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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)

INSIDE INFORMATION
SECOND EXTENSION AGREEMENT TO THE FRAMEWORK AGREEMENT IN RELATION TO FORMATION OF JOINT VENTURE

This announcement is made by Sparkle Roll Group Limited (the "**Company**") pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

References are made to (i) the announcement made by the Company dated 21 January 2015 (the "**Announcement**") in relation to entering into the Framework Agreement by the Company and ODAG; and (ii) the announcement made by the Company dated 29 May 2015 (the "**Extension Announcement**") in relation to the Extension Agreement. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcement and the Extension Announcement.

As stated in the Announcement and pursuant to the terms of the Framework Agreement, the Company and ODAG shall use their best endeavours to discuss and agree on the detailed commercial terms for the JV Company with a view to signing the Definitive Agreement on or before 31 May 2015. The Company subsequently announced by way of the Extension Announcement that the Company and ODAG had entered into the Extension Agreement pursuant to which the latest time for entering into the Definitive Agreement has been extended to 30 June 2015.

* *for identification purpose only*

As the Company and ODAG are still in the process of negotiating and finalizing the terms of the Definitive Agreement, the Board hereby announces that on 3 July 2015 (after the trading hours), the Company and ODAG entered into a second extension agreement (the "**Second Extension Agreement**"), pursuant to which the latest time for entering into the Definitive Agreement has been extended to 30 September 2015 (or such other date as mutually agreed). Consequentially, it is also provided in the Second Extension Agreement that the termination of the Framework Agreement shall take place (i) on the date of signing of the Definitive Agreement; or (ii) 1 October 2015 (or such other date as mutually agreed), whichever is earlier and irrespective of whether the Company and ODAG can or cannot finalize and sign the Definitive Agreement. Save for the aforementioned changes, all other terms and conditions of the Framework Agreement shall remain unaffected and continue to be in full force and effect.

The formation and commencement of the operations of the JV Company is still subject to further negotiations by the parties to the Framework Agreement and the entering into of the Definitive Agreement. Accordingly, the transaction contemplated in the Framework Agreement may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By Order of the Board
Sparkle Roll Group Limited
Tong Kai Lap
Chairman

Hong Kong, 3 July 2015

As at the date of this announcement, the Company has three executive Directors, three non-executive Directors and three independent non-executive Directors. The executive Directors are Mr. Tong Kai Lap, Mr. Zheng Hao Jiang and Mr. Zhao Xiao Dong. The non-executive Directors are Mr. Zhang Si Jian, Mr. Gao Yu 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.