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New Sparkle Roll International Group Limited

(In Provisional Liquidation)

新耀萊國際集團有限公司

(臨時清盤中)

(Incorporated in Bermuda with limited liability)

(Stock Code: 970)

(1) INSIDE INFORMATION RELATING TO LEGAL PROCEEDINGS TO DISMISS THE PETITION AND SET ASIDE THE APPOINTMENT OF JOINT PROVISIONAL LIQUIDATORS; AND (2) POTENTIAL IMPACT OF THE BERMUDA PETITION

This announcement is made by New Sparkle Roll International Group Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (The “**Stock Exchange**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements on 10 April 2024, 16 April 2024, 22 April 2024, 24 April 2024 and 3 May 2024 (“**Announcements**”) in relation to, among other things, the suspension of trading of the shares in the Company (the “**Shares**”); the appointment of joint provisional liquidators to the Company; the poll results of the adjourned special general meeting of the Company held on 23 April 2024 regarding the removal and appointment of directors; and the potential impact of the Bermuda Petition. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

(1) LEGAL PROCEEDINGS TO DISMISS THE PETITION AND SET ASIDE THE APPOINTMENT OF JOINT PROVISIONAL LIQUIDATORS

On 7 May 2024 (Bermudan Time), the Bermudan legal advisor of the JPLs received service from the Bermudan legal advisor of the Present Directors of a copy of, *inter alia*, a summons dated 6 May 2024 that seeks an order that (i) the *ex parte* Order made by the Bermudan Court dated 15 April 2024 for the appointment of JPLs, as amended by an Order on 22 April 2024 (Bermudan Time), be set aside; and (ii) the Petition be dismissed; or in the alternative; (iii) the discharge of the JPLs forthwith; and (iv) the Company shall have leave to withdraw the Petition and the Petition be withdrawn; and (v) such other order as the Bermudan Court may deem just and appropriate (“**Set Aside Application**”).

The hearing of the Set Aside Application has been listed on 10 May 2024 at 11:00 a.m. (Bermudan Time).

The JPLs are in the course of seeking legal advice in respect of the Set Aside Application. Further announcement(s) to update the shareholders of the Company and the potential investors on any significant development regarding the above proceedings will be made as and when appropriate.

(2) POTENTIAL IMPACT OF THE BERMUDA PETITION

In view of the possible impact of the Petition on the transfer of Shares, the Company is seeking legal advice as to the necessity of applying for a validation order for such transfer of Shares (if any) made after presentation of the Petition. Shareholders are reminded that there is no guarantee that any validation order would be granted by the Court.

Further announcement will be made by the Company as appropriate in accordance with the Listing Rules and the Inside Information Provisions of the Securities and Futures Ordinance.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the Shares on the Stock Exchange has been suspended with effect from 9:00 a.m. on 16 April 2024 and will remain suspended until further notice.

Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the Company's securities.

For and on behalf of
New Sparkle Roll International Group Limited
(In Provisional Liquidation)
Lai Kar Yan (Derek)
Ho Kwok Leung Glen
Edward Willmott
Elizabeth Cava
Joint Provisional Liquidators
Acting as agents without personal liability

Hong Kong, 8 May 2024

As at the date of this announcement, the Company has one executive Director, one non-executive Director and three independent non-executive Directors. The executive Director is Mr. Qiu Pei Yuan. The non-executive Director is Mr. You Yiyang. The independent non-executive Directors are Mr. Chan Man Kit, Mr. Li Baochun and Mr. Gao Yafei.