

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

INSIDE INFORMATION RELATING TO THE ANNOUNCEMENTS OF THE COMPANY DATED 11 AND 22 APRIL 2024

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 on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) 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 following announcements issued by the Company by order of its former Board of Directors (who were removed and replaced by 5 new directors (“**New Board of Directors**”) by resolutions passed at the adjourned special general meeting of the Company held on 23 April 2024) (collectively the “**Announcements**”):

- (i) the announcement dated 11 April 2024 regarding (1) Inside information relating to legal proceedings in Hong Kong concerning the adjourned special general meeting, (2) Supplemental information to the announcement of the Company dated 5 April 2024 and (3) Resumption of trading; and

- (ii) the announcement dated 22 April 2024 regarding Inside information relating to the appointment of Joint Provisional Liquidators.

Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

On 25 April 2024, the Company received a letter from Messrs. Jingtian & Gongcheng (“**25 April Letter**”), solicitors for Mr. Sze Ching Lau (“**Mr. Sze**”) and Mr. Sze Ka Ho (“**Mr. Sze Junior**”). The 25 April Letter alleges that certain statements contained in the Announcements were defamatory to Mr. Sze and Mr. Sze Junior (“**Statements**”). The 25 April Letter denies that Mr. Sze and Mr. Sze Junior have been involved in any fraudulent conduct, and demands, amongst other things, an immediate withdrawal and retraction of the Statements by the Company and an apology to Mr. Sze and Mr. Sze Junior.

On 26 April 2024, the JPLs received a letter from Messrs. Sit, Fung, Kwong & Shum, solicitors for the New Board of Directors of the Company (“**26 April Letter**”). The 26 April Letter states that the New Board of Directors of the Company are of the view that the Statements should be withdrawn and retracted by the Company, and asks the JPLs to authorise the Company to issue an announcement, amongst other things, apologising to Mr. Sze and Mr. Sze Junior.

The Statements relate to certain matters that occurred prior to the JPLs’ appointment. The JPLs do not have contemporaneous knowledge of those matters and are not currently in a position to confirm or reject their veracity.

APPOINTMENT OF JOINT PROVISIONAL LIQUIDATORS

Further to the announcement made on 22 April 2024 on the appointment of JPLs pursuant to an Order of the Bermuda Court dated 15 April 2024, as amended by an Order of the Bermuda Court dated 22 April 2024, the powers of the JPLs shall not be limited, pursuant to section 170(3) of the Companies Act 1981, by the Order appointing them, such powers to be exercised by the JPLs acting jointly and severally.

As the JPLs have the full powers afforded to them, the powers of the directors have ceased, including the powers of any persons purporting to be authorised to conduct the affairs of the Company.

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, 29 April 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.