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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)

COMPLETION OF ISSUE OF CONVERTIBLE NOTE

Reference is made to the announcement of Ourgame International Holdings Limited (the “**Company**”) dated 12 July 2017 in relation to the issue of the Convertible Note by the Company (the “**Announcement**”). Terms used herein shall have the same meanings as defined in the Announcement unless the context requires otherwise.

COMPLETION OF THE SUBSCRIPTION

The Board is pleased to announce that all the conditions precedent to the Subscription Agreement have been fulfilled and the completion of the Subscription took place on 28 July 2017. Accordingly, the Convertible Note in the aggregate principal amount of RMB104,076,322.636 (equivalent to HK\$120,000,000 based on the Fixed Exchange Rate) has been issued by the Company to the Subscriber.

USE OF PROCEEDS

The gross proceeds from the issue of the Convertible Note will be RMB104,076,322.636 (equivalent to HK\$120,000,000 based on the Fixed Exchange Rate). The net proceeds from the issue of the Convertible Note, after deducting all relevant costs and expenses, are estimated to be approximately RMB102,615,091.066 (equivalent to HK\$118,315,200 based on the Fixed Exchange Rate). The Company intends to use the net proceeds for the purpose of business growth and expansion.

SHAREHOLDING STRUCTURE OF THE COMPANY

As at the date of this announcement, the Company has 786,923,374 Shares in issue. The shareholding structure of the Company (i) as at the date of this announcement, and (ii) immediately after the full conversion of the Convertible Note at the Conversion Price of RMB2.312 (equivalent to HK\$2.666 based on the Fixed Exchange Rate) (on the assumption that there is no further allotment of Shares from the date of this announcement other than the Conversion Shares), are as follows:

Name of Shareholder	As at the date of this announcement		Immediately after the full conversion of the Convertible Note at the Conversion Price of HK\$2.666	
	Number of Shares held	Approximate %	Number of Shares held	Approximate %
Irena Group Co., Ltd.	226,000,000 ⁽¹⁾	28.72%	226,000,000 ⁽¹⁾	27.17%
Glassy Mind Holdings Limited	226,000,000 ⁽¹⁾	28.72%	226,000,000 ⁽¹⁾	27.17%
Mr. Zhang Rongming	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Elite Vessels Limited	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Mr. Liu Jiang	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Sonic Force Limited	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Blink Milestones Limited	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Mr. Shen Dongri	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Prosper Macrocosm Limited	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Ms. Long Qi	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
Golden Liberator Limited	175,343,364 ⁽²⁾	22.28%	175,343,364 ⁽²⁾	21.08%
CMC Ace Holdings Limited	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
CMC Capital Partners, GP, L.P.	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
CMC Capital Partners, GP, Ltd.	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
CMC Capital Partners, L.P.	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
La Confiance Investments Ltd.	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
Le Bonheur Holdings Ltd.	117,600,000 ⁽³⁾	14.94%	117,600,000 ⁽³⁾	14.13%
Subscriber	—	—	45,011,252	5.41%
Other public Shareholders	267,980,010	34.06%	267,980,010	32.21%
Total	786,923,374	100%	831,934,626	100%

Notes:

- (1) The 226,000,000 Shares represent the same block of Shares.
- (2) The aggregate number of Shares held by the concert parties under the Concert Party Agreement.
- (3) The 117,600,000 Shares represent the same block of Shares held by a chain of ownership involving CMC Capital Partners.

By Order of the Board
Ourgame International Holdings Limited
Yang Eric Qing
Chairman and Co-Chief Executive Officer

Beijing, 28 July 2017

As at the date of this announcement, the Board comprises Mr. Yang Eric Qing and Mr. Ng Kwok Leung Frank as executive Directors; Mr. Liu Jiang, Ms. Fu Qiang, Mr. Fan Tai and Mr. Chen Xian as non-executive Directors; and Mr. Ge Xuan, Mr. Lu Zhong and Mr. Cheung Chung Yan David as independent non-executive Directors.

** For identification purpose only*