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New Sparkle Roll International Group Limited
新耀萊國際集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 970)

INSIDE INFORMATION
LAPSE OF PLACING OF CONVERTIBLE BONDS
UNDER GENERAL MANDATE

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

References are made to the announcement of the Company dated 19 September 2023 in relation to the placing of the Convertible Bonds under the General Mandate, the announcements of the Company dated 26 September 2023 and 29 September 2023 in relation to the inside information in respect of placing of the Convertible Bonds under the General Mandate (the “**Announcements**”). Unless otherwise defined, terms used in this announcement shall have the same meaning as those used in the Announcements.

LAPSE OF THE CB PLACING AGREEMENT

The Board announces that, as informed by the Placing Agent, since the conditions precedent of the CB Placing Agreement were not fulfilled by 10 October 2023 (being the Long Stop Date), the CB Placing Agreement lapsed and the CB Placing will not proceed. Pursuant to the terms of CB Placing Agreement, all rights, obligations and liabilities of the parties to the CB Placing Agreement shall cease and terminate and neither of the parties shall have any claim against the other save for any antecedent breach of any right or obligation under CB Placing Agreement prior to such termination.

The Board does not expect that the lapse of the placing of the Convertible Bonds under the General Mandate has any imminent material adverse impact on the operation and financial position of the Group for the time being. However, the Board will continue to assess the financial need of the Group and seek other alternative financing opportunities as and when required.

By Order of the Board
New Sparkle Roll International Group Limited
Zheng Hao Jiang
Chairman

Hong Kong, 11 October 2023

As at the date of this announcement, the Company has three executive Directors and four independent non-executive Directors. The executive Directors are Mr. Zheng Hao Jiang, Mr. Zhao Xiaodong and Mr. Zhu Lei. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong, Mr. Gao Yu and Mr. Liu Hongqiang.