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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 28 JUNE 2024

References are made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**AGM Notice**”) of Ourgame International Holdings Limited (the “**Company**”) both dated 6 June 2024. The annual general meeting of the Company (the “**Annual General Meeting**”) was held in I, 19/F, Dynasty Plaza, No. 411–417 Song Yusheng Plaza, Macau on Friday, 28 June 2024 at 5:00 p.m., the 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.(a)	To re-elect Mr. Lu Jingsheng as an executive director of the Company.	452,214,825 (71.31%)	181,920,848 (28.69%)
1.(b)	To re-elect Ms. Gao Liping as a non-executive director of the Company.	452,214,825 (71.31%)	181,920,848 (28.69%)
1.(c)	To re-elect Ms. Yu Bing as a non-executive director of the Company.	452,214,825 (71.31%)	181,920,848 (28.69%)
2.	To authorize the board of directors of the Company to fix the respective directors’ remuneration.	452,214,825 (71.31%)	181,920,848 (28.69%)

Notes:

- (a) As a majority of the votes were cast in favour of ordinary resolutions nos. 1 to 2 above, such resolutions were duly passed as ordinary resolutions.
- (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) Mr. Lu Jingsheng and Mr. Dai Bing have attended the Annual General Meeting in person.
- (h) Defined terms in this announcement have the same meanings when used in the Circular.

VOTE OF GLASSY MIND HOLDINGS LIMITED

According to the disclosure of interests form submitted by Glassy Mind Holdings Limited (“**Glassy Mind**”), it holds a total of 291,919,848 Shares (the “**Subject Shares**”), 110,000,000 Shares of which are under share certificate in paper form registered under Glassy Mind, and the rest of which are registered under Central Clearing and Settlement System (“**CCASS**”). A proxy form in respect of 110,000,000 Shares was submitted for the purpose of the Annual General Meeting.

On 27 June 2024, the Company received two emails, one from Glassy Mind and one from Merit Horizon Limited (“**Merit Horizon**”), a company which has been in an on-going arbitration proceedings with Glassy Mind on a loan dispute with 290,690,848 Shares of the Subject Shares as security. Each of Glassy Mind and Merit Horizon has claimed interest and ownership on the Subject Shares whereby Merit Horizon alleged that Glassy Mind has been holding the Subject Shares on trust for Merit Horizon as a result of the loan dispute among the Company, Merit Horizon and Glassy Mind. Glassy Mind, on the other hand, has alleged that it is the holder of the Subject Shares irrespective of the on-going arbitration proceedings. As at the date of this announcement, the on-going arbitration proceedings are still in progress and no judgment has been made. For details of the arbitration proceedings, please refer to the announcements of the Company dated 11 January 2022, 10 July 2022, 24 July 2022, and 15 September 2022.

In addition, at the Annual General Meeting, a Shareholder requested the Chairman to consider the interests of the Company and its Shareholders as a whole, and to reject the vote of Glassy Mind, based on the ongoing litigation proceedings between the Company, Glassy Mind, Mr. Gao Hong and Ms. Fu Qiang and the Stock Exchange's disciplinary action against Ms. Fu Qiang in relation to certain loans. For details of the said litigation and the disciplinary action, please refer to the announcements of the Company dated 16 September 2022, 28 November 2022 and 11 December 2023, and the Stock Exchange's statement of disciplinary action dated 17 August 2023.

Pursuant to Article 14.7 of the Articles of Association, the chairman of the Annual General Meeting (the “**Chairman**”) shall make decision over any dispute about the acceptance or rejection of the vote, which shall be final and conclusive. After careful consideration and based on the facts that (i) there has been an on-going arbitration proceedings on the interest and ownership of the Subject Shares; and (ii) the request and basis raised by a Shareholder at the Annual General Meeting to reject the vote of Glassy Mind as stated above, the Chairman declared that the vote of Glassy Mind in respect of such identifiable 110,000,000 Shares at the Annual General Meeting should be rejected. The remaining part of the Subject Shares which are held by Glassy Mind via CCASS could not be easily identified as they are deemed to be Shares held on behalf of Glassy Mind in the CCASS. Given that it is not possible to ascertain and identify the amount of the Subject Shares held by Glassy Mind through CCASS on their voting in respect of the resolutions proposed at the Annual General Meeting, the Shares held by Glassy Mind through CCASS are not reduced in the poll results set out above, which is solely made for the purpose of the publication of the poll results at the Annual General Meeting without any prejudice to or effect on the decision of the Chairman to disregard the vote of Glassy Mind at the Annual General Meeting.

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

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises Mr. Lu Jingsheng as executive Director; Ms. Gao Liping and Ms. Yu Bing as non-executive Directors, and Mr. Ma Shaohua, Mr. Zhang Li and Mr. Dai Bing as independent non-executive Directors.

* *For identification purpose only*