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SZE CHING LAU

VOLUNTARY CONDITIONAL CASH OFFERS TO ACQUIRE ALL OF THE ISSUED SHARES AND ALL OUTSTANDING CONVERTIBLE BONDS OF NEW SPARKLE ROLL INTERNATIONAL GROUP LIMITED (OTHER THAN THOSE ALREADY OWNED BY OR TO BE ACQUIRED BY SZE CHING LAU AND PARTIES ACTING IN CONCERT WITH HIM) AND TO CANCEL ALL THE OUTSTANDING SHARE OPTIONS OF NEW SPARKLE ROLL INTERNATIONAL GROUP LIMITED

DISCHARGE OF INJUNCTION ORDER GRANTED ON 18 JANUARY 2024

Reference is made to the inside information announcement of New Sparkle Roll International Group Limited (the “**Company**”) dated 18 January 2024 (the “**Inside Information Announcement**”) and the clarification announcement of the Offeror dated 19 January 2024 (the “**Clarification Announcement**”). Unless otherwise stated, capitalised terms shall have the same meanings as those defined in the offer document issued by the Offeror dated 24 November 2023 and the Clarification Announcement.

On 18 January 2024, the Company (together with Guo Ying) (collectively, the “**Plaintiffs**”) obtained an *ex parte* injunction order (the “**18 Jan 2024 Injunction Order**”) against the Offeror and Shenwan Hongyuan in relation to the Offers, pursuant to which, the Offeror and Shenwan Hongyuan be restrained from (1) approaching Shareholders so as to procure or enter into any arrangement or transaction for the purpose of dealing and/or acquiring the Shares at a price other than 90 cents per Share so long as the Offers have not yet lapsed; and (2) offering to Shareholders directly or indirectly any advantage, benefit or any consideration of whatever nature other than the Share Offer Price in return for accepting the Offers or entering into any dealing or transaction of whatever nature in relation to the Shares until the determination of the Plaintiffs’ *inter partes* summons taken out on 19 January 2024, the hearing of which was scheduled for 26 January 2024 at the Court of First Instance of the High Court of Hong Kong (the “**High Court**”) at 10:00 a.m. (the “**Hearing**”).

The Offeror wishes to inform the Shareholders, the CB Holders and the Optionholders that the Hearing was heard before Honourable Madam Justice Lisa Wong (the “**Judge**”) at the High Court on 26 January 2024.

DISCHARGE OF 18 JAN 2024 INJUNCTION ORDER

During the Hearing, the Plaintiffs’ counsel openly accepted that (i) there is presently no evidence placed before the High Court which would implicate Shenwan Hongyuan, in the Allegations; and (ii) the Plaintiffs are only adding Shenwan Hongyuan to the proceedings such that Shenwan Hongyuan would be bound by the High Court’s decision.

After the Hearing, the Judge reserved her decision, to be handed down on a later date, in relation to the *inter partes* summons which, in addition to the relief set out in 18 Jan 2024 Injunction Order, also included the Plaintiffs’ application for an injunction order to restrain the Offeror from declaring the Offers unconditional and/or implementing or regarding the Offers in any way as having been successfully completed.

In the meantime, the Judge discharged the 18 Jan 2024 Injunction Order against the Offeror and Shenwan Hongyuan with immediate effect on the basis of the Offeror and Shenwan Hongyuan having provided undertakings to the High Court that they agree to be bound by the existing terms of the 18 Jan 2024 Injunction Order pending the issuance of the Judge’s decision.

The Offeror reserves his right to take appropriate legal actions for damages or other relief against the Plaintiffs including the Company and/or associated individual(s) for all unfounded allegations against him designed to undermine the Offeror’s reputation and the Offers as a whole. Shareholders, CB Holders and Optionholders are reminded to read this announcement carefully.

It is noted that there has been unusual surge of Share price since the resumption of the trading of the securities of the Company on 19 January 2024. Shareholders, Optionholders, CB Holders and/or potential investors should exercise extreme caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

Sze Ching Lau
Offeror

Hong Kong, 26 January 2024

* *For identification purpose only*

Mr. Sze Ching Lau accepts full responsibility for the accuracy of the information contained in this announcement and confirms, having made all reasonable enquiries, that to the best of his 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.

The information relating to the Group and the Shareholders (other than the Offeror and the Offeror Concert Parties) in this announcement has been extracted from or based on the published information of the Company, including but not limited to the Inside Information Announcement. The only responsibility accepted by Mr. Sze Ching Lau in respect of such information is for the correctness and fairness of its reproduction or presentation.

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