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.

This announcement appears for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.

Sparkle Roll Group Limited
耀萊集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 970)

COMPLETION OF SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that in accordance with the terms of the Subscription Agreement, the Subscription was completed on 15 June 2020 and a total of 318,500,000 Subscription Shares at the subscription price of HK$0.157 per Subscription Share were allotted and issued to the Subscriber.

Reference is made to the announcement (the "**Announcement**") of Sparkle Roll Group Limited (the "**Company**") dated 4 June 2020. Terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

* *for identification purpose only*

COMPLETION OF THE SUBSCRIPTION OF NEW SHARES

The Board is pleased to announce that in accordance with the terms of the Subscription Agreement, the Subscription was completed on 15 June 2020 and a total of 318,500,000 Subscription Shares at the subscription price of HK$0.157 per Subscription Share were allotted and issued to the Subscriber.

The net proceeds received by the Company from the Subscription, after deducting relevant expenses, are approximately HK$50 million. As disclosed in the Announcement, the Company intends to use the net proceeds to finance the subscription of the B&O Rights Shares.

CHANGES TO SHAREHOLDING AS A RESULT OF THE SUBSCRIPTION

Set out below is the shareholding structure of the Company (a) immediately before completion of the Subscription; and (b) immediately after completion of the Subscription.

	Immediately before completion of the Subscription		**Immediately after completion of the Subscription**	
	No. of Shares	*%*	*No. of Shares*	*%*
Controlling Shareholder				
Mr. Qi Jian Hong alias Mr. Kei Kin Hung ("**Mr. Qi**")	2,461,360,000 *(Notes 1, 2, 3 and 4)*	51.35	2,461,360,000	48.15
Directors				
Mr. Zheng Hao Jiang	10,640,000 *(Note 5)*	0.22	10,640,000	0.21
Mr. Choy Sze Chung, Jojo	1,000,000	0.02	1,000,000	0.02
Mr. Lee Thomas Kang Bor	1,680,000	0.04	1,680,000	0.03
Sub-total:	**2,474,680,000**	**51.63**	**2,474,680,000**	**48.41**
Public Shareholders				
The Subscriber	–	–	318,500,000	6.23
Other public Shareholders	2,318,773,447	48.37	2,318,773,447	45.36
Total:	**4,793,453,447**	**100.00**	**5,111,953,447**	**100.00**

Notes:

1. Among these 2,461,360,000 Shares, (i) 2,152,976,000 Shares are held by Sparkle Roll Holdings Limited which is wholly-owned by Mr. Qi; (ii) 248,536,000 Shares are held by Mr. Qi as beneficial owner; and (iii) 59,848,000 Shares are held by Ms. Qi Meihe, who has entered into a concert party agreement with Mr. Qi. Mr. Qi is deemed to be interested in all the Shares in which Sparkle Roll Holdings Limited and Ms. Qi Meihe are interested by virtue of the SFO. Ms. Zhu Shuang is the wife of Mr. Qi. Accordingly, Ms. Zhu Shuang was deemed to be interested in the Shares interested by Mr. Qi.

2. Among these 2,461,360,000 Shares, 1,200,000,000 Shares have been charged to Able Honour Holdings Limited as security interest. Able Honour Holdings Limited is 100% controlled by Ms. Xu Jiaying. Under the SFO, Ms. Xu Jiaying is deemed to be interested in all the Shares in which Able Honour Holdings Limited is interested by virtue of the SFO.

3. Among these 2,461,360,000 Shares, 300,000,000 Shares have been charged to Mr. Lam Chi Kin as security interest.

4. Among these 2,461,360,000 Shares, 300,000,000 Shares have been charged to Mr. Lin Peng as security interest.

5. These 10,640,000 Shares are held by Keyking Mission Group Co., Ltd., a company wholly owned by Mr. Zheng. Accordingly, Mr. Zheng is deemed to be interested in the Shares held by Keyking Mission Group Co., Ltd..

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

Hong Kong, 15 June 2020

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. Zheng Hao Jiang, Mr. Zhao Xiaodong and Mr. Zhu Lei. The non-executive Directors are Mr. Gao Yu, Mr. Qi Jian Wei and Mr. Liu Hongqiang. The independent non-executive Directors are Mr. Choy Sze Chung, Jojo, Mr. Lam Kwok Cheong and Mr. Lee Thomas Kang Bor.

* *For identification purpose only*