year ended 31 March 2023, 18,125,000 share options were granted. The Old Scheme and the outstanding 498,930 share options available then expired on 19 August 2022. Thus, as at 31 March 2023, no outstanding share option was available for grant under the Old Scheme.

For the New Scheme, as it was adopted on 29 September 2022, there was no share option available for grant as at 31 March 2022. During the financial year ended 31 March 2023, the total number of shares in respect of which options available for grant under the New Scheme were 34,199,709 shares (or 547,195,344 shares before share consolidation), representing 10% of the issued share capital of the Company as at the date of its adoption. There was no share option granted under the New Scheme during the financial year ended 31 March 2023. Thus, as at 31 March 2023, 34,199,709 share options were available for grant under the New Scheme.

Details and movements of the share options granted during the financial year ended 31 March 2023 are stated as below:

Name or category of grantee	Share Option Scheme	Exercise price (HKD) (DD/MM/YYYY) (Note 1)	Number of share options						
			As at 1 April 2022	Granted on 19 August 2022 (Note 2)	Adjustments pursuant to Old Scheme (Note 1)	Exercised during the year (Note 3)	Lapsed during the year (Note 3)	Cancelled during the year (Note 3)	As at 31 March 2023
Employees	Old Scheme	1.6 19/08/2022 – 18/08/2027	–	290,000,000	(271,875,000)	–	–	–	18,125,000
			<u>–</u>	<u>290,000,000</u>	<u>(271,875,000)</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>18,125,000</u>

*Notes:*

1. The number of share options and exercise price have been adjusted for the sixteen-to-one share consolidation of the Company which became effective on 10 January 2023.
2. On 19 August 2022, share options of an aggregate of 290,000,000 Shares (equivalent to 18,125,000 Shares after consolidation) of HK\$0.1 each (equivalent to HK\$1.6 each after consolidation) in the share capital of the Company were granted to employees of the Group under the Old Scheme. The closing price of the Shares immediately before the date of grant is HK\$0.091 (equivalent to HK\$1.456 after consolidation).
3. During the year ended 31 March 2023, no share option granted was exercised, lapsed or cancelled.
4. There was no vesting period in respect of the share options granted under the Old Scheme.

5. As at 31 March 2023, there were 18,125,000 shares (31 March 2022: 290,000,000 shares before share consolidation) that may be issued in respect of options granted under the Old Scheme, representing approximately 5.3% (31 March 2022: approximately 5.3%) over the weighted average number of issued shares of the Company of 341,997,090 shares for the period (for the year ended 31 March 2022: 5,471,953,447 shares before share consolidation). No share option was granted under the New Scheme during the financial year ended 31 March 2022 and 2023.
6. As at the date of the report, (i) there were 18,125,000 shares available for issue under the Old Scheme, representing approximately 5.3% of the issued shares of the Company of 341,997,090 shares; and (ii) there were 34,199,709 shares available for issue under the New Scheme, representing 10% of the issued shares of the Company of 341,997,090 shares.

For the details of the valuation, please refer to note 36 to the financial statements on page 265 of the 2023 Annual Report.

The information contained in this supplemental announcement does not affect the other information contained in the 2023 Annual Report. Save as disclosed in this announcement, all the other information and contents in the 2023 Annual Report remain unchanged.

By Order of the Board  
**New Sparkle Roll International Group Limited**  
**Zheng Hao Jiang**  
*Chairman*

Hong Kong, 8 December 2023

*As at the date of this announcement, the Company has four executive Directors and four independent non-executive Directors. The executive Directors are Mr. Zheng Hao Jiang, Mr. Zhao Xiaodong, Mr. Zhu Lei and Ms. Cheng Bin. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong, Mr. Gao Yu and Ms. Liu Wenjing.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*