Sparkle Roll Group Limited

耀萊集團有限公司 *

(*Incorporated in Bermuda with limited liability*)

(**Stock Code: 970**)

MONTHLY ANNOUNCEMENT IN RESPECT OF THE CONVERTIBLE NOTE

Reference is made to the Company's Announcement and Circular. Completion of the Proposed Acquisition involving issue of the Consideration Shares and Convertible Notes took place on 26 June 2008. As per the conditions of the listing approval granted by the Stock Exchange in respect of the Conversion Shares, the Company is required to disclose by way of monthly announcements on or before the fifth business day following the end of each calendar month to inform the Shareholders and investors of dilution in the shareholding in the Company as a result of the exercise of the conversion rights attached to the Convertible Note during the previous month.

The Company received conversion notices from holders of Convertible Note in connection with the conversion of principal amount of HK$51,700,000 in the Convertible Note into 235,000,000 new Shares, representing approximately 15.15% of the issued share capital of the Company of 1,551,152,850 Shares as disclosed in the Previous Monthly Announcement, which have been allotted and issued by the Company to the Holders during the Relevant Period.

Reference is made to the circular of Sparkle Roll Group Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 20 March 2008 (the "**Circular**") in relation to, amongst others, the Acquisition and the issue of the 4% Convertible Note, the announcement dated 5 December 2008 in relation to monthly announcement in respect of the Convertible Note and the announcement dated 26 June 2008 (the "**Announcement**") in relation to Completion of Acquisition. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular.

As stated in the Announcement, Completion of the Acquisition has taken place and the Company has issued the Convertible Note to the Vendor on 26 June 2008.

** for identification purpose only*

Monthly disclosure in relation to conversion of the Convertible Note

As per the conditions of the listing approval granted by the Stock Exchange in respect of the Conversion Shares, the Company is required to disclose by way of monthly announcements on or before the fifth business day following the end of each calendar month to inform the Shareholders and investors of dilution in the shareholding in the Company as a result of the exercise of the conversion rights attached to the Convertible Note during the previous month.

The Company received conversion notices from holders of Convertible Note (the "**Holder**") in connection with the conversion of principal amount of HK$51,700,000 in the Convertible Note into 235,000,000 new Shares, representing approximately 15.15% of the issued share capital of the Company of 1,551,152,850 Shares as disclosed in the Previous Monthly Announcement, which have been allotted and issued by the Company to the Holders on 11 December 2008, 18 December 2008 and 23 December 2008 respectively.

The Directors would like to report that:

(i) conversions of the Convertible Notes during 1 December 2008 to 31 December 2008 (the "**Relevant Period**") are as follow:

Conversion date	Conversion price	Number of new share issued
11 December 2008	HK$0.22	80,000,000
18 December 2008	HK$0.22	85,000,000
23 December 2008	HK$0.22	70,000,000
		235,000,000

(ii) the amount of the outstanding Convertible Note as at 31 December 2008 was HK$198,000,000;

(iii) there was no Share issued pursuant to other transactions during the Relevant Period, including new Share issued pursuant to exercise of options under the Company's share option scheme;

(iv) the total number of issued shares and total issued share capital of the Company as at 1 December 2008 and 31 December 2008 are as follows:

	Number of issued shares of par value of HK$0.002 each	Issued share capital (HK$)
As at 1 December 2008	1,551,152,850	3,102,305.70
Issue of shares upon conversion of Convertible Notes	235,000,000	470,000.00
As at 31 December 2008	1,786,152,850	3,572,305.70

By Order of the Board
Sparkle Roll Group Limited
Chan Ka Kit
Company Secretary

Hong Kong, 8 January 2009

As at the date of this announcement, the Company has three executive Directors, one non-executive Director and three independent non-executive Directors. The executive Directors are Mr. Tong Kai Lap, Mr. Zheng Hao Jiang and Mr. Wong Chun Keung. The non-executive Director is Mr. Zhao Xiao Dong. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong and Mr. Lee Kang Bor, Thomas.