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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)

DISCLOSEABLE TRANSACTION
ACQUISITION OF SHARES IN BANG & OLUFSEN A/S

The Board announces that on 11 April 2025 (after trading hours), the Subsidiary acquired in aggregate 250,000 shares in B&O (representing approximately 0.17% of the total number of issued shares of B&O as at the date of this announcement) through on-market transactions conducted on the Nasdaq Copenhagen for an aggregate consideration of approximately DKK2.98 million (equivalent to approximately HK\$3.49 million) (exclusive of transaction costs), representing approximately DKK11.92 (equivalent to approximately HK\$13.95) per share.

Prior to the Acquisition, the Subsidiary acquired and subscribed an aggregate of 1,271,377 shares in B&O within a 12-month period prior to the date of the Acquisition (representing approximately 0.86% of the total number of issued shares of B&O as at the date of this announcement) through on-market transactions conducted on the Nasdaq Copenhagen and the Subscription for an aggregate consideration of approximately DKK 11.8 million (equivalent to approximately HK\$12.9 million) (exclusive of transaction costs), representing approximately DKK9.27 (equivalent to approximately HK\$10.20) per share.

LISTING RULES IMPLICATIONS

As all of the applicable percentage ratios in respect of the Acquisition does not exceed 5% on a stand-alone basis, the Acquisition is not subject to disclosure requirements under Chapter 14 of the Listing Rules.

As one of the applicable percentage ratios for the Acquisition, when aggregated with the Previous Acquisitions and Subscription which were conducted within 12 months of the Acquisition, exceeds 5% but is less than 25%, the Acquisition together with the Previous Acquisitions and Subscription constitute a discloseable transaction of the Company and are subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

ACQUISITION OF SHARES IN B&O

The Board announces that on 11 April 2025 (after trading hours), the Subsidiary acquired in aggregate 250,000 shares in B&O (representing approximately 0.17% of the total number of issued shares of B&O as at the date of this announcement) through on-market transactions conducted on the Nasdaq Copenhagen for an aggregate consideration of approximately DKK2.98 million (equivalent to approximately HK\$3.49 million) (exclusive of transaction costs), representing approximately DKK11.92 (equivalent to approximately HK\$13.95) per share.

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After the Acquisitions, the Group holds 13,700,000 shares in B&O, representing approximately 9.30% of the total number of issued shares of B&O as at the date of this announcement.

As the Acquisitions were conducted through the open market, the identity(ies) of the counterparty(ies) of the Acquisitions cannot be ascertained by the Group. However, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Directors believe that the counterparty(ies) and its/their ultimate beneficial owner(s) in the Acquisitions is/are Independent Third Parties.

CONSIDERATION

The aggregate consideration for the Acquisitions is approximately DKK2.98 million (equivalent to approximately HK\$3.49 million) (exclusive of transaction costs) and shall be/have been (as the case may be) fully settled in cash from the Company's internal resources.

The consideration of the Acquisitions were determined by reference to the prevailing trading prices of the shares of B&O on the Nasdaq Copenhagen at the time of the relevant acquisitions.

INFORMATION OF B&O

B&O is a company incorporated in Denmark, whose shares are listed and traded on Nasdaq Copenhagen. B&O is a global luxury-lifestyle brand, B&O designs, develops, markets, manufactures, and sells audio and video products in Europe, the Middle East, Africa, the Americas, and the Asia Pacific. It offers portable and home audio speakers, as well as speaker sets and accessories; over-ear, in-ear, and noise-cancellation headphones and accessories; televisions, and remotes and smart home products; and soundbars.

Set out below is the summary of financial information of the B&O for the nine months ended 28 February 2025 and 29 February 2024 as extracted from the Interim report Q3 2024/25 of B&O:

	For the nine months ended 28 February 2025 (DKK million)	For the nine months ended 29 February 2024 (DKK million)
Revenue	631	614
Profit before tax	16	6
Profit for the period	7	3

INFORMATION OF THE GROUP AND THE SUBSIDIARY

The Group

The Group is principally engaged in dealerships of luxury goods and automobiles, provision of after-sales services, property management services, property rental services, film related business including development and investment in films and television program and money lending business. The Group's operations are mainly based in Hong Kong and Mainland China.

