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## **ROMA (META) GROUP LIMITED**

**羅馬(元宇宙)集團有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8072)**

### **CLARIFICATION ANNOUNCEMENT**

#### **SECOND REVISED FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING**

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”) of the Company to be held on Wednesday, 27 September 2023 (the “**AGM**”) dated 24 August 2023, which was also set out in the circular (the “**Circular**”) of the Company dated 24 August 2023, the proxy form (the “**First Form of Proxy**”) for use at the AGM, the supplemental notice of AGM (the “**Supplemental AGM Notice**”) dated 8 September 2023, the supplemental circular to the Circular (the “**Supplemental Circular**”) dated 8 September 2023 and the revised proxy form (the “**Revised Form of Proxy**”) dated 8 September 2023. Unless otherwise stated, capitalised terms used herein shall bear the same meanings as defined in the Circular and the AGM Notice.

The Company wishes to clarify that the ordinary resolution numbered “2A” in relation to “To re-elect Ms. Chen Yiyun as an independent non-executive Director” set out in the Supplemental AGM Notice, the Supplemental Circular and the Revised Form of Proxy shall be amended and re-numbered as “2.1” to avoid confusion.

The Company has revised the Revised Form of Proxy (the “**Second Revised Form of Proxy**”). The Second Revised Form of Proxy has been published on the websites of The Stock Exchange of Hong Kong Limited and the Company on 15 September 2023, and will be despatched to the shareholders of the Company (the “**Shareholders**”) on or before 19 September 2023.

Except as disclosed above, all the other information contained in the AGM Notice, the Supplemental AGM Notice, the Circular, the Supplemental Circular and the Revised Form of Proxy remained unchanged.

\* *For identification purpose only*

## Second Revised Form of Proxy

If you do not intend to attend and vote in person at the AGM in person, you are requested to complete the Second Revised Form of Proxy in accordance with the instructions printed thereon and return the same to the Company's branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the AGM (or any adjournment thereof) ("**Proxy Closing Time**"). Completion and return of the First Form of Proxy and/or Revised Form of Proxy and/or the Second Revised Form of Proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked.

A Shareholder who has not yet lodged the First Form of Proxy and/or the Revised Form of Proxy with the Company's branch share registrar and transfer office in Hong Kong is requested to lodge the Second Revised Form of Proxy if he or she wishes to appoint one or more than one proxy to attend the AGM on his or her behalf. In this case, the First Form of Proxy and the Revised Form of Proxy should NOT be lodged with the Company's branch share registrar and transfer office in Hong Kong.

Shareholders should note that:

- (i) If the First Form of Proxy and the Revised Form of Proxy are not lodged with the Company's branch share registrar and transfer office in Hong Kong and the Second Revised Form of Proxy is lodged with the Company's branch share registrar and transfer office in Hong Kong at or prior to the Proxy Closing Time, the Second Revised Form of Proxy will be treated as a valid form of proxy lodged by him or her if correctly completed.**

The proxy so appointed by the Shareholder will be entitled to vote at his or her discretion or to abstain on any resolution properly put to the AGM.

- (ii) If the First Form of Proxy and/or the Revised Form of Proxy has already been lodged with the Company's branch share registrar and transfer office in Hong Kong and the Second Revised Form of Proxy is also lodged with the Company's branch share registrar and transfer office in Hong Kong at or prior to the Proxy Closing Time, the Second Revised Form of Proxy will revoke and supersede the First Form of Proxy and the Revised Form of Proxy previously lodged by him or her. The Second Revised Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if correctly completed.**

- (iii) If the First Form of Proxy and/or the Revised Form of Proxy has already been lodged with the Company's branch share registrar and transfer office in Hong Kong and the Second Revised Form of Proxy is lodged with the Company's branch share registrar and transfer office in Hong Kong after the Proxy Closing Time, the Second Revised Form of Proxy will be invalid. The Revised Form of Proxy previously lodged by the Shareholders or, if no Revised Form of Proxy was lodged, the First Form of Proxy will be treated as valid form of proxy if correctly completed. The proxy so appointed under the Revised Form of Proxy, or, if no Revised Form of Proxy was lodged, the First Form of Proxy will be entitled to vote at his or her discretion or to abstain at the AGM on resolution no. 2.1 as set out in the Second Revised Form of Proxy.

Accordingly, Shareholders are advised not to lodge the Second Revised Form of Proxy after the Proxy Closing Time. If such Shareholders wish to vote at the AGM, they will have to attend in person and vote at the AGM themselves.

- (iv) If the First Form of Proxy and/or the Revised Form of Proxy has already been lodged with the Company's branch share registrar and transfer office in Hong Kong at or prior to the Proxy Closing Time but no Second Revised Form of Proxy is lodged with the Company's branch share registrar and transfer office in Hong Kong or the Second Revised Form of Proxy is invalid for whatever reasons, the Revised Form of Proxy, or, if no Revised Form of Proxy was lodged, the First Form of Proxy will be treated as valid form of proxy if correctly completed. The proxy so appointed under the Revised Form of Proxy, or, if no Revised Form of Proxy was lodged, the First Form of Proxy will be entitled to vote at his or her discretion or to abstain at the AGM on resolution no. 2.1 as set out in the Second Revised Form of Proxy.

Shareholders are reminded that completion and delivery of the First Form of Proxy, the Revised Form of Proxy or the Second Revised Form of Proxy will not prejudice the Shareholders from attending and voting at the AGM in person or at any adjournment thereof (as the case may be) should they so wish and, in such event, the instrument appointed a proxy shall be deemed to be revoked.

By order of the Board  
**Roma (meta) Group Limited**  
**Yue Kwai Wa Ken**  
*Executive Director, Chief Executive Officer,  
Chairman and Company Secretary*

Hong Kong, 15 September 2023

*As at the date of this notice, the Board comprises two executive Directors, namely Mr. Li Sheung Him Michael and Mr. Yue Kwai Wa Ken; and three independent non-executive Directors, namely Ms. Chen Yiyun, Mr. Chung Man Lai and Ms. Li Tak Yin.*