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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 EXTRAORDINARY GENERAL MEETING HELD ON 2 NOVEMBER 2017

References are made to the circular (the “**Circular**”) and notice of the EGM (the “**Notice**”) of Ourgame International Holdings Limited (the “**Company**”) both dated 13 October 2017 in relation to, among other things, (i) the proposed issue of new shares of the Company under specific mandate and (ii) connected transactions involving subscription of new shares of the Company by connected persons. Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the Circular and the Notice.

The Board is pleased to announce that all the ordinary resolutions (each a “**Resolution**” and collectively, the “**Resolutions**”) as set out in the Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on 2 November 2017. Full text of each of the Resolutions is set out in the Notice and the poll results for the Resolutions are as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To confirm, approve and ratify the Management Subscription Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Management Subscription Shares. (“ Resolution 1 ”)	109,205,631 (99.96%)	43,100 (0.04%)
2.	To confirm, approve and ratify the Independent Subscription Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Independent Subscription Shares. (“ Resolution 2 ”)	108,102,261 (98.95%)	1,146,470 (1.05%)
3.	To confirm, approve and ratify the Connected Subscription Agreement and the transactions contemplated thereunder, including but not limited to the allotment and issue of the Connected Subscription Shares. (“ Resolution 3 ”)	109,205,631 (99.96%)	43,100 (0.04%)

Notes:

- (1) The number of votes and percentage of voting Shares are based on the total number of the issued Shares held by the Independent Shareholders who voted at the EGM in person or by proxy.
- (2) The total number of Shares entitling the holders to attend and vote for or against Resolution 1 at the EGM was 405,540,008 Shares.
- (3) The total number of Shares entitling the holders to attend and vote for or against Resolution 2 at the EGM was 540,186,374 Shares.
- (4) The total number of Shares entitling the holders to attend and vote for or against Resolution 3 at the EGM was 560,923,374 Shares.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer for vote-taking at the EGM.

As at the date of the EGM:

- (1) the total number of issued Shares was 786,923,374 Shares;
- (2) KongZhong Corporation, being the wholly-controlled entity of the Independent Subscriber, was interested in 20,737,000 Shares, representing approximately 2.64% of the issued share capital of the Company. As disclosed in the Circular, taking into consideration of the conditions precedent of the Independent Subscription Agreement, KongZhong Corporation had abstained from voting on Resolution 1 and Resolution 2 in relation to the Management Subscription Agreement, Independent Subscription Agreement and the transactions contemplated thereunder, including the grant of specific mandate in relation to the allotment and issue of the Management Subscription Shares and Independent Subscription Shares.

Glassy Mind Holdings Limited, being the wholly-owned subsidiary of the Connected Subscriber, was interested in 226,000,000 Shares, representing approximately 28.72% of the issued share capital of the Company. As disclosed in the Circular, taking into consideration of the conditions precedent of the Connected Subscription Agreement, Glassy Mind Holdings Limited had abstained from voting on Resolution 1, Resolution 2 and Resolution 3 in relation to the Management Subscription Agreement, Independent Subscription Agreement and Connected Subscription Agreement and the transactions contemplated thereunder, including the grant of specific mandate in relation to the allotment and issue of the Management Subscription Shares, Independent Subscription Shares and Connected Subscription Shares.

In addition, the Concert Party Shareholders were interested in 134,646,366 Shares, representing approximately 17.11% of the issued share capital of the Company. As disclosed in the Circular, since the Concert Party Shareholders are expected to have a non-controlling interest in the New Management Subscriber Entity, the Concert Party Shareholders had voluntarily abstained from

voting on Resolution 1 in relation to the Management Subscription Agreement and the transactions contemplated thereunder, including the grant of specific mandate in relation to the allotment and issue of the Management Subscription Shares.

Accordingly, there were in aggregate 405,540,008 Shares, 540,186,374 Shares and 560,923,374 Shares entitling the holders of which to attend and vote for or against Resolution 1, Resolution 2 and Resolution 3 at the EGM, respectively; and

- (3) there was no Share entitling the holder hereof to attend and vote only against any of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules and save as disclosed above, no other Shareholder was required to abstain from voting at the EGM under the Listing Rules.

As more than 50% of the votes were cast in favour of the Resolutions, the Resolutions were duly passed by the Independent Shareholders as ordinary resolutions of the Company by way of poll at the EGM.

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

Beijing, 2 November 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*