The Subsidiary

The Subsidiary a company incorporated in Hong Kong with limited liability, and an indirect wholly-owned subsidiary of the Company.

The principal business activity of the Subsidiary is investment holding.

REASONS FOR AND BENEFITS OF THE ACQUISITIONS

Having considered (i) the increased shareholding in B&O by the Company after the Acquisitions is likely to enhance the return of long-term investment for capital appreciation and distributions of the Group and maintain its proportionate ownership in B&O; and (ii) the Acquisitions were traded at market price, the Directors (including the independent non-executive Directors) are of the view that the Acquisitions were fair and reasonable, on normal commercial terms and in the interests of the Company and the shareholders of the Company as a whole.

LISTING RULES IMPLICATIONS

As all of the applicable percentage ratios in respect of the Acquisition does not exceed 5% on a stand-alone basis, the Acquisition is not subject to disclosure requirements under Chapter 14 of the Listing Rules.

As one of the applicable percentage ratios for the Acquisition, when aggregated with the Previous Acquisitions and Subscription which were conducted within 12 months of the Acquisition, exceeds 5% but is less than 25%, the Acquisition together with the Previous Acquisitions and Subscription constitute a discloseable transaction of the Company and are subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the meanings set out below:

“Acquisition”	the acquisition of 250,000 shares in B&O in aggregate by the Subsidiary through on-market transactions conducted on the Nasdaq Copenhagen on 11 April 2025 for an aggregate consideration of approximately DKK2.98 million (equivalent to approximately HK\$3.49 million) (exclusive of transaction costs);
“Acquisitions”	the Acquisition and the Previous Acquisitions;
“B&O”	Bang & Olufsen A/S, a company incorporated in Denmark, whose shares are listed and traded on Nasdaq Copenhagen;
“Board”	the board of Directors;
“Company”	New Sparkle Roll International Group Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed and traded on the Main Board of the Stock Exchange (Stock Code: 970);
“Director(s)”	the director(s) of the Company;
“DKK”	Danish Krone, the lawful currency of Denmark;
“Group”	the Company and its subsidiaries from time to time;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Nasdaq Copenhagen”	Nasdaq Copenhagen A/S
“Previous Acquisitions”	the acquisitions of 192,629 shares in B&O in aggregate by the Subsidiary through on-market transactions conducted on the Nasdaq Copenhagen within a 12-month period prior to the date of the Acquisition for an aggregate consideration of approximately DKK 1.8 million (equivalent to approximately HK\$1.9 million) (exclusive of transaction costs);
“Shareholder(s)”	holder(s) of Shares;

“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subscription”	the subscription of 1,078,748 shares in B&O in aggregate by the Subsidiary within a 12-month period prior to the date of the Acquisition for an aggregate consideration of approximately DKK 10.0 million (equivalent to approximately HK\$11.0 million) (exclusive of transaction costs);
“Subsidiary”	Sparkle Roll (Denmark) Limited, a company incorporated in Hong Kong with limited liability, and an indirect wholly-owned subsidiary of the Company; and
“%”	per cent.

For the purpose of this announcement, the exchange rate of DKK 1.00 = HK\$1.10 has been used for currency conversions related to Previous Acquisitions and the Subscription, while the exchange rate of DKK 1.00 = HK\$1.17 has been used for currency conversions for the Acquisition. This is for the purpose of illustration only and does not constitute a representation that any amounts in DKK and HK\$ have been, could have been or may be converted at such rate or any other exchange rate.

By Order of the Board
New Sparkle Roll International Group Limited
JU Qinghao
Chairman

Hong Kong, 11 April 2025

As at the date of this announcement, the Company has two executive Directors, four nonexecutive Directors and four independent non-executive Directors. The executive Directors are Mr. JU Qinghao and Mr. QIU Peiyuan. The non-executive Directors are Mr. LI Qingsong, Mr. SZE Ka Ho, Mr. WU Peng and Mr. YOU Yiyang. The independent non-executive Directors are Mr. CHAN Man Kit, Mr. LIAO Kenan, Mr. NG Wai Hung and Ms. WANG Hui.