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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)

**REQUISITION FOR A SPECIAL GENERAL MEETING
FOR THE PROPOSED REMOVAL AND APPOINTMENT
OF DIRECTORS**

The Board (the “**Board**”) of Directors (the “**Director(s)**”) of New Sparkle Roll International Group Limited (the “**Company**”) announces that on 9 February 2024, the Company received the requisition notice (the “**Requisition Notice**”) issued by Mr. Sze Ching Lau and Pro Honor Investment Limited, claiming to be the holders of not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company as at the Requisition Notice, pursuant to Section 74 of the Companies Act 1981 of Bermuda and Bye-law 58 of the Bye-laws of the Company (the “**Bye-laws**”) requesting the Board to convene a special general meeting (the “**SGM**”) for considering and, if thought fit, passing the ordinary resolutions which are reproduced as below:

- (1) THAT Mr. Zheng Hao Jiang be removed from his position as an executive director, chairman and chief executive officer of the Company with immediate effect upon passing of this resolution;
- (2) THAT Mr. Zhao Xiaodong be removed from his position as an executive director, deputy chairman and chief operating officer with immediate effect upon passing of this resolution;

- (3) THAT Mr. Zhu Lei be removed from his position as an executive director with immediate effect upon passing of this resolution;
- (4) THAT Ms. Cheng Bin removed from his *[sic]* position as an executive director with immediate effect upon passing of this resolution;
- (5) THAT Mr. Choy Sze Chung, Jojo be removed from his position as an independent non-executive director of the Company with immediate effect upon passing of this resolution;
- (6) THAT Mr. Lam Kwok Cheong be removed from his position as an independent non-executive director of the Company with immediate effect upon passing of this resolution;
- (7) THAT Mr. Gao Yu be removed from his position as an independent non-executive director of the Company with immediate effect upon passing of this resolution;
- (8) THAT Mr. *[sic]* Liu Wenjing be removed from his *[sic]* position as an independent non-executive director of the Company with immediate effect upon passing of this resolution;
- (9) THAT Mr. Li Min be removed from his position as an independent non-executive director of the Company with immediate effect upon passing of this resolution;
- (10) THAT any director(s) appointed between 9 February 2024, being the date of Requisition, and the date of the SGM (with this period of time ending immediately before the start time of the SGM), be and is hereby removed as a director of the Company with immediate effect upon passing of this resolution;
- (11) THAT Mr. Qiu Pei Yuan be appointed as an executive director of the Company with immediate effect upon passing of this resolution;
- (12) THAT Mr. You Yiyang be appointed as a non-executive director of the Company with immediate effect upon passing of this resolution;
- (13) THAT Mr. Chan Man Kit be appointed as an independent non-executive director of the Company with immediate effect upon passing of this resolution;

- (14) THAT Mr. Li Baochun be appointed as an independent non-executive director of the Company with immediate effect upon passing of this resolution; and
- (15) THAT Mr. Gao Yafei be appointed as an independent non-executive director of the Company with immediate effect upon passing of this resolution.

Pursuant to Bye-law 58 of the Bye-laws, shareholders of the Company (the “Shareholders”) holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business or resolution specified in such requisition; and such meeting shall be held in the form of a physical meeting only and within two (2) months after the deposit of such requisition.

The Board shall convene the SGM in accordance with the Requisition Notice and the Bye-laws. A circular containing, among other things, further information relating to the proposed removal and appointment of Directors and a notice of SGM shall be despatched to the Shareholders as soon as practicable.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company. If they are in any doubt, they should consult their professional advisers.

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

Hong Kong, 26 February 2024

As at the date of this announcement, the Company has four executive Directors and five 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, Ms. Liu Wenjing and Mr. Li Min.