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OURGAME INTERNATIONAL HOLDINGS LIMITED

聯眾國際控股有限公司*

(a company incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 6899)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 24 JULY 2022

References are made to the circular (the “**Circular**”), the notice of the annual general meeting (the “**AGM Notice**”) of Ourgame International Holdings Limited (the “**Company**”) both dated 29 June 2022 and the announcements of the Company dated 28 June 2022 and 4 July 2022, respectively. The annual general meeting (the “**Annual General Meeting**”) of the Company was held at Meeting Room, Jingyun Parkview, Wanshan Town, Xiangzhou District, Zhuhai City, Guangdong Province, China on Sunday, 24 July 2022 at 5:00 p.m.

It is noted that the Company received a notice served on the Company on 15 July 2022 from a registered shareholder of the Company a notice of intention to propose Ms. Yu Bing (于冰) for election as a director of the Company (the “**Director**”) at the Annual General Meeting (the “**Proposed Appointment of Additional Director**”) pursuant to Article 16.4 of the articles of association of the Company (the “**Articles of Association**”). However, considering the facts and circumstances, the Company has received such nomination on 15 July 2022, the Directors needed time to consider whether to put forward the recommendation and to prepare and dispatch relevant documents notifying the shareholders in respect of the Proposed Appointment of Additional Director, and to give as much reasonable notice as possible to the shareholders to consider and elect suitable candidates to be the Directors of the Company, the chairman of the Annual General Meeting considers that it is in the best interest of the Company that the meeting be adjourned and that certain business proposed to be passed at the Annual General Meeting, specifically resolutions nos. 2(a) to (f) and no. 3 as set out in the AGM Notice (together the “**Director Re-election and Remuneration Proposal**”) be resolved at an adjourned meeting (the “**Adjournment**”) so that the shareholders can consider the Director Re-election and Remuneration Proposal together with the Proposed Appointment of Additional Director in a more comprehensive matter.

In the Annual General Meeting, a majority of the Shareholders present resolved by way of show of hands approved the Adjournment. As such, the Annual General Meeting will be adjourned, re-convened and held to consider the Director Re-election and Remuneration Proposal and the Proposed Appointment of Additional Director on such time and at such place as notified by the Company to the shareholders pursuant to Articles of Association and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) in due course. It is currently expected that the adjourned meeting of the Company will be held in or around late August 2022. Further announcement(s) and/or circular on the Director Re-election and Remuneration Proposal and the Proposed Appointment of Additional Director will be published as and when appropriate. The existing Directors as mentioned in resolution no. 2 as set out in the AGM Notice will continue to act as Directors and will retire from office and being eligible for re-election until the close of the adjourned meeting of the Company.

At the Annual General Meeting, except the Adjournment, other proposed resolutions as set out in the AGM Notice were taken by poll. The poll results are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements of the Company and the reports of the directors and auditor for the year ended 31 December 2021.	260,067,789 (61.87%)	160,244,555 (38.13%)
4.	To re-appoint Grant Thornton Hong Kong Limited as the auditor of the Company and to authorize the board of directors of the Company to fix its remuneration.	260,067,789 (61.87%)	160,244,555 (38.13%)
5.	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the number of issued shares of the Company as at the date of passing of this resolution.	260,067,789 (36.51%)	452,164,403 (63.49%)
SPECIAL RESOLUTION		For	Against
6.	To approve the adoption of the amended and restated memorandum and articles of association of the Company.	260,067,789 (36.51%)	452,164,403 (63.49%)

Notes:

- (a) As a majority of the votes were cast in favour of ordinary resolutions no. 1 and no. 4 above, such resolutions were duly passed as ordinary resolutions; ordinary resolutions no. 2 and no. 3 have been adjourned; as a majority of the votes were cast against ordinary resolution no. 5, such resolution was not duly passed as an ordinary resolution; and as less than 75% of the votes were cast in favour of special resolution no. 6 above, such resolution was not duly passed as a special resolution.
- (b) As at the date of the Annual General Meeting, the total number of issued shares of the Company was 1,077,799,887 shares.
- (c) The total number of shares of the Company entitling the holders to attend and vote on the resolutions at the Annual General Meeting was 1,077,799,887 shares.
- (d) There were no shares entitling the holders to attend and abstain from voting in favour of the resolutions at the Annual General Meeting as set out in rule 13.40 of the Listing Rules.

- (e) None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Annual General Meeting.
- (f) The Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the Annual General Meeting.
- (g) Defined terms in this announcement have the same meanings when used in the Circular.

SPECIAL RESOLUTION NO. 6

As mentioned in the Circular, pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by the Stock Exchange in November 2021, Appendix 3 to the Listing Rules have been amended with effect from 1 January 2022 which require, among others, listed issuers to adopt a uniform set of "Core Standards" for shareholder protections for issuers. The purpose of such uniformed set of "Core Standards" is to streamline requirements for overseas issuers with a single set of shareholder protection standards applicable to all issuers to ensure consistent protection is provided to all investors. The Board therefore proposed to make the Proposed Amendments to the Memorandum and Articles of Association in the Annual General Meeting in order to bring it in line with such latest requirements, without any other significant amendments which are not required under this "Core Standards". Unfortunately, the Proposed Amendments to the Memorandum and Articles of Association were not duly passed at the Annual General Meeting. In order for the Company to be in full compliance with the "Core Standards", the Company is required to make the Proposed Amendments to the Memorandum and Articles of Association to conform to the "Core Standards" by the second annual general meeting following 1 January 2022 (that is, the latest will be the annual general meeting of the Company to be held in 2023). The Company would like to bring the aforesaid more clearly again to the attention of Shareholders.

In order to comply with the said latest requirements under the Listing Rules as set out above, the Company will have to put forward the Proposed Amendments to the Memorandum and Articles of Association at the adjourned meeting of the Company again, in which the Company will have to incur additional time and costs (which might or might not be a concern of certain Shareholders). The Company would also like to inform Shareholders that if the Proposed Amendments to the Memorandum and Articles of Association are not passed at or before the annual general meeting of the Company to be held in 2023, the Company will be in breach of the Listing Rules.

By order of the Board
Ourgame International Holdings Limited
Lu Jingsheng
Chief Executive Officer and Executive Director

Beijing, 24 July 2022

As at the date of this announcement, the Board comprises Mr. Lu Jingsheng as executive Director; Mr. Li Yangyang, Mr. Liu Jiang, Mr. Liu Xueming, Ms. Gao Liping and Mr. Hua Yumin as non-executive Directors, and Mr. Ma Shaohua, Mr. Zhang Li and Mr. Guo Yushi as independent non-executive Directors.

* For identification purpose only