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Sparkle Roll Group Limited
耀萊集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 970)

**APPOINTMENT OF INDEPENDENT
NON-EXECUTIVE DIRECTOR –
WAIVER FOR STRICT COMPLIANCE WITH
THE GRACE PERIOD**

Reference is made to the announcement issued by Sparkle Roll Group Limited (the “**Company**”) on 16 June 2020 (the “**Announcement**”). Unless defined in this announcement, terms used in this announcement have the same meaning as they are defined in the Announcement.

As stated in the Announcement, the Company must appoint independent non-executive Directors representing at least one-third of the Board pursuant to Rule 3.10A of the Listing Rules and upon the appointment of Mr. Ma on 16 June 2020, the number of independent non-executive Directors of the Company falls below such minimum number requirement.

* *for identification purpose only*

Rule 3.11 of the Listing Rules stipulates that the Company shall appoint a sufficient number of independent non-executive Directors to meet the minimum number requirement within three months after failing to meet the requirement (the “**Grace Period**”). During the Grace Period, whilst the Board was taking actions to identify suitable candidate for appointment as a new independent non-executive Director and consider other alternatives to re-comply with the minimum number requirement, it also prepared to hold the annual general meeting of the Company which was scheduled to be held on 28 August 2020. Due to COVID-19 pandemic in Hong Kong which went to a peak during July and August 2020, the Company needs longer time than usual to re-comply with the minimum number requirement. An application for a waiver for strict compliance with the Grace Period was made to Stock Exchange which was granted to the Company to extend the time to comply with Rule 3.10A of the Listing Rules from 16 September 2020 to 15 October 2020, subject to the disclosure of the waiver (including details and reasons) by way of an announcement.

The Company shall continue to look for a suitable candidate(s) for appointment as an independent non-executive Director(s) and/or other alternatives in order to re-comply with the minimum number requirement and shall publish a related announcement in accordance with the requirements of the Listing Rules.

By Order of the Board
Sparkle Roll Group Limited
Zheng Hao Jiang
Co-Chairman

Hong Kong, 25 September 2020

As at the date of this announcement, the Company has four executive Directors, three non-executive Directors and three independent non-executive Directors. The executive Directors are Mr. Zheng Hao Jiang, Mr. Ma Chao, Mr. Zhao Xiaodong and Mr. Zhu Lei. The non-executive Directors are Mr. Gao Yu, Mr. Liu Hongqiang and Mr. Qi Jian Wei. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong and Mr. Lee Thomas Kang Bor.