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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)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR CHANGE IN COMPOSITION OF THE BOARD COMMITTEES COMPLIANCE WITH RULES 3.10A AND 3.27A OF THE LISTING RULES

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Ourgame International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that, with effect from 18 November 2022, Mr. Dai Bing (“**Mr. Dai**”) has been appointed as an independent non-executive Director. The biography of Mr. Dai is set out as follows:

Mr. Dai Bing, aged 46, has extensive experience and relevant background in corporate management and risk management. He has been the president (總裁) of Zhang Ming Investment Co., Ltd.* (彰銘投資有限公司), a company incorporated in Macau, since 2018.

Mr. Dai obtained a master’s degree of science in strategic studies from Nanyang Technological University in Singapore in June 2007.

Mr. Dai has entered into a letter of appointment with the Company for a period of three years subject to the requirements of retirement by rotation and re-election as stipulated in the articles of association (the “**Articles**”) of the Company and the Corporate Governance Code contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Under the terms of Mr. Dai’s letter of appointment, he is entitled to a fixed director’s fee of HK\$150,000 per year. Pursuant to the Articles, Mr. Dai will hold office until the forthcoming annual general meeting of the Company and shall then be eligible for re-election.

Mr. Dai has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

As at the date of this announcement, save as disclosed above, Mr. Dai confirmed that (i) he does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (ii) he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) he does not hold other positions with the Company or other members of the Group; and (iv) he does not hold any other directorships in the last three years in any other public companies of which the securities are listed on any securities market in Hong Kong or overseas.

Save as disclosed above, there is no other information required to be disclosed pursuant to any of the requirements under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited relating to the appointment of Mr. Dai.

CHANGE IN COMPOSITION OF THE BOARD COMMITTEES

Following the appointment of Mr. Dai, the Board has decided to make the following changes to the composition of the Board committees:

1. Mr. Lu Jingsheng will become a member of the Remuneration Committee and will be re-designated as a member of the Risk Prevention and Digital Assets Management Committee;
2. Mr. Liu Xueming will become a member of the Nomination and Corporate Governance Committee;
3. Mr. Wang Runqun will become a member of the Risk Prevention and Digital Assets Management Committee;
4. Mr. Ma Shaohua will be re-designated as the chairman of the Nomination and Corporate Governance Committee and will cease to be a member of the Remuneration Committee and the vice chairman of the Risk Prevention and Digital Assets Management Committee;
5. Mr. Zhang Li will cease to be a member of the Nomination and Corporate Governance Committee;
6. Mr. Guo Yushi will become a member of the Nomination and Corporate Governance Committee; and
7. Mr. Dai Bing will become the chairman of the Risk Prevention and Digital Assets Management Committee.

COMPLIANCE WITH RULES 3.10A AND 3.27A OF THE LISTING RULES

References are made to the announcements of the Company dated 16 September 2022 and 30 September 2022, in relation to the insufficient number of independent non-executive Directors as stipulated under Rule 3.10A of the Listing Rules and the non-compliance with Rule 3.27A of the Listing Rules, respectively. Following the appointment of Mr. Dai and the change in composition of the Board committees, the Board will comprise one executive Director, seven non-executive Directors and four independent non-executive Directors and the Nomination and Corporate Governance Committee

will be chaired by Mr. Ma Shaohua, an independent non-executive Director. As a result, the Company shall, upon the appointment of Mr. Dai and the change in composition of the Board committees, be in compliance with Rules 3.10A and 3.27A of the Listing Rules.

The Board would like to extend its warmest welcome to Mr. Dai for joining the Board.

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

Beijing, 18 November 2022

As at the date of this announcement, the Board comprises Mr. Lu Jingsheng as executive Director; Mr. Liu Xueming, Ms. Gao Liping, Mr. Hua Yumin, Ms. Yu Bing, Ms. Wang Ruyuan, Mr. Wang Runqun and Ms. Xiao Yundan as non-executive Directors, and Mr. Ma Shaohua, Mr. Zhang Li, Mr. Guo Yushi and Mr. Dai Bing as independent non-executive Directors.

* *For identification purpose only*